Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning JUL 1, 2011 , and ending JUN 30, 2012

Name of foundation: F & ML WEYERHAEUSER FOUNDATION

A Employer identification number: 41-6029036

Number and street (or P O box number if mail is not delivered to street address): 30 EAST SEVENTH STREET, SUITE 2000

Room/suite:

B Telephone number: 6512280935

City or town, state, and ZIP code: ST. PAUL, MN 55101-4930

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 18,883,542.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	62,463.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	389,685.	399,348.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	299,448.			STATEMENT 1
	b	Gross sales price for all assets on line 6a 3,442,738.				
	7	Capital gain net income (from Part IV, line 2)		829,684.		
	8	Net short-term capital gain			N/A	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	541,653.	85,868.	0.	STATEMENT 3
	12	**Total.** Add lines 1 through 11	1,293,249.	1,314,900.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	69,586.	12,417.	0.	55,669.
	c	Other professional fees				
	17	Interest		24,329.		
	18	Taxes STMT 5	23,900.	10,632.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	2,912.	0.	0.	2,912.
	22	Printing and publications				
	23	Other expenses STMT 6	126.	92,404.	0.	25.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	96,524.	139,782.	0.	58,606.
	25	Contributions, gifts, grants paid	755,000.			751,256.
	26	**Total expenses and disbursements.** Add lines 24 and 25	851,524.	139,782.	0.	809,862.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	441,725.			
	b	**Net investment income** (if negative, enter -0-)		1,175,118.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

RECEIVED
MAY 20 2013
IRS-OSC
OGDEN, UT

SCANNED MAY 21 2013

123501
12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

618
7

	Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	359,236.	391,313.	391,313.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	699,648.	0.	0.
	b Investments - corporate stock STMT 9	8,632,006.	9,208,425.	11,331,581.
	c Investments - corporate bonds STMT 10	3,184,686.	3,941,115.	4,128,793.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	2,885,793.	2,890,972.	3,031,855.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	15,761,369.	16,431,825.	18,883,542.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	15,761,369.	16,431,825.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	15,761,369.	16,431,825.	
	31 **Total liabilities and net assets/fund balances**	15,761,369.	16,431,825.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	15,761,369.
2	Enter amount from Part I, line 27a	2	441,725.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	234,181.
4	Add lines 1, 2, and 3	4	16,437,275.
5	Decreases not included in line 2 (itemize) ▶ OTHER ADJUSTMENTS	5	5,450.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,431,825.

Form **990-PF** (2011)

123511
12-02-11

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,442,738.		2,613,054.	829,684.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				829,684.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	829,684.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	221,606.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	811,274.	18,061,495.	.044917
2009	808,182.	15,749,057.	.051316
2008	860,165.	13,588,321.	.063302
2007	873,637.	18,247,405.	.047877
2006	735,481.	17,646,308.	.041679

2	**Total** of line 1, column (d)	2	.249091
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.049818
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	17,946,055.
5	Multiply line 4 by line 3	5	894,037.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,751.
7	Add lines 5 and 6	7	905,788.
8	Enter qualifying distributions from Part XII, line 4	8	809,862.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	23,502.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	23,502.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	23,502.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	25,496.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	6,250.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	31,746.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	8,244.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		8,244. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2011)

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FIDUCIARY COUNSELLING INC. Telephone no. ▶ 651-228-0935

Located at ▶ 30 E. 7TH STREET, SUITE 2000, ST. PAUL, MN ZIP+4 ▶ 55101-4930

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
FIDUCIARY COUNSELLING, INC - 30 E. 7TH STREET, SUITE 2000, ST. PAUL, MN 55101	ACCOUNTING & TAX	69,586.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2011)

123561
12-02-11

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,651,714.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	2,567,631.
d	**Total** (add lines 1a, b, and c)	1d	18,219,345.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,219,345.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	273,290.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,946,055.
6	**Minimum investment return.** Enter 5% of line 5	6	897,303.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	897,303.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	23,502.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	5,054.		
c	Add lines 2a and 2b			2c	28,556.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	868,747.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	868,747.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	868,747.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	809,862.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	809,862.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	809,862.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				868,747.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			689,864.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 809,862.				
a Applied to 2010, but not more than line 2a			689,864.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				119,998.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				748,749.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE ATTACHED				755,000.
Total ▶ **3a**				755,000.
b *Approved for future payment* NONE				
Total ▶ **3b**				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	389,685.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	541,653.	
8 Gain or (loss) from sales of assets other than inventory			18	299,448.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,230,786.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,230,786.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

▶ 4/29/13 ▶ President

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
HEATHER M. WHITE		4-22-13		P00448399

Firm's name ▶ FIDUCIARY COUNSELLING, INC

Firm's EIN ▶ 41-0445819

Firm's address ▶ 30 E. 7TH STREET, SUITE 2000
SAINT PAUL, MN 55101-4930

Phone no. 651-228-0935

Form **990-PF** (2011)

123622
12-02-11

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization

F & ML WEYERHAEUSER FOUNDATION

Employer identification number

41-6029036

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. .... ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
F & ML WEYERHAEUSER FOUNDATION	41-6029036

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARGARET W HARMON CHARITABLE UNITRUST 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101	$ 62,463.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
F & ML WEYERHAEUSER FOUNDATION	41-6029036

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

F & ML WEYERHAEUSER FOUNDATION

Employer identification number

41-6029036

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once) ▶ $______

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CLEARWATER SMALL COMPANIES FUND		12/31/07	12/06/11
b	CLEARWATER SMALL COMPANIES FUND		09/22/11	12/06/11
c	CLEARWATER SMALL COMPANIES FUND		12/27/11	03/26/12
d	CLEARWATER SMALL COMPANIES FUND		12/27/11	03/26/12
e	CLEARWATER SMALL COMPANIES FUND		12/27/11	06/12/12
f	DOUBLELINE TOTAL RETURN BOND FD		03/26/12	06/12/12
g	EII GLOBAL PROPERTY FUND		12/05/07	03/26/12
h	EII GLOBAL PROPERTY FUND		12/05/07	06/12/12
i	EATON VANCE PARAMETRIC T-M EMERGING MKTS		12/29/10	03/26/12
j	OAKMARK SELECT FD		08/13/07	03/26/12
k	OAKMARK SELECT FD		08/13/07	12/06/11
l	LOOMIS SAYLES BOND INSTL		07/27/10	03/26/12
m	LOOMIS SAYLES BOND INSTL		06/22/10	03/26/12
n	LOOMIS SAYLES BOND INSTL		08/24/10	03/26/12
o	LOOMIS SAYLES BOND INSTL		08/30/10	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	24,716.		22,200.	2,516.
b	36,284.		30,930.	5,354.
c	770.		686.	84.
d	100,230.		89,343.	10,887.
e	3,000.		2,925.	75.
f	31,985.		32,058.	-73.
g	13,985.		16,347.	-2,362.
h	14,985.		18,155.	-3,170.
i	7,985.		8,520.	-535.
j	69,000.		67,800.	1,200.
k	32,000.		36,219.	-4,219.
l	7,335.		6,911.	424.
m	6,605.		6,521.	84.
n	6,612.		6,238.	374.
o	221,983.		208,994.	12,989.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2,516.
b				** 5,354.
c				** 84.
d				** 10,887.
e				** 75.
f				** -73.
g				-2,362.
h				-3,170.
i				-535.
j				1,200.
k				-4,219.
l				424.
m				84.
n				374.
o				12,989.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 } 3

** (SHORT-TERM)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LOOMIS SAYLES BOND INSTL		08/30/10	06/12/12
b	LOOMIS SAYLES BOND INSTL		09/21/10	03/26/12
c	LOOMIS SAYLES BOND INSTL		10/26/10	03/26/12
d	LOOMIS SAYLES BOND INSTL		11/23/10	03/26/12
e	LOOMIS SAYLES BOND INSTL		12/07/10	03/26/12
f	LOOMIS SAYLES BOND INSTL		12/09/10	03/26/12
g	LOOMIS SAYLES BOND INSTL		01/25/11	03/26/12
h	LOOMIS SAYLES BOND INSTL		02/22/11	03/26/12
i	LOOMIS SAYLES BOND INSTL		03/22/11	03/26/12
j	LOOMIS SAYLES BOND INSTL		04/26/11	03/26/12
k	LOOMIS SAYLES BOND INSTL		05/24/11	03/26/12
l	LOOMIS SAYLES BOND INSTL		06/21/11	03/26/12
m	LOOMIS SAYLES BOND INSTL		07/26/11	03/26/12
n	LOOMIS SAYLES BOND INSTL		08/23/11	03/26/12
o	LOOMIS SAYLES BOND INSTL		09/20/11	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	16,392.		15,828.	564.
b	8,516.		8,180.	336.
c	8,179.		8,006.	173.
d	8,475.		8,193.	282.
e	15,496.		15,015.	481.
f	12,511.		12,018.	493.
g	8,478.		8,317.	161.
h	8,241.		8,123.	118.
i	8,612.		8,507.	105.
j	7,932.		8,041.	-109.
k	8,440.		8,555.	-115.
l	8,030.		8,058.	-28.
m	8,125.		8,275.	-150.
n	8,836.		8,692.	144.
o	8,141.		7,925.	216.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				564.
b				336.
c				173.
d				282.
e				481.
f				493.
g				161.
h				118.
i				105.
j				** -109.
k				** -115.
l				** -28.
m				** -150.
n				** 144.
o				** 216.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 } 3

123591
05-01-11

** (SHORT-TERM)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LOOMIS SAYLES BOND INSTL		10/25/11	03/26/12
b	LOOMIS SAYLES BOND INSTL		11/22/11	03/26/12
c	LOOMIS SAYLES BOND INSTL		01/23/12	03/26/12
d	LOOMIS SAYLES BOND INSTL		02/22/12	03/26/12
e	LOOMIS SAYLES BOND INSTL		03/23/12	03/26/12
f	LOOMIS SAYLES BOND INSTL		04/23/12	06/12/12
g	LOOMIS SAYLES BOND INSTL		05/23/12	06/12/12
h	PIMCO EMERGING MARKETS BOND FD		08/30/10	03/26/12
i	PIMCO EMERGING MARKETS BOND FD		08/30/10	06/12/12
j	PIMCO EMERGING MARKETS BOND FD		08/30/10	10/21/11
k	PIMCO EMERGING MARKETS BOND FD		09/30/10	10/21/11
l	PIMCO EMERGING MARKETS BOND FD		10/29/10	10/21/11
m	PIMCO EMERGING MARKETS BOND FD		06/01/11	10/21/11
n	PIMCO EMERGING MARKETS BOND FD		07/29/11	10/21/11
o	PIMCO EMERGING MARKETS BOND FD		08/31/11	10/21/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	8,576.		8,343.	233.
b	9,681.		9,167.	514.
c	6,961.		6,776.	185.
d	8,567.		8,503.	64.
e	8,651.		8,622.	29.
f	6,601.		6,734.	-133.
g	6,992.		6,971.	21.
h	71,073.		68,333.	2,740.
i	14,277.		13,781.	496.
j	11,822.		11,987.	-165.
k	2,594.		2,665.	-71.
l	2,664.		2,765.	-101.
m	21,681.		22,015.	-334.
n	3,180.		3,258.	-78.
o	3,045.		3,117.	-72.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				** 233.
b				** 514.
c				** 185.
d				** 64.
e				** 29.
f				** -133.
g				** 21.
h				2,740.
i				496.
j				-165.
k				-71.
l				** -101.
m				** -334.
n				** -78.
o				** -72.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 3

123591
05-01-11

** (SHORT-TERM)

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS BOND FD		10/31/11	03/26/12
b	PIMCO EMERGING MARKETS BOND FD		12/30/11	03/26/12
c	PIMCO EMERGING MARKETS BOND FD		01/31/12	03/26/12
d	PIMCO EMERGING MARKETS BOND FD		02/29/12	03/26/12
e	PIMCO EMERGING MARKETS BOND FD		03/30/12	06/12/12
f	PIMCO EMERGING MARKETS BOND FD		04/30/12	06/12/12
g	PIMCO EMERGING MARKETS BOND FD		05/31/12	06/12/12
h	PIMCO ALL ASSET INST CLASS		12/05/05	03/26/12
i	PIMCO ALL ASSET INST CLASS		12/05/05	06/12/12
j	PIMCO ALL ASSET INST CLASS		12/05/05	10/21/11
k	PIMCO ALL ASSET INST CLASS		12/05/05	12/06/11
l	PIMCO EMERGING MARKETS CURRENCY FD		04/18/06	03/26/12
m	PIMCO EMERGING MARKETS CURRENCY FD		05/31/06	03/26/12
n	PIMCO EMERGING MARKETS CURRENCY FD		06/30/06	03/26/12
o	PIMCO EMERGING MARKETS CURRENCY FD		07/31/06	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,912.		2,832.	80.
b	2,974.		2,872.	102.
c	2,412.		2,369.	43.
d	2,615.		2,618.	-3.
e	2,735.		2,751.	-16.
f	2,386.		2,421.	-35.
g	2,587.		2,556.	31.
h	26,985.		30,528.	-3,543.
i	76,985.		89,870.	-12,885.
j	9,985.		11,632.	-1,647.
k	19,985.		22,877.	-2,892.
l	304,645.		311,364.	-6,719.
m	1,732.		1,719.	13.
n	1,892.		1,866.	26.
o	1,753.		1,749.	4.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				** 80.
b				** 102.
c				** 43.
d				** -3.
e				** -16.
f				** -35.
g				** 31.
h				-3,543.
i				-12,885.
j				-1,647.
k				-2,892.
l				-6,719.
m				13.
n				26.
o				4.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 } 3

123591
05-01-11

** (SHORT-TERM)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD		08/31/06	03/26/12
b	PIMCO EMERGING MARKETS CURRENCY FD		09/28/06	03/26/12
c	PIMCO EMERGING MARKETS CURRENCY FD		09/29/06	03/26/12
d	PIMCO EMERGING MARKETS CURRENCY FD		01/31/07	03/26/12
e	PIMCO EMERGING MARKETS CURRENCY FD		12/31/07	03/26/12
f	PIMCO EMERGING MARKETS CURRENCY FD		09/30/08	03/26/12
g	PIMCO EMERGING MARKETS CURRENCY FD		10/31/08	03/26/12
h	PIMCO EMERGING MARKETS CURRENCY FD		11/28/08	03/26/12
i	PIMCO EMERGING MARKETS CURRENCY FD		12/10/08	03/26/12
j	PIMCO EMERGING MARKETS CURRENCY FD		12/10/08	03/26/12
k	PIMCO EMERGING MARKETS CURRENCY FD		12/31/08	03/26/12
l	PIMCO EMERGING MARKETS CURRENCY FD		01/30/09	03/26/12
m	PIMCO EMERGING MARKETS CURRENCY FD		02/27/09	03/26/12
n	PIMCO EMERGING MARKETS CURRENCY FD		03/31/09	03/26/12
o	PIMCO EMERGING MARKETS CURRENCY FD		04/30/09	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,887.		1,888.	-1.
b	20,114.		19,992.	122.
c	1,926.		1,909.	17.
d	2,074.		2,076.	-2.
e	2,289.		2,287.	2.
f	1,688.		1,584.	104.
g	2,193.		1,821.	372.
h	1,894.		1,501.	393.
i	3,229.		2,492.	737.
j	5,808.		4,482.	1,326.
k	1,223.		978.	245.
l	1,022.		782.	240.
m	992.		730.	262.
n	919.		701.	218.
o	885.		718.	167.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-1.
b				122.
c				17.
d				-2.
e				2.
f				104.
g				372.
h				393.
i				737.
j				1,326.
k				245.
l				240.
m				262.
n				218.
o				167.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

123591
05-01-11

** (SHORT-TERM)

CONTINUATION FOR 990-PF, PART IV

F & ML WEYERHAEUSER FOUNDATION 41-6029036 PAGE 6 OF 13

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD		05/29/09	03/26/12
b	PIMCO EMERGING MARKETS CURRENCY FD		06/05/09	03/26/12
c	PIMCO EMERGING MARKETS CURRENCY FD		06/30/09	03/26/12
d	PIMCO EMERGING MARKETS CURRENCY FD		07/31/09	03/26/12
e	PIMCO EMERGING MARKETS CURRENCY FD		08/31/09	03/26/12
f	PIMCO EMERGING MARKETS CURRENCY FD		09/30/09	03/26/12
g	PIMCO EMERGING MARKETS CURRENCY FD		10/30/09	03/26/12
h	PIMCO EMERGING MARKETS CURRENCY FD		11/30/09	03/26/12
i	PIMCO EMERGING MARKETS CURRENCY FD		12/22/09	03/26/12
j	PIMCO EMERGING MARKETS CURRENCY FD		12/31/09	03/26/12
k	PIMCO EMERGING MARKETS CURRENCY FD		01/29/10	03/26/12
l	PIMCO EMERGING MARKETS CURRENCY FD		02/26/10	03/26/12
m	PIMCO EMERGING MARKETS CURRENCY FD		03/31/10	03/26/12
n	PIMCO EMERGING MARKETS CURRENCY FD		04/30/10	03/26/12
o	PIMCO EMERGING MARKETS CURRENCY FD		05/28/10	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,195.		1,038.	157.
b	59,181.		50,948.	8,233.
c	947.		832.	115.
d	964.		875.	89.
e	877.		804.	73.
f	866.		812.	54.
g	938.		879.	59.
h	806.		772.	34.
i	7,976.		7,506.	470.
j	867.		822.	45.
k	733.		692.	41.
l	734.		696.	38.
m	794.		769.	25.
n	760.		738.	22.
o	123,215.		113,875.	9,340.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				157.
b				8,233.
c				115.
d				89.
e				73.
f				54.
g				59.
h				34.
i				470.
j				45.
k				41.
l				38.
m				25.
n				22.
o				9,340.

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	

** (SHORT-TERM)

CONTINUATION FOR 990-PF, PART IV
F & ML WEYERHAEUSER FOUNDATION 41-6029036 PAGE 7 OF 13

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD		05/28/10	03/26/12
b	PIMCO EMERGING MARKETS CURRENCY FD		06/30/10	03/26/12
c	PIMCO EMERGING MARKETS CURRENCY FD		07/30/10	03/26/12
d	PIMCO EMERGING MARKETS CURRENCY FD		08/30/10	03/26/12
e	PIMCO EMERGING MARKETS CURRENCY FD		08/31/10	03/26/12
f	PIMCO EMERGING MARKETS CURRENCY FD		09/30/10	03/26/12
g	PIMCO EMERGING MARKETS CURRENCY FD		10/29/10	03/26/12
h	PIMCO EMERGING MARKETS CURRENCY FD		11/30/10	03/26/12
i	PIMCO EMERGING MARKETS CURRENCY FD		12/07/10	03/26/12
j	PIMCO EMERGING MARKETS CURRENCY FD		12/31/10	03/26/12
k	PIMCO EMERGING MARKETS CURRENCY FD		01/31/11	03/26/12
l	PIMCO EMERGING MARKETS CURRENCY FD		02/28/11	03/26/12
m	PIMCO EMERGING MARKETS CURRENCY FD		03/31/11	03/26/12
n	PIMCO EMERGING MARKETS CURRENCY FD		04/29/11	03/26/12
o	PIMCO EMERGING MARKETS CURRENCY FD		05/31/11	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	689.		637.	52.
b	879.		811.	68.
c	859.		829.	30.
d	135,784.		129,861.	5,923.
e	849.		810.	39.
f	1,110.		1,111.	-1.
g	1,295.		1,315.	-20.
h	1,366.		1,337.	29.
i	8,061.		8,006.	55.
j	1,402.		1,406.	-4.
k	1,233.		1,236.	-3.
l	1,073.		1,085.	-12.
m	1,025.		1,055.	-30.
n	990.		1,054.	-64.
o	883.		925.	-42.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				52.
b				68.
c				30.
d				5,923.
e				39.
f				-1.
g				-20.
h				29.
i				55.
j				-4.
k				-3.
l				-12.
m				** -30.
n				** -64.
o				** -42.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } .. 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 . . 3

** (SHORT-TERM)

CONTINUATION FOR 990-PF, PART IV

F & ML WEYERHAEUSER FOUNDATION 41-6029036 PAGE 8 OF 13

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO EMERGING MARKETS CURRENCY FD		06/30/11	03/26/12
b	PIMCO EMERGING MARKETS CURRENCY FD		07/29/11	03/26/12
c	PIMCO EMERGING MARKETS CURRENCY FD		08/31/11	03/26/12
d	PIMCO EMERGING MARKETS CURRENCY FD		09/30/11	03/26/12
e	PIMCO EMERGING MARKETS CURRENCY FD		10/31/11	03/26/12
f	PIMCO EMERGING MARKETS CURRENCY FD		11/30/11	03/26/12
g	PIMCO EMERGING MARKETS CURRENCY FD		12/30/11	03/26/12
h	PIMCO EMERGING MARKETS CURRENCY FD		01/31/12	03/26/12
i	PIMCO EMERGING MARKETS CURRENCY FD		02/29/12	03/26/12
j	SELECTED AMERICAN SHARES CL D		08/13/07	03/26/12
k	SELECTED AMERICAN SHARES CL D		08/13/07	12/06/11
l	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		09/22/11	10/21/11
m	TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL		10/19/11	10/21/11
n	TEMPLETON INST FOREIGN SM COS		09/07/11	03/26/12
o	TEMPLETON INST FOREIGN SM COS		12/06/11	03/26/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	928.		972.	-44.
b	1,133.		1,188.	-55.
c	924.		954.	-30.
d	1,002.		945.	57.
e	784.		770.	14.
f	903.		862.	41.
g	1,009.		947.	62.
h	732.		718.	14.
i	803.		804.	-1.
j	51,985.		55,303.	-3,318.
k	6,985.		8,270.	-1,285.
l	41,978.		41,129.	849.
m	3,007.		3,011.	-4.
n	70.		68.	2.
o	2,915.		2,646.	269.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				** -44.
b				** -55.
c				** -30.
d				** 57.
e				** 14.
f				** 41.
g				** 62.
h				** 14.
i				** -1.
j				-3,318.
k				-1,285.
l				** 849.
m				** -4.
n				** 2.
o				** 269.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

** (SHORT-TERM)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	THIRD AVENUE REAL ESTATE		12/21/10	03/26/12
b	THIRD AVENUE REAL ESTATE		09/22/11	03/26/12
c	THIRD AVENUE REAL ESTATE		09/22/11	06/12/12
d	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/06/03	09/22/11
e	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/28/03	09/22/11
f	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/26/03	09/22/11
g	VANGUARD INFL PROTECT SECURITIES FD INSTL		11/10/03	09/22/11
h	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/23/03	09/22/11
i	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/23/03	09/22/11
j	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/23/03	09/22/11
k	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/25/04	09/22/11
l	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/23/05	09/22/11
m	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/23/05	09/22/11
n	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/23/05	09/22/11
o	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/28/05	09/22/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,741.		4,479.	262.
b	42,244.		33,784.	8,460.
c	10,985.		9,207.	1,778.
d	135,239.		116,915.	18,324.
e	1,309.		1,103.	206.
f	1,149.		986.	163.
g	46,554.		40,015.	6,539.
h	3,516.		2,999.	517.
i	1,758.		1,500.	258.
j	1,488.		1,269.	219.
k	7,894.		6,705.	1,189.
l	851.		735.	116.
m	629.		543.	86.
n	592.		511.	81.
o	13,033.		11,098.	1,935.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				262.
b				** 8,460.
c				** 1,778.
d				18,324.
e				206.
f				163.
g				6,539.
h				517.
i				258.
j				219.
k				1,189.
l				116.
m				86.
n				81.
o				1,935.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 . . . 3

123591
05-01-11

** (SHORT-TERM)

CONTINUATION FOR 990-PF, PART IV

F & ML WEYERHAEUSER FOUNDATION 41-6029036 PAGE 10 OF 13

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/28/05	09/22/11
b	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/24/06	09/22/11
c	VANGUARD INFL PROTECT SECURITIES FD INSTL		04/18/06	09/22/11
d	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/23/06	09/22/11
e	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/22/06	09/22/11
f	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/21/06	09/22/11
g	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/23/07	09/22/11
h	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/22/07	09/22/11
i	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/21/07	09/22/11
j	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/21/07	09/22/11
k	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/25/08	09/22/11
l	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/19/08	09/22/11
m	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/26/09	09/22/11
n	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/05/09	09/22/11
o	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/22/09	09/22/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	557.		475.	82.
b	445.		375.	70.
c	38,402.		32,015.	6,387.
d	12,081.		9,804.	2,277.
e	8,447.		7,057.	1,390.
f	66,004.		55,015.	10,989.
g	5,067.		4,255.	812.
h	17,605.		14,213.	3,392.
i	8,030.		6,697.	1,333.
j	6,373.		5,503.	870.
k	10,397.		8,849.	1,548.
l	535.		441.	94.
m	199.		170.	29.
n	78,675.		66,015.	12,660.
o	24,001.		21,515.	2,486.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				82.
b				70.
c				6,387.
d				2,277.
e				1,390.
f				10,989.
g				812.
h				3,392.
i				1,333.
j				870.
k				1,548.
l				94.
m				29.
n				12,660.
o				2,486.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

123591
05-01-11

** (SHORT-TERM)

27

CONTINUATION FOR 990-PF, PART IV

F & ML WEYERHAEUSER FOUNDATION 41-6029036 PAGE 11 OF 13

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/23/09	09/22/11
b	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/29/10	09/22/11
c	VANGUARD INFL PROTECT SECURITIES FD INSTL		05/28/10	09/22/11
d	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/28/10	09/22/11
e	VANGUARD INFL PROTECT SECURITIES FD INSTL		08/30/10	09/22/11
f	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/27/10	09/22/11
g	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/28/10	09/22/11
h	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/30/11	09/22/11
i	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/01/11	09/22/11
j	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/29/11	09/22/11
k	WASH SALES	P	VARIOUS	VARIOUS
l	WASH SALES	P	VARIOUS	VARIOUS
m	ROUNDING TO BOOK ADJ			
n	LTCG BOOK TO TAX ADJ			
o	SHORT-TERM GAIN/LOSS THRU CLEARWATER PRIVATE OPPO			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	8,809.		7,737.	1,072.
b	2,859.		2,494.	365.
c	62,601.		56,306.	6,295.
d	2,343.		2,128.	215.
e	171,188.		158,015.	13,173.
f	2,087.		1,940.	147.
g	10,088.		9,081.	1,007.
h	4,853.		4,471.	382.
i	31,517.		30,015.	1,502.
j	11,350.		10,684.	666.
k	5,707.			5,707.
l	432.			432.
m	4.			4.
n	162,294.			162,294.
o	394.			394.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,072.
b				365.
c				6,295.
d				215.
e				13,173.
f				** 147.
g				** 1,007.
h				** 382.
i				** 1,502.
j				** 666.
k				5,707.
l				** 432.
m				** 4.
n				** 162,294.
o				** 394.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

** (SHORT-TERM)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LONG-TERM GAIN/LOSS THRU CLEARWATER PRIVATE OPPOR			
b	SEC. 1231 GAIN/LOSS THRU CLEARWATER PRIVATE OPPOR			
c	SEC. 1256 GAIN/LOSS THRU CLEARWATER PRIVATE OPPOR			
d	SHORT-TERM GAIN/LOSS THRU CPOF II			
e	LONG-TERM GAIN/LOSS THRU CPOF II			
f	SEC. 1231 GAIN/LOSS THRU CPOF II			
g	SEC. 1256 GAIN/LOSS THRU CPOF II			
h	SHORT-TERM GAIN/LOSS THRU CPOF III			
i	LONG-TERM GAIN/LOSS THRU CPOF III			
j	SEC. 1231 GAIN/LOSS THRU CPOF III			
k	SEC. 1256 GAIN/LOSS THRU CPOF III			
l	SHORT-TERM GAIN/LOSS THRU CPOF IV			
m	LONG-TERM GAIN/LOSS THRU CPOF IV			
n	SEC. 1231 GAIN/LOSS THRU CPOF IV			
o	LONG-TERM GAIN/LOSS THRU CORAL'S MOMENTUM FUND			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	30,694.			30,694.
b	121.			121.
c	44.			44.
d	1,031.			1,031.
e	39,931.			39,931.
f	73.			73.
g			234.	-234.
h	505.			505.
i	12,289.			12,289.
j	23.			23.
k			1.	-1.
l	32.			32.
m			9.	-9.
n	147.			147.
o			242.	-242.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				30,694.
b				** 121.
c				** 44.
d				** 1,031.
e				39,931.
f				** 73.
g				** -234.
h				** 505.
i				12,289.
j				** 23.
k				** -1.
l				** 32.
m				-9.
n				** 147.
o				-242.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

123591
05-01-11

** (SHORT-TERM)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SHORT-TERM GAIN/LOSS THRU CHURCHILL EQUITY & ESOP			
b	LONG-TERM GAIN/LOSS THRU CHURCHILL EQUITY & ESOP			
c	SHORT-TERM GAIN/LOSS THRU MORGAN STANLEY AIP 7TH			
d	LONG-TERM GAIN/LOSS THRU MORGAN STANLEY AIP 7TH S			
e	SEC. 1231 GAIN/LOSS THRU MORGAN STANLEY AIP 7TH S			
f	SEC. 1256 GAIN/LOSS THRU MORGAN STANLEY AIP 7TH S			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			744.	-744.
b	406,211.			406,211.
c	19,987.			19,987.
d	8,142.			8,142.
e	531.			531.
f	5,172.			5,172.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				** -744.
b				406,211.
c				** 19,987.
d				8,142.
e				** 531.
f				** 5,172.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	829,684.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	221,606.

** (SHORT-TERM)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/31/07	12/06/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,716.	22,200.	0.	0.	2,516.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND	PURCHASED	09/22/11	12/06/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,284.	30,930.	0.	0.	5,354.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/27/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
770.	686.	0.	0.	84.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/27/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100,230.	89,343.	0.	0.	10,887.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/27/11	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,000.	2,925.	0.	0.	75.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DOUBLELINE TOTAL RETURN BOND FD	PURCHASED	03/26/12	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,985.	32,058.	0.	0.	-73.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EII GLOBAL PROPERTY FUND	PURCHASED	12/05/07	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,985.	16,347.	0.	0.	-2,362.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EII GLOBAL PROPERTY FUND	PURCHASED	12/05/07	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,985.	18,155.	0.	0.	-3,170.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EATON VANCE PARAMETRIC T-M EMERGING MKTS	PURCHASED	12/29/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,985.	8,520.	0.	0.	-535.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD	PURCHASED	08/13/07	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69,000.	67,800.	0.	0.	1,200.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK SELECT FD	PURCHASED	08/13/07	12/06/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,000.	36,219.	0.	0.	-4,219.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	07/27/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,335.	6,911.	0.	0.	424.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	06/22/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,605.	6,521.	0.	0.	84.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	08/24/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,612.	6,238.	0.	0.	374.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	08/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
221,983.	208,994.	0.	0.	12,989.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	08/30/10	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,392.	15,828.	0.	0.	564.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	09/21/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,516.	8,180.	0.	0.	336.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	10/26/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,179.	8,006.	0.	0.	173.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	11/23/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,475.	8,193.	0.	0.	282.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	12/07/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,496.	15,015.	0.	0.	481.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	12/09/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,511.	12,018.	0.	0.	493.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	01/25/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,478.	8,317.	0.	0.	161.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	02/22/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,241.	8,123.	0.	0.	118.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	03/22/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,612.	8,507.	0.	0.	105.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	04/26/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,932.	8,041.	0.	0.	-109.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	05/24/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,440.	8,555.	0.	0.	-115.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	06/21/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,030.	8,058.	0.	0.	-28.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	07/26/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,125.	8,275.	0.	0.	-150.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	08/23/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,836.	8,692.	0.	0.	144.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	09/20/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,141.	7,925.	0.	0.	216.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	10/25/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,576.	8,343.	0.	0.	233.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	11/22/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,681.	9,167.	0.	0.	514.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	01/23/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,961.	6,776.	0.	0.	185.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	02/22/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,567.	8,503.	0.	0.	64.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	03/23/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,651.	8,622.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	04/23/12	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,601.	6,734.	0.	0.	-133.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	05/23/12	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,992.	6,971.	0.	0.	21.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	08/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
71,073.	68,333.	0.	0.	2,740.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	08/30/10	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,277.	13,781.	0.	0.	496.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	08/30/10	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,822.	11,987.	0.	0.	-165.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	09/30/10	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,594.	2,665.	0.	0.	-71.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	10/29/10	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,664.	2,765.	0.	0.	-101.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	06/01/11	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,681.	22,015.	0.	0.	-334.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	07/29/11	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,180.	3,258.	0.	0.	-78.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	08/31/11	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,045.	3,117.	0.	0.	-72.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	10/31/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,912.	2,832.	0.	0.	80.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	12/30/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,974.	2,872.	0.	0.	102.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	01/31/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,412.	2,369.	0.	0.	43.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	02/29/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,615.	2,618.	0.	0.	-3.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	03/30/12	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,735.	2,751.	0.	0.	-16.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	04/30/12	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,386.	2,421.	0.	0.	-35.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS BOND FD	PURCHASED	05/31/12	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,587.	2,556.	0.	0.	31.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS	PURCHASED	12/05/05	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
26,985.	30,528.	0.	0.	-3,543.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS	PURCHASED	12/05/05	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
76,985.	89,870.	0.	0.	-12,885.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS	PURCHASED	12/05/05	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,985.	11,632.	0.	0.	-1,647.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO ALL ASSET INST CLASS	PURCHASED	12/05/05	12/06/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,985.	22,877.	0.	0.	-2,892.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	04/18/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
304,645.	311,364.	0.	0.	-6,719.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	05/31/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,732.	1,719.	0.	0.	13.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	06/30/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,892.	1,866.	0.	0.	26.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD				PURCHASED	07/31/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,753.	1,749.	0.	0.	4.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	08/31/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,887.	1,888.	0.	0.	-1.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	09/28/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,114.	19,992.	0.	0.	122.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	09/29/06	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,926.	1,909.	0.	0.	17.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	01/31/07	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,074.	2,076.	0.	0.	-2.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/31/07	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,289.	2,287.	0.	0.	2.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	09/30/08	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,688.	1,584.	0.	0.	104.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	10/31/08	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,193.	1,821.	0.	0.	372.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	11/28/08	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,894.	1,501.	0.	0.	393.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/10/08	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,229.	2,492.	0.	0.	737.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/10/08	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,808.	4,482.	0.	0.	1,326.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/31/08	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,223.	978.	0.	0.	245.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	01/30/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,022.	782.	0.	0.	240.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	02/27/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
992.	730.	0.	0.	262.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	03/31/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
919.	701.	0.	0.	218.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	04/30/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
885.	718.	0.	0.	167.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	05/29/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,195.	1,038.	0.	0.	157.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	06/05/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59,181.	50,948.	0.	0.	8,233.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	06/30/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
947.	832.	0.	0.	115.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	07/31/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
964.	875.	0.	0.	89.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	08/31/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
877.	804.	0.	0.	73.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	09/30/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
866.	812.	0.	0.	54.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	10/30/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
938.	879.	0.	0.	59.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	11/30/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
806.	772.	0.	0.	34.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/22/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,976.	7,506.	0.	0.	470.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/31/09	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
867.	822.	0.	0.	45.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	01/29/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
733.	692.	0.	0.	41.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	02/26/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
734.	696.	0.	0.	38.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	03/31/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
794.	769.	0.	0.	25.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	04/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
760.	738.	0.	0.	22.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	05/28/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
123,215.	113,875.	0.	0.	9,340.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	05/28/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
689.	637.	0.	0.	52.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	06/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
879.	811.	0.	0.	68.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	07/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
859.	829.	0.	0.	30.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	08/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
135,784.	129,861.	0.	0.	5,923.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	08/31/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
849.	810.	0.	0.	39.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	09/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,110.	1,111.	0.	0.	-1.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	10/29/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,295.	1,315.	0.	0.	-20.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	11/30/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,366.	1,337.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/07/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,061.	8,006.	0.	0.	55.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/31/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,402.	1,406.	0.	0.	-4.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	01/31/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,233.	1,236.	0.	0.	-3.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	02/28/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,073.	1,085.	0.	0.	-12.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	03/31/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,025.	1,055.	0.	0.	-30.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	04/29/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
990.	1,054.	0.	0.	-64.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	05/31/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
883.	925.	0.	0.	-42.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	06/30/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
928.	972.	0.	0.	-44.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	07/29/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,133.	1,188.	0.	0.	-55.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	08/31/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
924.	954.	0.	0.	-30.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	09/30/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,002.	945.	0.	0.	57.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	10/31/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
784.	770.	0.	0.	14.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	11/30/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
903.	862.	0.	0.	41.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	12/30/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,009.	947.	0.	0.	62.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	01/31/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
732.	718.	0.	0.	14.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	02/29/12	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
803.	804.	0.	0.	-1.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D	PURCHASED	08/13/07	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51,985.	55,303.	0.	0.	-3,318.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SELECTED AMERICAN SHARES CL D	PURCHASED	08/13/07	12/06/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,985.	8,270.	0.	0.	-1,285.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	PURCHASED	09/22/11	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41,978.	41,129.	0.	0.	849.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	PURCHASED	10/19/11	10/21/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,007.	3,011.	0.	0.	-4.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON INST FOREIGN SM COS	PURCHASED	09/07/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
70.	68.	0.	0.	2.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEMPLETON INST FOREIGN SM COS	PURCHASED	12/06/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,915.	2,646.	0.	0.	269.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE	PURCHASED	12/21/10	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,741.	4,479.	0.	0.	262.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE	PURCHASED	09/22/11	03/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
42,244.	33,784.	0.	0.	8,460.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THIRD AVENUE REAL ESTATE	PURCHASED	09/22/11	06/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,985.	9,207.	0.	0.	1,778.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/06/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
135,239.	116,915.	0.	0.	18,324.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/28/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,309.	1,103.	0.	0.	206.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/26/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,149.	986.	0.	0.	163.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	11/10/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
46,554.	40,015.	0.	0.	6,539.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,516.	2,999.	0.	0.	517.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,758.	1,500.	0.	0.	258.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/03	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,488.	1,269.	0.	0.	219.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/25/04	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,894.	6,705.	0.	0.	1,189.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/23/05	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
851.	735.	0.	0.	116.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/23/05	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
629.	543.	0.	0.	86.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/23/05	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
592.	511.	0.	0.	81.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/28/05	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,033.	11,098.	0.	0.	1,935.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/28/05	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
557.	475.	0.	0.	82.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/24/06	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
445.	375.	0.	0.	70.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	04/18/06	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,402.	32,015.	0.	0.	6,387.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/23/06	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,081.	9,804.	0.	0.	2,277.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/22/06	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,447.	7,057.	0.	0.	1,390.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/21/06	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
66,004.	55,015.	0.	0.	10,989.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/23/07	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,067.	4,255.	0.	0.	812.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/22/07	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,605.	14,213.	0.	0.	3,392.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/21/07	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,030.	6,697.	0.	0.	1,333.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/21/07	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,373.	5,503.	0.	0.	870.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/25/08	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,397.	8,849.	0.	0.	1,548.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/19/08	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
535.	441.	0.	0.	94.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/26/09	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
199.	170.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/05/09	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
78,675.	66,015.	0.	0.	12,660.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/22/09	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,001.	21,515.	0.	0.	2,486.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/09	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,809.	7,737.	0.	0.	1,072.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/29/10	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,859.	2,494.	0.	0.	365.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	05/28/10	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
62,601.	56,306.	0.	0.	6,295.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/28/10	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,343.	2,128.	0.	0.	215.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	08/30/10	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
171,188.	158,015.	0.	0.	13,173.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/27/10	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,087.	1,940.	0.	0.	147.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/28/10	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,088.	9,081.	0.	0.	1,007.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/30/11	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,853.	4,471.	0.	0.	382.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/01/11	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,517.	30,015.	0.	0.	1,502.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/29/11	09/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,350.	10,684.	0.	0.	666.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,707.	5,707.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
432.	432.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ROUNDING TO BOOK ADJ	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4.	0.	0.	0.	4.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG BOOK TO TAX ADJ	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
162,294.	0.	0.	0.	162,294.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM GAIN/LOSS THRU CLEARWATER PRIVATE OPPORTUNITY FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
394.	394.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU CLEARWATER PRIVATE OPPORTUNITY FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,694.	30,694.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CLEARWATER PRIVATE OPPORTUNITY FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
121.	121.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CLEARWATER PRIVATE OPPORTUNITY FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
44.	44.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM GAIN/LOSS THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,031.	1,031.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
39,931.	39,931.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
73.	73.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF II	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM GAIN/LOSS THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
505.	505.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,289.	12,289.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
23.	23.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF III	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM GAIN/LOSS THRU CPOF IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32.	32.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU CPOF IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
147.	147.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU CORAL'S MOMENTUM FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM GAIN/LOSS THRU CHURCHILL EQUITY & ESOP CAPITAL PARTNERS	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU CHURCHILL EQUITY & ESOP CAPITAL PARTNERS	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
406,211.	406,211.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM GAIN/LOSS THRU MORGAN STANLEY AIP 7TH ST FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,987.	19,987.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM GAIN/LOSS THRU MORGAN STANLEY AIP 7TH ST FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,142.	8,142.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU MORGAN STANLEY AIP 7TH ST FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
531.	531.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU MORGAN STANLEY AIP 7TH ST FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,172.	5,172.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	299,448.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS PER BOOK - NATIONAL FINANCIAL SERVICES LLC	388,376.	0.	388,376.
SHORT-TERM CAPITAL GAIN DISTRIBUTIONS PER BOOK	1,309.	0.	1,309.
TOTAL TO FM 990-PF, PART I, LN 4	389,685.	0.	389,685.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CHURCHILL EQ & ESOP CAPITAL, EIN:41-1958020	420,124.	0.	0.
ORDINARY INCOME/LOSS	0.	23,656.	0.
INTEREST INCOME	0.	99.	0.
LESS: UBTI	0.	-23,656.	0.
CLEARWATER PRIVATE OPPORTUNITY FUND LP, EIN:45-0463589	0.	0.	0.
ORDINARY BUSINESS INCOME/LOSS	0.	-761.	0.
NET RENTAL INCOME/LOSS	0.	-1.	0.
OTHER NET RENTAL INCOME/LOSS	0.	-41.	0.
INTEREST INCOME	0.	2,218.	0.
DIVIDENDS	0.	7,488.	0.
ROYALTIES	0.	3.	0.
OTHER PORTFOLIO INCOME	0.	344.	0.
OTHER INCOME	0.	-353.	0.
LESS: UBTI	0.	134.	0.
CPOF II, EIN:20-2825162	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-1,795.	0.
NET RENTAL INCOME/LOSS	0.	-1.	0.
OTHER RENTAL INCOME	0.	-4.	0.
INTEREST	0.	3,408.	0.
DIVIDENDS	0.	6,808.	0.
ROYALTIES	0.	29.	0.
OTHER PORTFOLIO INCOME	0.	460.	0.
CANCELLATION OF DEBT	0.	1,940.	0.
OTHER INCOME	0.	-1,119.	0.
LESS: UBTI	0.	-1,023.	0.
CPOF III, EIN:26-2251284	0.	0.	0.
ORDINARY BUSINESS INCOME/LOSS	0.	2,233.	0.
NET RENTAL INCOME/LOSS	0.	35.	0.
OTHER RENTAL INCOME	0.	210.	0.

INTEREST	0.	2,245.	0.
DIVIDENDS	0.	710.	0.
ROYALTIES	0.	123.	0.
OTHER PORTFOLIO INCOME	0.	333.	0.
OTHER INCOME	0.	1,489.	0.
LESS: UBTI	0.	-2,699.	0.
CPOF IV, EIN:45-2978316	0.	0.	0.
ORDINARY BUSINESS INCOME/LOSS	0.	-71.	0.
INTEREST	0.	273.	0.
DIVIDENDS	0.	92.	0.
OTHER PORTFOLIO INCOME	0.	21.	0.
OTHER INCOME	0.	545.	0.
LESS: UBTI	0.	-7.	0.
THRU CORAL'S 2007 MOMENTUM FUND EIN:20-5260256	0.	0.	0.
INTEREST	0.	221.	0.
CORAL'S MOMENTUM FUND	0.	0.	0.
INTEREST	0.	69.	0.
THRU SPELL CAPITAL III, EIN:20-3715769	121,529.	0.	0.
INTEREST	0.	0.	0.
DIVIDENDS	0.	0.	0.
THRU MS AIP 7TH STREET, EIN:20-3506141	0.	0.	0.
ORDINARY INCOME/LOSS	0.	363.	0.
RENTAL INCOME/LOSS	0.	271.	0.
OTHER NET RENTAL	0.	-6.	0.
INTEREST	0.	37,312.	0.
DIVIDENDS	0.	4,865.	0.
OTHER PORTFOLIO INCOME	0.	3,659.	0.
OTHER INCOME	0.	28,686.	0.
LESS: UBTI	0.	-12,937.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	541,653.	85,868.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
*ACCOUNTING AND TAX SERVICES	69,586.	12,417.	0.	55,669.
*20% ALLOCATED TO INVESTMENTS	0.	0.	0.	0.
*80% ALLOCATED TO CHARITABLE	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	69,586.	12,417.	0.	55,669.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL 2010 990PF EXTENSION PAYMENT	2,500.	0.	0.	0.
FEDERAL 2010 990T EXTENSION PAYMENT	1,900.	0.	0.	0.
FEDERAL 2011 SECOND QUARTER ESTIMATE	7,500.	0.	0.	0.
FEDERAL 2011 THIRD QUARTER ESTIMATE	11,750.	0.	0.	0.
TAXES WITHHELD	0.	9,663.	0.	0.
NEW YORK 2010 BALANCE DUE	250.	0.	0.	0.
FOREIGN TAXES THRU CLEARWATER PRIVATE OPPORTUNITY FUND	0.	299.	0.	0.
FOREIGN TAXES THRU CPOF II	0.	33.	0.	0.
FOREIGN TAXES THRU CPOF III	0.	12.	0.	0.
FOREIGN TAXES THRU CPOF IV	0.	1.	0.	0.
FOREIGN TAXES THRU MS AIP 7TH STREET	0.	624.	0.	0.
TO FORM 990-PF, PG 1, LN 18	23,900.	10,632.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
*MN STATE FILING FEES	25.	0.	0.	25.
NY ASSESSMENT	101.	0.	0.	0.
THRU CLEARWATER PRIVATE OPPORTUNITY FUND, EIN:45-0463589	0.	0.	0.	0.
SEC. 59 E(2)	0.	144.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	9,543.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	69.	0.	0.
OTHER DEDUCTIONS	0.	35.	0.	0.
THRU CPOF II, EIN: 20-2825162	0.	0.	0.	0.
ROYALTY DEDUCTIONS	0.	31.	0.	0.
SEC. 59 E(2)	0.	329.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	13,715.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	55.	0.	0.

OTHER DEDUCTIONS	0.	-1,170.	0.	0.
THRU CPOF III, EIN:26-2251284	0.	0.	0.	0.
ROYALTY DEDUCTIONS	0.	136.	0.	0.
SEC. 59 E(2)	0.	19.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	10,063.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	73.	0.	0.
OTHER DEDUCTIONS	0.	16.	0.	0.
THRU CPOF IV, EIN:20-3506141	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	2,388.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	58.	0.	0.
THRU CORAL'S 2007 MOMENTUM FUND, EIN:20-5260256	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	10,444.	0.	0.
THRU CORAL'S MOMENTUM FUND, EIN:37-1431579	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	4,680.	0.	0.
THRU SPELL CAPITAL FD III, EIN:20-3715769	0.	0.	0.	0.
PORTFOLIO DEDUCTIONS	0.	2,926.	0.	0.
THRU MS AIP 7TH, 20-3506141	0.	0.	0.	0.
ROYALTY DEDUCTIONS	0.	48.	0.	0.
SEC. 59(E)(2)	0.	133.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	24,693.	0.	0.
OTHER DEDUCTIONS	0.	13,617.	0.	0.
THRU CHURCHILL EQUITY & ESOP CAPITAL PARTNERS II, 41-1958020	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	359.	0.	0.
*100% ALLOCATED TO DISBURSEMENTS FOR CHARITABLE PURPOSES	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	126.	92,404.	0.	25.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
PARTNERSHIP K1 BASIS ADJUSTMENTS	234,180.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 3	234,181.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
VANGUARD INFLATION PROTECT SECURITIES FD INSTL	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OAKMARK SELECT FUND	694,306.	815,523.
SELECTED AMERICAN SHARES CL D	828,686.	819,314.
VANGUARD PRIMECAP FUND	734,712.	801,309.
CLEARWATER SMALL COMPANIES FUND	1,397,208.	1,894,604.
DODGE & COX INTL STOCK FUND	512,514.	512,124.
AMERICAN EUROPACIFIC GR CL F2	664,460.	1,021,694.
MSDW INST INTL EQUITY	518,202.	514,896.
TEMPLETON INST FOREIGN SM COS	744,122.	1,008,382.
EATON VANCE T-M EMERGING MKTS	734,123.	978,253.
TOUCHSTONE EMERGING MARKETS	162,565.	165,532.
PIMCO ALL ASSET INST CLASS	1,103,998.	1,071,497.
EUROPEAN INVESTORS GLBL PROP	599,611.	864,875.
THIRD AVENUE REAL ESTATE	513,918.	863,578.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,208,425.	11,331,581.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
LOOMIS SAYLES BOND INSTL	1,454,262.	1,573,911.
PIMCO EMERGING MARKETS BOND FD	601,346.	661,130.
PIMCO EMG MKTS CURRENCY FD	0.	0.
DOUBLELINE TOTAL RETURN BOND FD	654,979.	652,674.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	1,230,528.	1,241,078.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,941,115.	4,128,793.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHURCHILL EQUITY & ESOP CAP II	COST	67,845.	86,353.
CLEARWATER PRIVATE OPPORTUNITY FUND	COST	345,861.	394,268.
CLEARWATER PRIVATE OPPORTUNITY FUND II	COST	409,477.	492,801.
CLEARWATER PRIVATE OPPORTUNITY FUND III	COST	233,477.	226,802.
CLEARWATER PRIVATE OPPORTUNITY FUND IV	COST	37,500.	37,690.
CORAL'S MOMENTUM FUND LP	COST	164,436.	103,112.
CORAL'S 2007 MOMENTUM FUND	COST	287,443.	335,503.
SPELL CAPITAL PARTNERS III	COST	229,870.	211,829.
MORGAN STANLEY AIP 7TH STREET FUND	COST	1,115,064.	1,143,496.
ROUNDING	COST	-1.	1.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,890,972.	3,031,855.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CATHERINE W. MORLEY 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	PRESIDENT/DIRECTOR 5.00	0.	0.	0.
AMY W. STRIED 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	VICE PRESIDENT/SECRETARY/DIRECTOR 1.00	0.	0.	0.
JULIA L.W. HEIDMAN 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	ASSISTANT TREASURER/DIRECTOR 1.00	0.	0.	0.
DANIEL J. WEYERHAEUSER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	ASSISTANT SEC/DIRECTOR 1.00	0.	0.	0.
ELLEN R. MIDDLETON 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	TREASURER/DIRECTOR 1.00	0.	0.	0.

ANNE E. ZACCARO 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Identification No. 41-6029036

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
American Heart Association Chicago, IL	Public Charity	Operating support	$ 10,000.00
Animal Rescue Foundation Walnut Creek, CA	Public Charity	Operating support	$ 10,000.00
The Baylor School Chattanooga, TN	Public Charity	Operating support	$ 10,000.00
Beaufort Community College Washington, NC	Public Charity	Operating support	$ 3,500.00
The Blake School Hopkins, MN	Public Charity	Operating support	$ 10,000.00
The Blake School Hopkins, MN	Public Charity	Operating support	$ 3,000.00
Boston Women's Health Book Collective dba Our Bodies Ourselves Cambridge, MA	Public Charity	Operating support	$ 1,000.00
Center for Large Landscape Conservation Bozeman, MT	Public Charity	Operating support	$ 2,500.00

Identification No. 41-6029036

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Cetos Research Organization Bar Harbor, ME	Public Charity	Operating support	$ 12,500.00
Chelsea Day School New York, NY	Public Charity	Operating support	$ 4,000.00
Children's Hospital Corporation Boston, MA	Public Charity	Operating support	$ 12,500.00
Children's Hospital Trust Boston, MA	Public Charity	Operating support	$ 10,500.00
Christ Together Libertyville, IL	Public Charity	Operating support	$ 10,000.00
Concord University Concord, MA	Public Charity	Operating support	$ 2,500.00
Cornerstone Community Outreach Chicago, IL	Public Charity	Operating support	$ 2,500.00
Cornerstone Community Outreach Chicago, IL	Public Charity	Operating support	$ 4,000.00

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Dakota County Technical College Foundation Rosemount, MN	Public Charity	Operating support	$ 15,000.00
Dana Farber Cancer Institute Brookline, MA	Public Charity	Operating support	$ 5,000.00
Down Syndrome Research and Treatment Foundation Palo Alto, CA	Public Charity	Operating support	$ 10,000.00
Empowerment International Lyons, CO	Public Charity	Operating support	$ 5,000.00
Evangelical Association for the Promotion of Education St. Davids, PA	Public Charity	Operating support	$ 2,500.00
Evangelical Association for the Promotion of Education St. Davids, PA	Public Charity	Operating support	$ 4,000.00
Forest History Society Durham, NC	Public Charity	Operating support	$ 1,000.00
Foster Care to Success Sterling, VA	Public Charity	Operating support	$ 5,000.00

Identification No. 41-6029036 76000

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Foster Care to Success Sterling, VA	Public Charity	Operating support	$ 12,500.00
Friends of Kenya Wildlife Trust Norwalk, CT	Public Charity	Operating support	$ 2,500.00
Gillette Children's Hospital Foundation St. Paul, MN	Public Charity	Operating support	$ 20,000.00
Grace Church of New York City New York New York, NY	Public Charity	Operating support	$ 4,000.00
Grace Church School New York, NY	Public Charity	Operating support	$ 10,000.00
Greater St. Louis Area Fellowship of Christian Athletes St. Louis, MO	Public Charity	Operating support	$ 15,000.00
Greenville Swim Team, Inc. Greenville, NC	Public Charity	Operating support	$ 1,500.00
Habitat for Humanity International Atlanta, GA	Public Charity	Operating support	$ 10,000.00

Identification No. 41-6029036

76000

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Harris Center for Conservation Education Hancock, NH	Public Charity	Operating support	$ 10,000.00
Hazelden Foundation Center City, MN	Public Charity	Operating support	$ 10,000.00
Hazelden Foundation Center City, MN	Public Charity	Operating support	$ 12,500.00
Hazelden Foundation Center City, MN	Public Charity	Operating support	$ 20,000.00
HH Franklin Club, Inc. Cazenovia, NY	Public Charity	Operating support	$ 10,000.00
HH Franklin Club, Inc. Cazenovia, NY	Public Charity	Operating support	$ 9,000.00
Hope Pregnancy Ministries Kalispell, MT	Public Charity	Operating support	$ 8,333.00
Inter-Mountain Deaconess Home for Children Helena, MT	Public Charity	Operating support	$ 8,334.00

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
King Street Youth Center Burlington, VT	Public Charity	Operating support	$ 2,000.00
Lakeland Evangelical Free Church Gurnee, IL	Public Charity	Operating support	$ 20,000.00
Leukemia & Lymphoma Society, Inc White Plains, NY	Public Charity	Operating support	$ 10,000.00
Lifequest Word Fund Inc. Denver, CO	Public Charity	Operating support	$ 12,500.00
Lifequest Word Fund Inc. Denver, CO	Public Charity	Operating support	$ 12,500.00
Lighthouse Christian Home Kalispell, MT	Public Charity	Operating support	$ 8,333.00
Macalester College St. Paul, MN	Public Charity	Operating support	$ 10,000.00
Mercy Health Foundation St. Louis St. Louis, MO	Public Charity	Operating support	$ 20,000.00

Identification No. 41-6029036 76000

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Milton Academy Milton, MA	Public Charity	Operating support	$ 5,000.00
Mind Body Solutions Minnetonka, MN	Public Charity	Operating support	$ 10,000.00
Mind Body Solutions Minnetonka, MN	Public Charity	Operating support	$ 12,500.00
Minneapolis Institute of Arts Minneapolis, MN	Public Charity	Operating support	$ 3,500.00
Minnesota Historical Society St. Paul, MN	Public Charity	Operating support	$ 3,000.00
Minnesota Zoo Foundation Apple Valley, MN	Public Charity	Operating support	$ 5,000.00
National Youth Recovery St. Paul, MN	Public Charity	Operating support	$ 3,000.00
Nature Conservancy - MN Chapter Minneapolis, MN	Public Charity	Operating support	$ 3,500.00

Identification No. 41-6029036 76000

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
New England Forestry Foundation Groton, MA	Public Charity	Operating support	$ 11,000.00
Ocean Park Community Center Santa Monica, CA	Public Charity	Operating support	$ 25,000.00
Oxfam America Boston, MA	Public Charity	Operating support	$ 5,000.00
Partners In Health Boston, MA	Public Charity	Operating support	$ 5,000.00
Providence St. Peter Foundation Olympia, WA	Public Charity	Operating support	$ 10,000.00
Providence St. Peter Foundation Olympia, WA	Public Charity	Operating support	$ 12,500.00
Purpose of God Annex Outreach Center Washington, NC	Public Charity	Operating support	$ 7,500.00
Rock Star Supply Company Minneapolis, MN	Public Charity	Operating support	$ 12,500.00

Identification No. 41-6029036

76000

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
St. Paul's School Brooklandville, MD	Public Charity	Operating support	$ 20,000.00
San Francisco Zoological Society San Francisco, CA	Public Charity	Operating support	$ 10,000.00
San Francisco Zoological Society San Francisco, CA	Public Charity	Operating support	$ 20,000.00
Shady Hill School Cambridge, MA	Public Charity	Operating support	$ 10,000.00
South Puget Sound Community College Foundation Olympia, WA	Public Charity	Operating support	$ 15,000.00
St. Paul Academy and Summit School St. Paul, MN	Public Charity	Operating support	$ 20,000.00
St. Paul Youth Services St. Paul, MN	Public Charity	Operating support	$ 10,000.00
Starfish One by One Evergreen, CO	Public Charity	Operating support	$ 5,000.00

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Student Conservation Association Charlestown, NH	Public Charity	Operating support	$ 2,500.00
Teen Mother Choices International Gurnee, IL	Public Charity	Operating support	$ 4,000.00
Tower Foundation of San Jose State University San Jose, CA	Public Charity	Operating support	$ 5,000.00
Twin Cities Public Television St. Paul, MN	Public Charity	Operating support	$ 20,000.00
White Bear Center for the Arts White Bear Lake, MN	Public Charity	Operating support	$ 5,000.00
World Bicycle Relief Chicago, IL	Public Charity	Operating support	$ 5,000.00
World Bicycle Relief Chicago, IL	Public Charity	Operating support	$ 5,000.00
Wright Flight Inc. Blounts Creek, NC	Public Charity	Operating support	$ 12,500.00

THE FREDERICK AND MARGARET L. WEYERHAEUSER FOUNDATION

30 East 7th Street - Suite 2000
St. Paul, MN 55101

SCHEDULE OF CONTRIBUTIONS PAID JULY 1, 2011 - JUNE 30, 2012

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Wright Flight Inc. Blounts Creek, NC	Public Charity	Operating support	$ 12,500.00
Yale School of Forestry and Environmental Studies New Haven, CT	Public Charity	Operating support	$ 2,000.00
Yale School of Forestry and Environmental Studies New Haven, CT	Public Charity	Operating support	$ 10,000.00
Young Women's Leadership Network Inc. New York, NY	Public Charity	Operating support	$ 12,500.00
TOTAL CASH CONTRIBUTIONS			$ 755,000.00

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print

File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.
F & ML WEYERHAEUSER FOUNDATION

Employer identification number (EIN) or
☒ 41-6029036

Number, street, and room or suite no. If a P.O. box, see instructions.
30 EAST SEVENTH STREET, SUITE 2000

Social security number (SSN)
☐

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
ST. PAUL,, MN 55101-4930

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ FIDUCIARY COUNSELLING INC.
30 E. 7TH STREET, SUITE 2000 - ST. PAUL, MN 55101-4930
Telephone No.▶ 651-228-0935 FAX No. ▶ 651-228-0776
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _______. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☐ calendar year _____ or
▶ ☒ tax year beginning JUL 1, 2011, and ending JUN 30, 2012.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 31,746.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 25,496.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 6,250.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2012)

123841
01-04-12

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print
File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions
F & ML WEYERHAEUSER FOUNDATION

Employer identification number (EIN) or
☒ 41-6029036

Number, street, and room or suite no. If a P.O. box, see instructions.
30 EAST SEVENTH STREET, SUITE 2000

Social security number (SSN)
☐

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
ST. PAUL, MN 55101-4930

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ FIDUCIARY COUNSELLING INC.
30 E. 7TH STREET, SUITE 2000 - ST. PAUL, MN 55101-4930

Telephone No. ▶ 651-228-0935 FAX No. ▶ 651-228-0776

- If the organization does not have an office or place of business in the United States, check this box .... ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until MAY 15, 2013 .

5 For calendar year ______ , or other tax year beginning JUL 1, 2011 , and ending JUN 30, 2012 .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension
DUE TO THE TAXPAYER'S FISCAL YEAR END HALF OF THEIR 2011 INCOME IS
REPORTED ON A 2012 1099 WHICH HAS NOT YET BEEN RECEIVED.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 31,746.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 31,746.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶ 1-28-13

Form **8868** (Rev. 1-2012)