



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 7/1/2011, and ending 6/30/2012

Name of foundation **EDDY FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) **Wells Fargo Bank N.A - 101N Independence Mall E MACY1372-062** Room/suite

City or town, state, and ZIP code **Philadelphia PA 19106-2112**

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

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

Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 3,094,366**

Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number **41-6242226**

B Telephone number (see instructions) **(888) 730-4933**

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
 2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	68,553	68,553		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	56,410			
b Gross sales price for all assets on line 6a	881,891			
7 Capital gain net income (from Part IV, line 2)		56,410		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	1,618	1,618	0	
12 Total. Add lines 1 through 11	126,581	126,581	0	
13 Compensation of officers, directors, trustees, etc.	52,909	31,249		21,660
14 Other employee salaries and wages				
15 Pension plans; employee benefits				
16 a Legal fees (attach schedule)	3,233	0	0	3,233
b Accounting fees (attach schedule)	2,900	0	0	2,900
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,085	1,085	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	6,939	4,389	0	2,550
24 Total operating and administrative expenses. Add lines 13 through 23	67,066	36,723	0	30,343
25 Contributions, gifts, grants paid	268,976			268,976
26 Total expenses and disbursements. Add lines 24 and 25	336,042	36,723	0	299,319
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-209,461			
b Net investment income (if negative, enter -0-)		89,858		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

P 8

Form 990-PF (2011) EDDY FOUNDATION

41-6242226 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	103,054	51,417	51,417		
	2	Savings and temporary cash investments		0			
	3	Accounts receivable ▶	0				
		Less allowance for doubtful accounts ▶	0	0	0		
	4	Pledges receivable ▶	0				
		Less allowance for doubtful accounts ▶	0	0	0		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0		
	7	Other notes and loans receivable (attach schedule) ▶	0				
		Less allowance for doubtful accounts ▶	0	0	0		
	8	Inventories for sale or use		0			
	9	Prepaid expenses and deferred charges		0			
	10 a	Investments—U S and state government obligations (attach schedule)	257,265	0	0		
	b	Investments—corporate stock (attach schedule)	1,506,535	302,496	407,690		
	c	Investments—corporate bonds (attach schedule)	101,326	203,848	218,877		
	Liabilities	11	Investments—land, buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0		
12		Investments—mortgage loans					
13		Investments—other (attach schedule)	1,067,116	2,227,284	2,416,382		
14		Land, buildings, and equipment basis ▶	0				
		Less accumulated depreciation (attach schedule) ▶	0	0	0		
15		Other assets (describe ▶)	0	0	0		
16		Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,035,296	2,785,045	3,094,366		
17		Accounts payable and accrued expenses		0			
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue		0			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
	21	Mortgages and other notes payable (attach schedule)	0	0			
	22	Other liabilities (describe ▶)	0	0			
	23	Total liabilities (add lines 17 through 22)	0	0			
		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	3,035,296	2,785,045				
28	Paid-in or capital surplus, or land, bldg, and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see instructions)	3,035,296	2,785,045				
31	Total liabilities and net assets/fund balances (see instructions)	3,035,296	2,785,045				

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	3,035,296
2	Enter amount from Part I, line 27a	2	-209,461
3	Other increases not included in line 2 (itemize) ▶ PARTNERSHIP INCOME ADJUSTMENT	3	360
4	Add lines 1, 2, and 3	4	2,826,195
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	41,150
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,785,045

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 See Attached Statement				
b				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	56,410
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) (see instructions). If (loss), enter -0- in Part I, line 8			3	0

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 the 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	385,399	3,393,578	0.113567
2009	247,383	3,316,132	0.074600
2008	256,468	3,288,727	0.077984
2007	271,976	4,547,359	0.059810
2006	223,630	4,545,539	0.049198
2 Total of line 1, column (d)			2 0.375159
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 0.075032
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3,113,457
5 Multiply line 4 by line 3			5 233,609
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 899
7 Add lines 5 and 6			7 234,508
8 Enter qualifying distributions from Part XII, line 4 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.			8 299,319

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

1 a 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		1	899
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
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	899
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	899
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,408	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,408	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,509	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 899 Refunded ☐	11	1,610	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a 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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

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? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 ► 20____, 20____, 20____, 20____		
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)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
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)	3b	N/A
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)? (see instructions) ☐ 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)? ☐ Yes ☒ No
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? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

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 (see instructions).**

(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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee 4.00	41,665	0	0
BARBARA A SPENCER DULUTH MN	CO-TRUSTEE 1.00	3,748	0	0
RODNEY EDWARDS DULUTH MN	CO-TRUSTEE 1 00	3,748	0	0
ELIZABETH SIMONSON DULUTH MN	CO-TRUSTEE 1 00	3,748	0	0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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	3,106,183
b	Average of monthly cash balances	1b	54,687
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,160,870
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,160,870
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	47,413
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,113,457
6	Minimum investment return. Enter 5% of line 5	6	155,673

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	155,673
2a	Tax on investment income for 2011 from Part VI, line 5	2a	899
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	899
3	Distributable amount before adjustments Subtract line 2c from line 1	3	154,774
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	154,774
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	154,774

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	299,319
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	299,319
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 (see instructions)	5	899
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	298,420

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				154,774
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	5,393			
b From 2007	52,534			
c From 2008	92,886			
d From 2009	82,362			
e From 2010	217,738			
f Total of lines 3a through e	450,913			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 299,319				
a Applied to 2010, but not more than line 2a			0	
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				154,774
e Remaining amount distributed out of corpus	144,545			
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	595,458			
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				
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 instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	5,393			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	590,065			
10 Analysis of line 9:				
a Excess from 2007	52,534			
b Excess from 2008	92,886			
c Excess from 2009	82,362			
d Excess from 2010	217,738			
e Excess from 2011	144,545			

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)

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

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

SEE ATTACHED

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED

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

SEE ATTACHED

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	268,976
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

- | | | |
|--|--------------|----|
| 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? | Yes | No |
| 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 | | |

[illegible]

- 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

**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.

John A. Sulentz SVP Wells Fargo Bank N.A.

10/30/2012
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

Sl. Re-

Date _____

10/30/2012

Check ☒ if
self-employed

PTIN

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

EDDY FOUNDATION

41-6242226 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

DULUTH PUBLIC SCHOOLS ISD #709

Street

215 NORTH FIRST AVENUE EAST

City

DULUTH

State

MN

Zip Code

55802

Foreign Country

Relationship

NONE

Foundation Status

SELECTED SCHOLARSHIP RECIPIENTS

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

50,000

Name

UNIVERSITY OF MINNESOTA DULUTH

Street

1049 UNIVERSITY DRIVE

City

DULUTH

State

MN

Zip Code

55812

Foreign Country

Relationship

NONE

Foundation Status

SELECTED SCHOLARSHIP RECIPIENTS

Purpose of grant/contribution

SCHOLARSHIP

Amount

87,800

Name

FRIENDSHIP VENTURES

Street

10509 108TH ST NW

City

ANNANDALE

State

MN

Zip Code

55302

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

UNIVERSITY OF MINNESOTA DULUTH

Street

1049 UNIVERSITY DRIVE

City

DULUTH

State

MN

Zip Code

55812

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

108,176

Name

SCOTTISH RITE CLINIC

Street

28 WEST 2ND STREET

City

DULUTH

State

MN

Zip Code

55802

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount					
Long Term CG Distributions										0					
Short Term CG Distributions										0					
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals						
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
1	X	ALLERGAN INC	018490102			5/6/2011		9/1/2011	1,533	1,542					-9
2	X	ALLERGAN INC	018490102			5/6/2011		2/28/2012	704	649					55
3	X	AMAZON COM INC COM	023135106			8/10/2009		9/1/2011	1,910	759					1,151
4	X	AMAZON COM INC COM	023135106			8/10/2009		2/16/2012	2,324	1,096					1,228
5	X	AMAZON COM INC COM	023135106			8/10/2009		2/28/2012	719	337					382
6	X	AMERICAN TOWER SYSTEMS	029912201			12/21/2010		9/1/2011	598	560					38
7	X	AMERICAN TOWER CORP	03027X100			12/21/2010		2/27/2012	3,457	2,799					658
8	X	APPLE INC	037833100			5/8/2007		8/23/2011	2,560	731					1,829
9	X	APPLE INC	037833100			5/8/2007		9/1/2011	3,816	1,044					2,772
10	X	APPLE INC	037833100			5/8/2007		2/16/2012	5,453	1,149					4,304
11	X	APPLE INC	037833100			5/8/2007		2/28/2012	2,638	522					2,116
12	X	CARNIVAL CORP	143658300			11/1/2002		9/1/2011	636	533					103
13	X	CARNIVAL CORP	143658300			11/1/2002		1/10/2012	5,152	4,104					1,048
14	X	CELANESE CORP	150870103			7/1/2011		9/1/2011	374	431					-57
15	X	CELANESE CORP	150870103			7/1/2011		2/28/2012	483	539					-56
16	X	CELGENE CORP COM	151020104			7/25/2008		9/1/2011	711	895					-184
17	X	CELGENE CORP COM	151020104			7/25/2008		2/28/2012	735	746					-11
18	X	CHIPOTLE MEXICAN GRILL IN	169656105			8/6/2010		9/1/2011	618	300					318
19	X	CHIPOTLE MEXICAN GRILL IN	169656105			8/6/2010		2/28/2012	388	150					238
20	X	CHIPOTLE MEXICAN GRILL IN	169656105			8/6/2010		3/8/2012	1,974	750					1,224
21	X	CITRIX SYS INC COM	177376100			5/8/2007		9/1/2011	712	383					329
22	X	CITRIX SYS INC COM	177376100			5/8/2007		2/28/2012	600	255					345
23	X	COCA COLA CO	191216100			7/26/2011		9/1/2011	919	901					18
24	X	COCA COLA CO	191216100			7/26/2011		2/28/2012	620	624					-4
25	X	COGNIZANT TECH SOLUTION	192446102			5/3/2011		9/1/2011	882	1,054					-172
26	X	COGNIZANT TECH SOLUTION	192446102			5/3/2011		2/28/2012	933	978					-45
27	X	COHEN & STEERS INTL REAL	19248H401			5/8/2007		9/1/2011	24,170	47,396					-23,226
28	X	COHEN & STEERS INTL REAL	19248H401			9/28/2007		9/1/2011	90	165					-75
29	X	COHEN & STEERS INTL REAL	19248H401			12/31/2007		9/1/2011	682	1,060					-378
30	X	COHEN & STEERS INTL REAL	19248H401			4/7/2010		9/1/2011	47,996	50,000					-2,004
31	X	COHEN & STEERS INTL REAL	19248H401			6/10/2010		9/1/2011	54,040	50,000					4,040
32	X	COMPANHIA DE BEBIDAS-PR	20441W203			5/3/2011		9/1/2011	1,526	1,384					142
33	X	COMPANHIA DE BEBIDAS-PR	20441W203			5/3/2011		1/5/2012	1,042	966					76
34	X	COMPANHIA DE BEBIDAS-PR	20441W203			5/19/2011		1/5/2012	1,042	939					103
35	X	COMPANHIA DE BEBIDAS-PR	20441W203			5/19/2011		2/28/2012	686	532					154
36	X	COMPLETE PRODTN SVCS IN	20453E109			11/17/2010		9/1/2011	800	739					61
37	X	COMPLETE PRODTN SVCS IN	20453E109			11/17/2010		10/17/2011	3,446	3,122					324
38	X	COMPLETE PRODTN SVCS IN	20453E109			1/13/2011		10/17/2011	3,083	2,723					360
39	X	CONCHO RESOURCES INC	20605P101			11/17/2010		9/1/2011	607	537					70
40	X	CONCHO RESOURCES INC	20605P101			11/17/2011		2/28/2012	664	591					73
41	X	COSTCO WHOLESALE CORP	22160K105			10/17/2011		2/28/2012	341	329					12
42	X	COMPANHIA DE BEBIDAS-PR	232996512			3/24/2011		6/21/2012	3	0					3
43	X	COMPANHIA DE BEBIDAS-PR	232996512			5/19/2011		6/21/2012	1	0					1
44	X	DANAHER CORP	235851102			10/12/2001		9/1/2011	756	222					534
45	X	DANAHER CORP	235851102			10/12/2001		2/28/2012	582	143					439
46	X	DEERE & CO	244199105			3/1/2011		9/1/2011	879	980					-101
47	X	AMERICAN TOWER CORP	03027X100			12/21/2010		2/27/2012	4,148	3,359					789
48	X	AMERICAN TOWER CORP	03027X100			3/22/2011		2/27/2012	2,765	2,144					621
49	X	DIAGEO PLC - ADR	25243Q205			3/4/2008		9/1/2011	1,205	1,230					-25
50	X	DIAGEO PLC - ADR	25243Q205			3/4/2008		2/28/2012	854	738					116
51	X	DIAGEO PLC - ADR	25243Q205			3/4/2008		3/8/2012	2,111	1,804					307

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Depreciation
Long Term CG Distributions									881,891		825,481		56,410	
Short Term CG Distributions									0		0		0	
52	X	DODGE & COX INT'L STOCK F	256206103			3/30/2005		9/30/2011	30,000	32,334			-2,334	0
53	X	DODGE & COX STOCK FUND	256219106			12/29/2003		2/28/2012	2,795	2,795			0	0
54	X	DODGE & COX STOCK FUND	256219106			3/27/2008		2/28/2012	14,428	14,955			-527	0
55	X	DODGE & COX STOCK FUND	256219106			3/28/2011		2/28/2012	1,620	1,613			7	7
56	X	DODGE & COX STOCK FUND	256219106			6/26/2008		2/28/2012	1,157	1,144			13	13
57	X	DODGE & COX STOCK FUND	256219106			6/26/2003		3/7/2012	1,325	1,163			162	162
58	X	DODGE & COX STOCK FUND	256219106			9/26/2003		3/7/2012	906	825			81	81
59	X	DODGE & COX STOCK FUND	256219106			6/26/2008		3/7/2012	1,047	1,061			-14	-14
60	X	DODGE & COX STOCK FUND	256219106			9/26/2008		3/7/2012	1,975	1,839			136	136
61	X	DODGE & COX STOCK FUND	256219106			9/25/2009		3/7/2012	1,377	1,139			238	238
62	X	DODGE & COX STOCK FUND	256219106			12/21/2009		3/7/2012	1,396	1,220			176	176
63	X	DODGE & COX STOCK FUND	256219106			3/26/2010		3/7/2012	1,848	1,700			148	148
64	X	DODGE & COX STOCK FUND	256219106			6/25/2010		3/7/2012	2,046	1,706			340	340
65	X	DEERE & CO	244199105			3/1/2011		11/7/2011	1,945	2,316			-371	-371
66	X	DEERE & CO	244199105			3/1/2011		11/7/2011	3,142	3,743			-601	-601
67	X	DODGE & COX STOCK FUND	256219106			9/27/2010		3/7/2012	1,485	1,301			184	184
68	X	DODGE & COX STOCK FUND	256219106			12/21/2010		3/7/2012	1,074	1,046			28	28
69	X	DODGE & COX STOCK FUND	256219106			6/27/2011		3/7/2012	1,931	1,917			14	14
70	X	DODGE & COX STOCK FUND	256219106			9/27/2011		3/7/2012	1,780	1,541			239	239
71	X	DODGE & COX STOCK FUND	256219106			12/20/2011		3/7/2012	1,939	1,756			183	183
72	X	DODGE & COX STOCK FUND	256219106			7/17/2002		3/7/2012	79,873	64,538			15,335	15,335
73	X	ECOLAB INC	278865100			8/23/2011		9/1/2011	421	391			30	30
74	X	ECOLAB INC	278865100			8/23/2011		9/1/2011	421	390			31	31
75	X	ECOLAB INC	278865100			8/23/2011		1/5/2012	1,449	1,218			231	231
76	X	ECOLAB INC	278865100			2/15/2005		1/5/2012	638	360			278	278
77	X	ECOLAB INC	278865100			2/15/2005		2/28/2012	552	295			257	257
78	X	EDWARDS LIFESCIENCES CO	28176E108			4/15/2010		7/26/2011	3,968	2,840			1,128	1,128
79	X	THE ENDOWMENT TR FUND	29299D444			11/30/2009		12/30/2011	100,000	109,715			-9,715	-9,715
80	X	ENSCO INTERNATIONAL PLC	29358Q109			2/27/2012		2/28/2012	349	355			-6	-6
81	X	EXXON MOBIL CORPORATION	30231G102			5/19/2011		9/1/2011	1,845	2,045			-200	-200
82	X	EXXON MOBIL CORPORATION	30231G102			5/19/2011		2/27/2012	785	736			49	49
83	X	EXXON MOBIL CORPORATION	30231G102			6/28/2010		2/27/2012	1,569	1,058			511	511
84	X	EXXON MOBIL CORPORATION	30231G102			6/28/2010		2/28/2012	1,132	764			368	368
85	X	EXXON MOBIL CORPORATION	30231G102			6/28/2010		3/26/2012	2,173	1,469			704	704
86	X	EXXON MOBIL CORPORATION	30231G102			6/28/2010		5/17/2012	1,478	1,058			420	420
87	X	EXXON MOBIL CORPORATION	30231G102			6/28/2010		5/17/2012	4,598	3,290			1,308	1,308
88	X	FMC TECHNOLOGIES INC	30249U101			4/15/2010		9/1/2011	176	135			41	41
89	X	FMC TECHNOLOGIES INC	30249U101			11/17/2010		9/1/2011	527	465			62	62
90	X	FMC TECHNOLOGIES INC	30249U101			4/15/2010		9/1/2011	527	405			122	122
91	X	FMC TECHNOLOGIES INC	30249U101			4/15/2010		12/8/2011	2,579	1,722			857	857
92	X	FMC TECHNOLOGIES INC	30249U101			4/15/2010		2/28/2012	875	574			301	301
93	X	FMC TECHNOLOGIES INC	30249U101			4/15/2010		6/18/2012	904	743			161	161
94	X	FMC TECHNOLOGIES INC	30249U101			8/6/2010		6/18/2012	5,014	3,883			1,131	1,131
95	X	FASTENAL CO	311900104			12/18/2009		9/1/2011	1,021	616			405	405
96	X	FASTENAL CO	311900104			12/18/2009		9/13/2011	2,031	1,192			839	839
97	X	FASTENAL CO	311900104			12/18/2009		12/8/2011	1,984	953			1,031	1,031
98	X	FASTENAL CO	311900104			12/18/2009		1/5/2012	2,009	894			1,115	1,115
99	X	FASTENAL CO	311900104			12/18/2009		2/28/2012	524	199			325	325
100	X	FED FARM CREDIT BK 1 020	31331KC00			2/28/2011		9/1/2011	50,000	50,038			-38	-38
101	X	FED HOME LN BK 2 625%	3133XUP20			12/18/2009		9/30/2011	51,744	51,275			469	469
102	X	FEDEX CORPORATION	31428X106			12/21/2010		9/1/2011	625	753			-128	-128

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals												
Amount												
Long Term CG Distributions												
Short Term CG Distributions												
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Cost, Other Basis and Expenses			Net Gain or Loss
									Gross Sales Price	Cost or Other Basis	Valuation Method	
103	X	FEDEX CORPORATION	31428X106			12/21/2010		2/28/2012	455	881,891	825,481	56,410
104	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		7/15/2011	133	0	0	0
105	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		8/15/2011	683	0	0	0
106	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		9/15/2011	121	0	0	0
107	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		10/15/2011	123	0	0	0
108	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		11/15/2011	124	0	0	0
109	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		12/15/2011	122	0	0	0
110	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		1/15/2012	112	0	0	0
111	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		2/15/2012	113	0	0	0
112	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		3/15/2012	113	0	0	0
113	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		4/15/2012	113	0	0	0
114	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		5/15/2012	114	0	0	0
115	X	GNMA POOL #584350 5 5009	36201JEX3			4/29/2002		6/15/2012	115	0	0	0
116	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		7/15/2011	118	0	0	-2
117	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		8/15/2011	119	0	0	-2
118	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		9/15/2011	119	0	0	-3
119	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		10/15/2011	120	0	0	-2
120	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		11/15/2011	121	0	0	-2
121	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		12/15/2011	121	0	0	-3
122	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		1/15/2012	122	0	0	-2
123	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		2/15/2012	123	0	0	-2
124	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		3/15/2012	123	0	0	-3
125	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		4/15/2012	124	0	0	-2
126	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		5/15/2012	125	0	0	-2
127	X	GNMA POOL #661127 6 0009	36294VPL8			3/19/2007		6/15/2012	1,320	1,345	-25	-25
128	X	GOLDMAN SACHS GROUP INC	38141G104			2/14/2011		9/1/2011	563	838	-275	-275
129	X	GOLDMAN SACHS GROUP INC	38141G104			2/14/2011		9/13/2011	3,653	5,867	-2,214	-2,214
130	X	GOOGLE INC	38259P508			2/14/2011		9/1/2011	1,596	1,885	-289	-289
131	X	GOOGLE INC	38259P508			2/14/2011		2/28/2012	1,834	1,885	-51	-51
132	X	HMS HLDGS CORP	40425J101			6/23/2011		9/1/2011	772	740	32	32
133	X	HMS HLDGS CORP	40425J101			6/23/2011		1/5/2012	1,851	1,481	370	370
134	X	HMS HLDGS CORP	40425J101			9/2/2010		1/5/2012	216	128	88	88
135	X	HMS HLDGS CORP	40425J101			9/2/2010		2/28/2012	520	292	228	228
136	X	INTERCONTINENTAL EXCH	45865V100			11/12/2008		9/1/2011	1,039	615	424	424
137	X	INTERCONTINENTAL EXCH	45865V100			11/12/2008		2/28/2012	828	410	418	418
138	X	INTUIT COM	461202103			7/1/2011		9/1/2011	874	874	0	0
139	X	INTUIT COM	461202103			7/1/2011		2/28/2012	578	522	56	56
140	X	ISHARES TR COHEN & STEER	464287564			6/10/2010		9/1/2011	25,404	21,191	4,213	4,213
141	X	ISHARES TR COHEN & STEER	464287564			6/10/2010		9/30/2011	12,458	11,455	1,003	1,003
142	X	JUNIPER NETWORKS INC	48203R104			11/23/2010		8/23/2011	3,850	6,359	-2,509	-2,509
143	X	ESTEE LAUDER COMPANIES	518439104			7/1/2011		9/1/2011	882	882	0	0
144	X	ESTEE LAUDER COMPANIES	518439104			7/1/2011		2/28/2012	523	470	53	53
145	X	ELI LILLY & CO 3 550% 3/0	532457BD9			4/9/2009		3/6/2012	25,000	25,684	-684	-684
146	X	MEDCO HEALTH SOLUTIONS	58405U102			7/10/2008		9/1/2011	864	778	86	86
147	X	MEDCO HEALTH SOLUTIONS	58405U102			7/10/2008		12/8/2011	3,344	2,868	476	476
148	X	MEDCO HEALTH SOLUTIONS	58405U102			7/10/2008		2/16/2012	4,581	3,499	1,082	1,082
149	X	MICROSOFT CORP	594918104			1/7/1994		7/1/2011	7,277	735	6,542	6,542
150	X	MONSANTO CO NEW	61166W101			2/16/2012		2/28/2012	237	237	0	0
151	X	NATIONAL OILWELL INC COM	637071101			12/8/2011		2/28/2012	340	286	54	54
152	X	NATIONAL OILWELL INC COM	637071101			12/8/2011		6/25/2012	1,922	2,266	-364	-364
153	X	NATIONAL OILWELL INC COM	637071101			12/8/2011		6/25/2012	1,021	1,210	-189	-189

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals															
Long Term CG Distributions										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										881,891		825,481		56,410	
Amount										0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
154	X	NATIONAL OILWELL INC COM	637071101			1/5/2012		6/25/2012	1,802	2,119				-317	
155	X	NESTLE SA REGISTERED SH	641069406			12/4/2007		8/23/2011	2,073	1,599				474	
156	X	NESTLE SA REGISTERED SH	641069406			12/4/2007		9/1/2011	1,065	824				241	
157	X	NESTLE SA REGISTERED SH	641069406			12/4/2007		9/13/2011	1,674	1,453				221	
158	X	NESTLE SA REGISTERED SH	641069406			12/4/2007		11/23/2011	276	242				34	
159	X	NESTLE SA REGISTERED SH	641069406			10/21/2008		11/23/2011	2,150	1,521				629	
160	X	NESTLE SA REGISTERED SH	641069406			11/4/2008		11/23/2011	2,150	1,596				554	
161	X	NESTLE SA REGISTERED SH	641069406			12/10/2008		11/23/2011	2,206	1,411				795	
162	X	NETAPP INC	64110D104			5/3/2011		9/1/2011	742	1,040				-298	
163	X	NETAPP INC	64110D104			5/3/2011		2/28/2012	347	416				-69	
164	X	NETAPP INC	64110D104			11/23/2010		2/28/2012	174	202				-28	
165	X	ORACLE CORPORATION	68389X105			11/23/2010		9/1/2011	1,197	1,175				22	
166	X	ORACLE CORPORATION	68389X105			11/23/2010		2/28/2012	582	546				36	
167	X	ORACLE CORPORATION	68389X105			10/5/2010		2/28/2012	204	191				13	
168	X	PEPSICO INC	713448108			3/24/1988		7/26/2011	4,873	408				4,465	
169	X	POTASH CORP SASK	73755L107			5/22/2009		9/1/2011	1,984	1,301				683	
170	X	POTASH CORP SASK	73755L107			5/22/2009		2/28/2012	233	191				42	
171	X	POTASH CORP SASK	73755L107			1/25/2010		2/28/2012	746	590				156	
172	X	POTASH CORP SASK	73755L107			1/25/2010		6/18/2012	2,023	1,919				104	
173	X	POWERSHARES DB COMMOD	73935S105			12/27/2007		9/1/2011	26,945	28,134				-1,189	
174	X	POWERSHARES DB COMMOD	73935S105			3/19/2007		9/1/2011	38,023	29,550				8,473	
175	X	PRAXAIR INC COM	74005P104			7/18/2006		7/1/2011	7,441	3,610				3,831	
176	X	PRECISION CASTPARTS CORP	740189105			11/22/2006		9/1/2011	2,242	1,058				1,184	
177	X	PRECISION CASTPARTS CORP	740189105			11/22/2006		9/13/2011	1,622	756				866	
178	X	PRECISION CASTPARTS CORP	740189105			11/22/2006		2/28/2012	1,669	756				913	
179	X	PRICELINE COM INC	741503403			5/16/2011		9/1/2011	1,060	1,001				59	
180	X	PRICELINE COM INC	741503403			5/16/2011		2/28/2012	631	500				131	
181	X	PRICELINE COM INC	741503403			5/16/2011		3/26/2012	2,195	1,501				694	
182	X	QUALCOMM INC	747525103			5/16/2011		9/1/2011	1,893	2,100				-207	
183	X	QUALCOMM INC	747525103			2/16/2012		2/28/2012	1,386	1,368				18	
184	X	RACKSPACE HOSTING INC	750086100			11/17/2010		9/1/2011	602	460				142	
185	X	RACKSPACE HOSTING INC	750086100			11/17/2010		2/28/2012	643	325				318	
186	X	RALPH LAUREN CORP	751212101			2/27/2012		2/28/2012	347	346				1	
187	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/22/2011		9/30/2011	13,024	13,024				0	
188	X	SXC HEALTH SOLUTIONS CO	78505P100			2/16/2012		2/28/2012	713	611				102	
189	X	SANDISK CORP COM	80004C101			1/10/2012		2/28/2012	890	914				-24	
190	X	SCHLUMBERGER LTD	806857108			3/4/2008		9/1/2011	1,383	1,510				-127	
191	X	SCHLUMBERGER LTD	806857108			3/4/2008		2/28/2012	1,185	1,258				-73	
192	X	SCHLUMBERGER LTD	806857108			3/4/2008		5/17/2012	1,167	1,510				-343	
193	X	SCHLUMBERGER LTD	806857108			3/4/2008		5/17/2012	843	1,082				-239	
194	X	STARWOOD HOTELS & RESO	85590A401			2/14/2011		9/1/2011	564	845				-281	
195	X	STARWOOD HOTELS & RESO	85590A401			2/14/2011		2/28/2012	604	715				-111	
196	X	STERICYCLE INC COM	858912108			12/9/2008		9/1/2011	685	421				264	
197	X	STERICYCLE INC COM	858912108			12/9/2008		2/28/2012	439	263				176	
198	X	THERMO FISHER SCIENTIFIC	883556102			7/31/2007		9/1/2011	928	911				17	
199	X	THERMO FISHER SCIENTIFIC	883556102			7/31/2007		11/1/2011	6,107	6,644				-537	
200	X	TRACTOR SUPPLY CO COM	892356106			12/14/2004		9/1/2011	1,287	363				924	
201	X	TRACTOR SUPPLY CO COM	892356106			12/14/2004		1/5/2012	2,087	518				1,569	
202	X	TRACTOR SUPPLY CO COM	892356106			12/14/2004		2/28/2012	1,131	225				906	
203	X	UNION PACIFIC CORP	907818108			7/25/2008		9/1/2011	1,277	1,080				197	
204	X	UNION PACIFIC CORP	907818108			7/25/2008		2/28/2012	1,004	694				310	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Depreciation
205	X	UNIVERSAL HEALTH SVCS INC	913903100			11/1/2011		2/28/2012	446	394				52
206	X	URBAN OUTFITTERS INCORP	917047102			3/9/2010		9/1/2011	465	647				-182
207	X	URBAN OUTFITTERS INCORP	917047102			3/9/2010		9/13/2011	1,006	1,474				-468
208	X	URBAN OUTFITTERS INCORP	917047102			8/17/2010		9/13/2011	2,110	2,898				-788
209	X	WATERS CORP	941848103			6/23/2011		9/1/2011	475	558				-83
210	X	WATERS CORP	941848103			6/23/2011		2/28/2012	267	279				-12
211	X	WATERS CORP	941848103			6/23/2011		5/17/2012	3,308	3,719				-411
212	X	WATERS CORP	941848103			3/8/2012		5/17/2012	1,736	1,859				-123
213	X	WATERS CORP	941848103			7/2/2011		5/17/2012	248	277				-29
214	X	WHOLE FOODS MKT INC	966837106			11/23/2011		2/28/2012	736	574				162
215	X	ACCENTURE PLC	G1151C101			1/25/2007		9/1/2011	1,220	847				373
216	X	ACCENTURE PLC	G1151C101			1/25/2007		1/10/2012	1,998	1,400				598
217	X	ACCENTURE PLC	G1151C101			1/25/2007		2/28/2012	769	479				290
218	X	COOPER INDUSTRIES PLC NE	G24140108			4/22/2008		9/1/2011	737	699				38
219	X	COOPER INDUSTRIES PLC NE	G24140108			4/22/2008		2/28/2012	599	437				162
220	X	COOPER INDUSTRIES PLC NE	G24140108			4/22/2008		6/25/2012	7,672	5,069				2,603
221	X	MARVELL TECHNOLOGY GR	G5876H105			1/10/2012		2/28/2012	229	234				-5
222	X	SECTION 1256 GAIN POWERSH							3,627					3,627
223	X	ST LOSS FROM POWERSHAR								954				-954
224	X	LT GAIN FROM POWERSHAR							4,173					4,173
225	X	ST Disallowed Loss Wash Sale							93					93
226	X	LT Disallowed Loss Wash Sale							51					51
227	X	LT CAPITAL GAIN DIVIDENDS							2,310					2,310
228	X	K-1 SALES ADJUSTMENT								4,830				-4,830
Long Term CG Distributions									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions									881,891		825,481		56,410	
Amount									0		0		0	
									0					

Line 11 (990-PF) - Other Income

		1,618	1,618	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FROM PARTNERSHIP K-1	4	4	
2	FEE REBATE	1,614	1,614	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16a (990-PF) - Legal Fees

		3,233	0	0	3,233
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	3,233			3,233
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		2,900	0	0	2,900
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,900			2,900
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID				
3	FOREIGN TAX WITHHELD	1,085	1,085		
4					
5					
6					
7					
8					
9					
10					

0

0

1,085

1,085

Line 23 (990-PF) - Other Expenses

		6,939	4,389	0	2,550
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER MISC EXPENSES	2,525			2,525
2	INVESTMENT EXPENSES	67	67		
3	PARTNERSHIP EXPENSES	4,322	4,322		
4	STATE AG FEES	25			25
5					
6					
7					
8					
9					

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		257,265	0	268,132	0		
		Book Value	Book Value	FMV	FMV	Check "X" if Federal	Check "X" if State/
		Begin of Year	End of Year	Begin of Year	End of Year	Obligation	Local Obligation
1	INVESTMENTS - US & STATE	257,265		268,132			
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	INVESTMENTS - CORP STOCK			1,506,535	302,496	1,923,105	407,690
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	INVESTMENTS - CORP BONDS			101,326	203,848	103,556	218,877
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	INVESTMENTS - OTHER		1,067,116	2,227,284	2,416,382
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	PARTNERSHIP INCOME ADJUSTMENT	1	360
2	Total	2	360

Line 5 - Decreases not included in Part III, Line 2

1	PY RETURN OF CAPITAL ADJUSTMENT	1	1,234
2	COST BASIS ADJUSTMENT	2	39,916
3	Total	3	41,150

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	0												56,410
	Short Term CG Distributions	0												
1	ALLERGAN INC	018490102		5/6/2011	9/1/2011		1,533	0	1,542	-9			0	-9
2	ALLERGAN INC	018490102		5/6/2011	2/28/2012		704	0	649	55			0	55
3	AMAZON COM INC COM	023135106		8/10/2009	9/1/2011		1,910	0	759	1,151			0	1,151
4	AMAZON COM INC COM	023135106		8/10/2009	2/16/2012		2,324	0	1,096	1,228			0	1,228
5	AMAZON COM INC COM	023135106		8/10/2009	2/28/2012		719	0	337	382			0	382
6	AMERICAN TOWER SYSTEMS CORP CL	029912201		12/21/2010	9/1/2011		598	0	560	38			0	38
7	AMERICAN TOWER CORP	03027X100		12/21/2010	2/27/2012		3,457	0	2,799	658			0	658
8	APPLE INC	037833100		5/8/2007	8/23/2012		2,560	0	731	1,829			0	1,829
9	APPLE INC	037833100		5/8/2007	9/1/2011		3,816	0	1,044	2,772			0	2,772
10	APPLE INC	037833100		5/8/2007	2/16/2012		5,453	0	1,149	4,304			0	4,304
11	APPLE INC	037833100		5/8/2007	2/28/2012		2,638	0	522	2,116			0	2,116
12	CARNIVAL CORP	143658300		11/1/2002	9/1/2011		636	0	533	103			0	103
13	CARNIVAL CORP	143658300		11/1/2002	1/10/2012		5,152	0	4,104	1,048			0	1,048
14	CELANESE CORP	150870103		7/1/2011	9/1/2011		374	0	431	-57			0	-57
15	CELANESE CORP	150870103		7/1/2011	2/28/2012		483	0	539	-56			0	-56
16	CELGENE CORP COM	151020104		7/25/2008	9/1/2011		711	0	895	-184			0	-184
17	CELGENE CORP COM	151020104		7/25/2008	2/28/2012		735	0	746	-11			0	-11
18	CHIPOTLE MEXICAN GRILL INC	169656105		8/6/2010	9/1/2011		618	0	300	318			0	318
19	CHIPOTLE MEXICAN GRILL INC	169656105		8/6/2010	2/28/2012		388	0	150	238			0	238
20	CHIPOTLE MEXICAN GRILL INC	169656105		8/6/2010	3/8/2012		1,974	0	750	1,224			0	1,224
21	CITRIX SYS INC COM	177376100		5/8/2007	9/1/2011		712	0	383	329			0	329
22	CITRIX SYS INC COM	177376100		5/8/2007	2/28/2012		600	0	255	345			0	345
23	COCA COLA CO	191216100		7/26/2011	9/1/2011		919	0	901	18			0	18
24	COCA COLA CO	191216100		7/26/2011	2/28/2012		620	0	624	-4			0	-4
25	COGNIZANT TECH SOLUTIONS CRP CO	192446102		5/3/2011	9/1/2011		882	0	1,054	-172			0	-172
26	COGNIZANT TECH SOLUTIONS CRP CO	192446102		5/3/2011	2/28/2012		933	0	978	-45			0	-45
27	COHEN & STEERS INTL REALTY I #1396	19248H401		5/8/2007	9/1/2011		24,170	0	47,396	-23,226			0	-23,226
28	COHEN & STEERS INTL REALTY I #1396	19248H401		9/28/2007	9/1/2011		90	0	165	-75			0	-75
29	COHEN & STEERS INTL REALTY I #1396	19248H401		12/31/2007	9/1/2011		682	0	1,060	-378			0	-378
30	COHEN & STEERS INTL REALTY I #1396	19248H401		4/7/2010	9/1/2011		47,996	0	50,000	-2,004			0	-2,004
31	COHEN & STEERS INTL REALTY I #1396	19248H401		6/10/2010	9/1/2011		54,040	0	50,000	4,040			0	4,040
32	COMPANHIA DE BEBIDAS-PRF ADR	20441W203		5/3/2011	9/1/2011		1,526	0	1,384	142			0	142
33	COMPANHIA DE BEBIDAS-PRF ADR	20441W203		5/3/2011	1/5/2012		1,042	0	966	76			0	76
34	COMPANHIA DE BEBIDAS-PRF ADR	20441W203		5/19/2011	1/5/2012		1,042	0	939	103			0	103
35	COMPANHIA DE BEBIDAS-PRF ADR	20441W203		5/19/2011	2/28/2012		686	0	532	154			0	154
36	COMPLETE PRODTN SVCS INC	20453E109		11/17/2010	9/1/2011		800	0	739	61			0	61
37	COMPLETE PRODTN SVCS INC	20453E109		11/17/2010	10/17/2011		3,446	0	3,122	324			0	324
38	COMPLETE PRODTN SVCS INC	20453E109		1/13/2011	10/17/2011		3,083	0	2,723	360			0	360
39	CONCHO RESOURCES INC	20605P101		11/17/2010	9/1/2011		607	0	537	70			0	70
40	CONCHO RESOURCES INC	20605P101		11/7/2011	2/28/2012		664	0	591	73			0	73
41	COSTCO WHOLESALE CORP	22160K105		10/17/2011	2/28/2012		341	0	329	12			0	12
42	COMPANHIA DE BEBIDAS-PRF ADR	232996512		3/24/2011	6/21/2012		3	0	0	3			0	3
43	COMPANHIA DE BEBIDAS-PRF ADR	232996512		5/19/2011	6/21/2012		1	0	0	1			0	1
44	DANAHER CORP	235851102		10/12/2001	9/1/2011		756	0	222	534			0	534
45	DANAHER CORP	235851102		10/12/2001	2/28/2012		582	0	143	439			0	439
46	DEERE & CO	244199105		3/1/2011	9/1/2011		879	0	980	-101			0	-101
47	AMERICAN TOWER CORP	03027X100		12/21/2010	2/27/2012		4,148	0	3,359	789			0	789
48	AMERICAN TOWER CORP	03027X100		3/22/2011	2/27/2012		2,765	0	2,144	621			0	621
49	DIAGEO PLC - ADR	25243Q205		3/4/2008	9/1/2011		1,205	0	1,230	-25			0	-25
50	DIAGEO PLC - ADR	25243Q205		3/4/2008	2/28/2012		854	0	738	116			0	116
51	DIAGEO PLC - ADR	25243Q205		3/4/2008	3/8/2012		2,111	0	1,804	307			0	307
52	DODGE & COX INTL STOCK FUND #1048	256206103		3/30/2005	9/30/2011		30,000	0	32,334	-2,334			0	-2,334
53	DODGE & COX STOCK FUND #145	256219106		12/29/2003	2/28/2012		2,795	0	2,795	0			0	0
54	DODGE & COX STOCK FUND #145	256219106		3/27/2008	2/28/2012		14,428	0	14,955	-527			0	-527
55	DODGE & COX STOCK FUND #145	256219106		3/26/2011	2/28/2012		1,620	0	1,613	7			0	7
56	DODGE & COX STOCK FUND #145	256219106		6/26/2008	2/28/2012		1,157	0	1,144	13			0	13
57	DODGE & COX STOCK FUND #145	256219106		6/26/2003	3/7/2012		1,325	0	1,163	162			0	162
58	DODGE & COX STOCK FUND #145	256219106		9/26/2003	3/7/2012		906	0	825	81			0	81

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															Amount	
Short Term CG Distributions															0	0
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	881,891	0	825,481	56,410	0	0	0	0	56,410	
							Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
59	DODGE & COX STOCK FUND #145	256219106		6/26/2008	3/7/2012		1,047	0	1,061	-14			0	-14		
60	DODGE & COX STOCK FUND #145	256219106		9/26/2008	3/7/2012		1,975	0	1,839	136			0	136		
61	DODGE & COX STOCK FUND #145	256219106		9/25/2009	3/7/2012		1,377	0	1,139	238			0	238		
62	DODGE & COX STOCK FUND #145	256219106		12/21/2009	3/7/2012		1,396	0	1,220	176			0	176		
63	DODGE & COX STOCK FUND #145	256219106		3/26/2010	3/7/2012		1,848	0	1,700	148			0	148		
64	DODGE & COX STOCK FUND #145	256219106		6/25/2010	3/7/2012		2,046	0	1,706	340			0	340		
65	DEERE & CO	244199105		3/1/2011	11/7/2011		1,945	0	2,316	-371			0	-371		
66	DEERE & CO	244199105		3/1/2011	11/7/2011		3,142	0	3,743	-601			0	-601		
67	DODGE & COX STOCK FUND #145	256219106		9/27/2010	3/7/2012		1,485	0	1,301	184			0	184		
68	DODGE & COX STOCK FUND #145	256219106		12/21/2010	3/7/2012		1,074	0	1,046	28			0	28		
69	DODGE & COX STOCK FUND #145	256219106		6/27/2011	3/7/2012		1,931	0	1,917	14			0	14		
70	DODGE & COX STOCK FUND #145	256219106		9/27/2011	3/7/2012		1,780	0	1,541	239			0	239		
71	DODGE & COX STOCK FUND #145	256219106		12/20/2011	3/7/2012		1,939	0	1,756	183			0	183		
72	DODGE & COX STOCK FUND #145	256219106		7/17/2002	3/7/2012		79,873	0	64,538	15,335			0	15,335		
73	ECOLAB INC	278865100		8/23/2011	9/1/2011		421	0	391	30			0	30		
74	ECOLAB INC	278865100		8/23/2011	9/1/2011		421	0	390	31			0	31		
75	ECOLAB INC	278865100		8/23/2011	1/5/2012		1,449	0	1,218	231			0	231		
76	ECOLAB INC	278865100		2/15/2005	1/5/2012		638	0	360	278			0	278		
77	ECOLAB INC	278865100		2/15/2005	2/28/2012		552	0	295	257			0	257		
78	EDWARDS LIFESCIENCES CORP	28176E108		4/15/2010	7/26/2011		3,968	0	2,840	1,128			0	1,128		
79	THE ENDOWMENT TRUST FUND LP	29299D444		11/30/2009	12/30/2011		100,000	0	109,715	-9,715			0	-9,715		
80	ENSCO INTERNATIONAL PLC ADR	29358Q109		2/27/2012	2/28/2012		349	0	355	-6			0	-6		
81	EXXON MOBIL CORPORATION	30231G102		5/19/2011	9/1/2011		1,845	0	2,045	-200			0	-200		
82	EXXON MOBIL CORPORATION	30231G102		5/19/2011	2/27/2012		785	0	736	49			0	49		
83	EXXON MOBIL CORPORATION	30231G102		6/28/2010	2/27/2012		1,569	0	1,058	511			0	511		
84	EXXON MOBIL CORPORATION	30231G102		6/28/2010	2/28/2012		1,132	0	764	368			0	368		
85	EXXON MOBIL CORPORATION	30231G102		6/28/2010	3/26/2012		2,173	0	1,469	704			0	704		
86	EXXON MOBIL CORPORATION	30231G102		6/28/2010	5/17/2012		1,478	0	1,058	420			0	420		
87	EXXON MOBIL CORPORATION	30231G102		6/28/2010	5/17/2012		4,598	0	3,290	1,308			0	1,308		
88	FMC TECHNOLOGIES INC	30249U101		4/15/2010	9/1/2011		176	0	135	41			0	41		
89	FMC TECHNOLOGIES INC	30249U101		11/17/2010	9/1/2011		527	0	465	62			0	62		
90	FMC TECHNOLOGIES INC	30249U101		4/15/2010	9/1/2011		527	0	405	122			0	122		
91	FMC TECHNOLOGIES INC	30249U101		4/15/2010	12/8/2011		2,579	0	1,722	857			0	857		
92	FMC TECHNOLOGIES INC	30249U101		4/15/2010	2/28/2012		875	0	574	301			0	301		
93	FMC TECHNOLOGIES INC	30249U101		4/15/2010	6/18/2012		904	0	743	161			0	161		
94	FMC TECHNOLOGIES INC	30249U101		8/6/2010	6/18/2012		5,014	0	3,883	1,131			0	1,131		
95	FASTENAL CO	311900104		12/18/2009	9/1/2011		1,021	0	616	405			0	405		
96	FASTENAL CO	311900104		12/18/2009	9/13/2011		2,031	0	1,192	839			0	839		
97	FASTENAL CO	311900104		12/18/2009	12/8/2011		1,984	0	953	1,031			0	1,031		
98	FASTENAL CO	311900104		12/18/2009	1/5/2012		2,009	0	894	1,115			0	1,115		
99	FASTENAL CO	311900104		12/18/2009	2/28/2012		524	0	199	325			0	325		
100	FED FARM CREDIT BK 1.020% 3/01/13	31331KC00		2/28/2011	9/1/2011		50,000	0	50,038	-38			0	-38		
101	FED HOME LN BK 2.625% 9/13/13	3133XUP20		12/18/2009	9/30/2011		51,744	0	51,275	469			0	469		
102	FEDEX CORPORATION	31428X106		12/21/2010	9/1/2011		625	0	753	-128			0	-128		
103	FEDEX CORPORATION	31428X106		12/21/2010	2/28/2012		455	0	471	-16			0	-16		
104	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	7/15/2011		133	0	133	0			0	0		
105	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	8/15/2011		683	0	683	0			0	0		
106	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	9/15/2011		121	0	121	0			0	0		
107	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	10/15/2011		123	0	123	0			0	0		
108	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	11/15/2011		124	0	124	0			0	0		
109	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	12/15/2011		122	0	122	0			0	0		
110	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	1/15/2012		112	0	112	0			0	0		
111	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	2/15/2012		113	0	113	0			0	0		
112	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	3/15/2012		113	0	113	0			0	0		
113	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	4/15/2012		113	0	113	0			0	0		
114	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	5/15/2012		114	0	114	0			0	0		
115	GNMA POOL #584350 5.000% 4/15/17	36201JEX3		4/29/2002	6/15/2012		115	0	115	0			0	0		
116	GNMA POOL #661127 6.000% 2/15/22	36294VPL8		3/19/2007	7/15/2011		118	0	120	-2			0	-2		

[illegible]

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	0					881,891	0	0	56,410	0	0	0	56,410
	Short Term CG Distributions	0												
175	PRAAIR INC COM	74005P104		7/18/2006	7/1/2011		7,441	0	3,610	3,831			0	3,831
176	PRECISION CASTPARTS CORP	740189105		11/22/2006	9/1/2011		2,242	0	1,058	1,184			0	1,184
177	PRECISION CASTPARTS CORP	740189105		11/22/2006	9/13/2011		1,622	0	756	866			0	866
178	PRECISION CASTPARTS CORP	740189105		11/22/2006	2/28/2012		1,669	0	756	913			0	913
179	PRICELINE COM INC	741503403		5/16/2011	9/1/2011		1,060	0	1,001	59			0	59
180	PRICELINE COM INC	741503403		5/16/2011	2/28/2012		631	0	500	131			0	131
181	PRICELINE COM INC	741503403		5/16/2011	3/26/2012		2,195	0	1,501	694			0	694
182	QUALCOMM INC	747525103		5/16/2011	9/1/2011		1,893	0	2,100	-207			0	-207
183	QUALCOMM INC	747525103		2/16/2012	2/28/2012		1,386	0	1,368	18			0	18
184	RACKSPACE HOSTING INC	750086100		11/17/2010	9/1/2011		602	0	460	142			0	142
185	RACKSPACE HOSTING INC	750086100		11/17/2010	2/28/2012		643	0	325	318			0	318
186	RALPH LAUREN CORP	751212101		2/27/2012	2/28/2012		347	0	346	1			0	1
187	SPDR DJ WILSHIRE INTERNATIONAL R	76463X863		2/22/2011	9/30/2011		13,024	0	13,024	0			0	0
188	SXC HEALTH SOLUTIONS CORP	76505P100		2/16/2012	2/28/2012		713	0	611	102			0	102
189	SANDISK CORP COM	80004C101		1/10/2012	2/28/2012		890	0	914	-24			0	-24
190	SCHLUMBERGER LTD	806857108		3/4/2008	9/1/2011		1,383	0	1,510	-127			0	-127
191	SCHLUMBERGER LTD	806857108		3/4/2008	2/28/2012		1,185	0	1,258	-73			0	-73
192	SCHLUMBERGER LTD	806857108		3/4/2008	5/17/2012		1,167	0	1,510	-343			0	-343
193	SCHLUMBERGER LTD	806857108		3/4/2008	5/17/2012		843	0	1,082	-239			0	-239
194	STARWOOD HOTELS & RESORTS WOR	85590A401		2/14/2011	9/1/2011		564	0	845	-281			0	-281
195	STARWOOD HOTELS & RESORTS WOR	85590A401		2/14/2011	2/28/2012		604	0	715	-111			0	-111
196	STERICYCLE INC COM	858912108		12/9/2008	9/1/2011		685	0	421	264			0	264
197	STERICYCLE INC COM	858912108		12/9/2008	2/28/2012		439	0	263	176			0	176
198	THERMO FISHER SCIENTIFIC INC	883556102		7/31/2007	9/1/2011		928	0	911	17			0	17
199	THERMO FISHER SCIENTIFIC INC	883556102		7/31/2007	11/1/2011		6,107	0	6,644	-537			0	-537
200	TRACTOR SUPPLY CO COM	892356106		12/14/2004	9/1/2011		1,287	0	363	924			0	924
201	TRACTOR SUPPLY CO COM	892356106		12/14/2004	1/5/2012		2,087	0	518	1,569			0	1,569
202	TRACTOR SUPPLY CO COM	892356106		12/14/2004	2/28/2012		1,131	0	225	906			0	906
203	UNION PACIFIC CORP	907818108		7/25/2008	9/1/2011		1,277	0	1,080	197			0	197
204	UNION PACIFIC CORP	907818108		7/25/2008	2/28/2012		1,004	0	694	310			0	310
205	UNIVERSAL HEALTH SVCS INC CL B	913903100		11/1/2011	2/28/2012		446	0	394	52			0	52
206	URBAN OUTFITTERS INCORPORATED	917047102		3/9/2010	9/13/2011		465	0	647	-182			0	-182
207	URBAN OUTFITTERS INCORPORATED	917047102		6/23/2011	9/13/2011		1,006	0	1,474	-468			0	-468
208	URBAN OUTFITTERS INCORPORATED	917047102		8/17/2010	9/13/2011		2,110	0	2,898	-788			0	-788
209	WATERS CORP	941848103		6/23/2011	9/1/2011		475	0	558	-83			0	-83
210	WATERS CORP	941848103		6/23/2011	2/28/2012		267	0	279	-12			0	-12
211	WATERS CORP	941848103		6/23/2011	5/17/2012		3,308	0	3,719	-411			0	-411
212	WATERS CORP	941848103		3/8/2012	5/17/2012		1,736	0	1,859	-123			0	-123
213	WATERS CORP	941848103		7/2/2011	5/17/2012		248	0	277	-29			0	-29
214	WHOLE FOODS MKT INC	968637106		11/23/2011	2/28/2012		736	0	574	162			0	162
215	ACCENTURE PLC	G1151C101		1/25/2007	9/1/2011		1,220	0	847	373			0	373
216	ACCENTURE PLC	G1151C101		1/25/2007	1/10/2012		1,998	0	1,400	598			0	598
217	ACCENTURE PLC	G1151C101		1/25/2007	2/28/2012		769	0	479	290			0	290
218	COOPER INDUSTRIES PLC NEW IRELA	G24140108		4/22/2008	9/1/2011		737	0	699	38			0	38
219	COOPER INDUSTRIES PLC NEW IRELA	G24140108		4/22/2008	2/28/2012		599	0	437	162			0	162
220	COOPER INDUSTRIES PLC NEW IRELA	G24140108		4/22/2008	6/25/2012		7,672	0	5,069	2,603			0	2,603
221	MARVELL TECHNOLOGY GROUP	G5876H105		1/10/2012	2/28/2012		229	0	234	-5			0	-5
222	SECTION 1256 GAIN POWERSHARES						3,627	0	0	3,627			0	3,627
223	ST LOSS FROM POWERSHARES						0	0	954	-954			0	-954
224	LT GAIN FROM POWERSHARES						4,173	0	0	4,173			0	4,173
225	ST Disallowed Loss Wash Sale						93	0	0	93			0	93
226	LT Disallowed Loss Wash Sale						51	0	0	51			0	51
227	LT CAPITAL GAIN DIVIDENDS						2,310	0	0	2,310			0	2,310
228	K-1 SALES ADJUSTMENT						0	0	4,830	-4,830			0	-4,830

52909

52909

Part

	0	0
	Benefits	Expense Account
1		Explanation
2		
3		
4		
5		
6		
7		
8		
9		
10		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	6/30/2011 1	3,408
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	3,408

EDWIN H. EDDY FAMILY FOUNDATION Page 1 of 4
STATEMENT TO APPLICANTS

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6242226

The Edwin H. Eddy Family Foundation may lawfully make grants directly to institutions, organizations or individuals for the purpose of performing services to residents of the City of Duluth and surrounding areas for one or more of the following purposes:

1. Research educational work treatment and rehabilitation in the field of communicative disorders and related fields of neuro-pathology.
2. Financial assistance in testing, interpreting tests and treatment of individuals who have communication disorders with special consideration given to stuttering.
3. Scholarships to be given to students in the field of communicative disorders.
4. Funding of projects, programs and research that have application to helping individuals with communicative disorders.
5. Special consideration for funding to be given to institutions or organizations or faculties jointly sponsoring projects or programs.
6. Assistance to help in the rehabilitation of individuals with speech and/or hearing disorders.

In order to provide the Edwin H. Eddy Family Foundation Advisory Committee and the Edwin H. Eddy Family Foundation Trustees, the basis for making a determination of appropriateness and fundability, a grant application should provide the following information:

Identification of need to be met—definition of the problem.
Purpose, goals and objectives—the desired outcome of the project.
Method of achieving the goals and objectives—proposed activities.
Description of the applicant agency and its qualifications to conduct program including staff, responsibility for execution, experience and past record.
Description of project impact on Duluth area population to be served.
Assurance of nonduplication of existing programs.
Time frame of grant request and program operation.
Coordination of the program and funding with other organizations.
Budget per project—show cost to be covered by grant, other organizations or proposed grants and application share. Include past year's audit or final budget. Include budget detail.
Source of funds in budget for three years following Edwin H. Eddy grant.
Evaluation—how will you determine if program goals have been achieved, by whom will reports be filed.

The following documentation is required for all applications:

1. Copy of Articles of Incorporation.
2. List of officers and board of directors.
3. Proof of tax exempt status.
4. Letters of commitment from participating agencies.

Edwin H. Eddy Family Foundation is to be provided with eight copies of the grant proposal and cover letters and one copy each of Articles of Incorporation and proof of tax exempt status.

Upon approval of grant applications by the Edwin H. Eddy Family Foundation Trustees, the recipient will be required to enter into a grant agreement prior to the disbursement of funds evidencing the agreement of the recipient to all of the provisions of the grant agreement. Included in the agreement will be the outline of the specific programs that have been approved for funding, along with a detail of the specific dollar amounts for each part of the program, the dates and amounts of distributions, the repayment of any unused funds, the record of expenditures to be forwarded to the trustees, and reporting requirements to the Edwin H. Eddy Family Foundation.

GUIDELINES FOR EDWIN H. EDDY FOUNDATION SCHOLARSHIPS

Page 2 of 4

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6248226

1. The award will be strictly scholarship and not traineeship.
2. Scholarships will be granted to college seniors and students in an accredited graduate program of Communication Disorders. Seniors will be defined as "a student who has completed the junior sequence". Grants are made only to full-time students.
3. Applicants must meet a minimum overall grade point average (currently 3.3) to qualify for a scholarship. This GPA minimum is subject to change.
4. Edwin H. Eddy recipients must agree to volunteer their time (once during the duration of the scholarship) to a local high school to help in the recruiting efforts in the Communication Disorders Program.
5. Amount of grants are as follows:
\$1,500 to senior level students for regular school year
\$4,000 to graduate level students
6. Priorities for granting scholarships shall be made in the following order:
 - A. Duluth area residents attending the University of Minnesota, Duluth.
 - B. Duluth area residents attending other accredited institutions.
 - C. Non-Duluth area students attending the University of Minnesota, Duluth.
7. Each applicant must provide the Edwin H. Eddy Foundation a completed application form and a certified copy of the most recent transcript(s) from present or previous institution(s) attended.
8. If an applicant meets the GPA requirements, upon successful completion of a personal interview with a member of the Scholarship Committee, a scholarship will be granted. The Committee's recommendation and the trustees' approval is based upon a determination that the applicant's interest and desire in the field has merit.
9. Interviews must be arranged by the applicant at the Department of Communication Sciences and Disorders; University of Minnesota, Duluth. Telephone number: (218) 726-7974. Renewal applicants will not be interviewed.
10. Applicants will be notified of awards within two weeks after interviews are completed.
11. The Edwin H. Eddy Foundation pays installment of the grant directly to the applicant as per schedule listed above.
12. To receive continued payments, a scholar must maintain the minimum GPA requirements each semester. Recipients not attending UMD must provide the Edwin H. Eddy Foundation a GPA report at the end of each semester.
13. All applications for UMD students must be received by July 8 at the following address:

For University of Minnesota-Duluth students:
Department of Communication Sciences and Disorders
University of Minnesota, Duluth
221 Bohannon Hall
10 University Drive
Duluth, MN 55812-2496

For Non-University of Minnesota-Duluth students or special situations:
Edwin H. Eddy Foundation Scholarship
Wells Fargo Bank North, N.A.
Trust Department
P.O. Box 488
Duluth, MN 55801-0488

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6242226

APPLICATION FOR
EDWIN H. EDDY FAMILY Page 3 of 4
FOUNDATION SCHOLARSHIP

WELLS FARGO BANK MINNESOTA, N.A.
TRUST DEPARTMENT
DULUTH, MN 55802

Name _____
(last) (first) (middle)

Present

Address _____ Phone _____
_____ Zip code _____

High School from which you graduated _____
_____ (Year)

College(s) attended or planning to attend:

Name of School	Date	Degree or Certificate
_____	_____	_____
_____	_____	_____
_____	_____	_____

Check class standing for Grant Award Year Sr. _____ Grad. _____

When do you expect to graduate? _____
(month) (year)

(OVER)

Attachment to Form 990-PF, Part XV, Line 2 EIN 41-6242226

List of honors or special recognition received.

Page 4 of 4

What are your career goals?

Unusual circumstances or other comments.

If awarded an Edwin H. Eddy Foundation Scholarship, I agree to abide by all its requirements.

Signed _____

Dated _____

Name: EDDY FOUNDATION CHAR TRUST U/W

Account #: 16880400

FYE: 7/1/11-6/30/12

BALANCE SHEET

<u>SECURITY CATEGORY</u>	<u>ACCOUNT #</u>	<u>CUSIP</u>	<u>ASSET NAME</u>	<u>FMV</u>	<u>FED COST</u>
Savings & Temp Inv	16880400	VP0528308	FEDERATED TREAS OBL FD 68	34,079.04	34,079.04
Savings & Temp Inv	16880400	VP0528308	FEDERATED TREAS OBL FD 68	17,337.25	17,337.25
Invest - Corp Stock	16880400	018490102	ALLERGAN INC	8,423.87	7,350.10
Invest - Corp Stock	16880400	023135106	AMAZON COM INC COM	11,645.85	4,301.53
Invest - Corp Stock	16880400	037833100	APPLE INC	36,792.00	6,259.04
Invest - Corp Stock	16880400	151020104	CELGENE CORP COM	7,635.04	7,379.04
Invest - Corp Stock	16880400	177376100	CITRIX SYS INC COM	7,470.66	2,841.71
Invest - Corp Stock	16880400	192446102	COGNIZANT TECH SOLUTIONS CRP COM	7,620.00	8,924.97
Invest - Corp Stock	16880400	235851102	DANAHER CORP	8,072.40	3,036.30
Invest - Corp Stock	16880400	25243Q205	DIAGEO PLC - ADR	8,760.95	6,212.87
Invest - Other	16880400	256219106	DODGE & COX STOCK FUND #145	312,928.15	231,939.04
Invest - Corp Stock	16880400	278865100	ECOLAB INC	7,264.18	3,471.79
Invest - Corp Stock	16880400	311900104	FASTENAL CO	3,627.90	1,787.63
Invest - Corp Stock	16880400	461202103	INTUIT COM	8,605.75	7,482.70
Invest - Corp Stock	16880400	518439104	ESTEE LAUDER COMPANIES INC	7,955.64	7,569.29
Invest - Corp Stock	16880400	594918104	MICROSOFT CORP	6,056.82	5,916.24
Invest - Corp Stock	16880400	68389X105	ORACLE CORPORATION	11,315.70	10,414.66
Invest - Corp Stock	16880400	73755L107	POTASH CORP SASK	8,170.03	6,282.21
Invest - Corp Stock	16880400	747525103	QUALCOMM INC	13,196.16	13,278.42
Invest - Other	16880400	780905840	ROYCE PENNSYLVANIA MUT FD-INV #260	36,991.73	40,000.00
Invest - Corp Stock	16880400	80004C101	SANDISK CORP COM	5,544.96	7,525.80
Invest - Corp Stock	16880400	806857108	SCHLUMBERGER LTD	9,152.31	9,137.21
Invest - Corp Stock	16880400	858912108	STERICYCLE INC COM	8,891.99	6,074.33
Invest - Corp Stock	16880400	892356106	TRACTOR SUPPLY CO COM	12,791.24	2,660.44
Invest - Corp Stock	16880400	907818108	UNION PACIFIC CORP	12,288.93	7,947.00
Invest - Corp Stock	16880400	913903100	UNIVERSAL HEALTH SVCS INC CL B	5,999.24	5,658.18
Invest - Corp Stock	16880400	966837106	WHOLE FOODS MKT INC	8,960.08	6,509.69
Invest - Corp Stock	16880400	191216100	COCA COLA CO	10,399.27	9,399.29
Invest - Corp Stock	16880400	740189105	PRECISION CASTPARTS CORP	14,968.59	6,879.01
Invest - Corp Stock	16880400	22160K105	COSTCO WHOLESALE CORP	7,600.00	6,469.93
Invest - Corp Stock	16880400	30231G102	EXXON MOBIL CORPORATION	5,048.63	3,466.38
Invest - Corp Stock	16880400	31428X106	FEDEX CORPORATION	7,420.41	7,496.93
Invest - Corp Stock	16880400	G5876H105	MARVELL TECHNOLOGY GROUP	4,286.40	5,970.40
Invest - Corp Stock	16880400	20441W203	COMPANHIA DE BEBIDAS-PRF ADR	8,010.97	5,894.15
Invest - Corp Stock	16880400	189754104	COACH INC	6,081.92	6,154.57
Invest - Corp Stock	16880400	61166W101	MONSANTO CO NEW	7,532.98	6,852.41
Invest - Other	16880400	464287614	ISHARES RUSSELL 1000 GROWTH	50,584.00	50,845.60
Invest - Other	16880400	464287655	ISHARES RUSSELL 2000	79,560.00	70,039.50
Invest - Corp Bonds	16880400	912828KM1	US TREAS INFL IND 1 250% 4/15/14	56,116.16	52,559.44
Invest - Corp Stock	16880400	G1151C101	ACCENTURE PLC	7,631.43	4,677.00
Invest - Other	16880400	256206103	DODGE & COX INT'L STOCK FD #1048	157,324.65	154,705.84

Invest - Other	16880400	464287564	SHARES TR COHEN & STEERS REALTY	134,238.48	87,132.77
Invest - Other	16880400	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	71,474.14	75,000.00
Invest - Other	16880400	464287481	ISHARES TR RUSSELL MIDCAP GROWTH	116,604.30	91,723.20
Invest - Other	16880400	339128100	JP MORGAN MID CAP VALUE-I #758	106,295.12	77,622.44
Invest - Other	16880400	36201JEX3	GNMA POOL #584350 5 500% 4/15/17	5,708.38	5,244.50
Invest - Corp Bonds	16880400	912828MF4	US TREASURY INFLATION BOND 1/15/20	30,923.56	25,588.24
Invest - Other	16880400	29299D444	THE ENDOWMENT TEI FUND LP	81,226.75	88,681.31
Invest - Other	16880400	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	48,645.21	50,000.00
Invest - Corp Stock	16880400	40425J101	HMS HLDGS CORP	6,129.04	3,360.34
Invest - Corp Bonds	16880400	055451AA6	BHP BILLITON FIN USA 4.800% 4/15/13	25,831.25	25,271.75
Invest - Corp Stock	16880400	741503403	PRICELINE COM INC	7,974.24	5,737.88
Invest - Corp Stock	16880400	46120E602	INTUITIVE SURGICAL INC	4,430.32	4,195.30
Invest - Other	16880400	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	47,963.82	44,893.53
Invest - Other	16880400	464287234	ISHARES TR MSCI EMERGING MARKETS	258,095.32	237,752.58
Invest - Other	16880400	722005220	PIMCO FOREIGN BOND (UNHEDGED) #1853	97,771.51	100,000.00
Invest - Corp Stock	16880400	38259P508	GOOGLE INC	14,501.75	15,096.87
Invest - Corp Bonds	16880400	904764AL1	UNILEVER CAPITAL COR 2.750% 2/10/16	52,896.50	50,370.50
Invest - Corp Stock	16880400	517834107	LAS VEGAS SANDS CORP	6,914.91	7,278.19
Invest - Corp Bonds	16880400	3135G0BA0	FED NATL MTG ASSN 2.375% 4/11/16	53,110.00	50,058.20
Invest - Corp Stock	16880400	150870103	CELANESE CORP	4,258.26	6,241.34
Invest - Other	16880400	464288885	ISHARES MSCI EAFE GROWTH	170,856.40	215,738.30
Invest - Other	16880400	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	71,181.18	74,000.00
Invest - Corp Stock	16880400	751212101	RALPH LAUREN CORP	4,902.10	5,742.25
Invest - Corp Stock	16880400	45865V100	INTERCONTINENTALEXCHANGE INC	8,702.72	4,252.96
Invest - Corp Stock	16880400	169656105	CHIPOTLE MEXICAN GRILL INC	5,699.25	3,036.21
Invest - Corp Stock	16880400	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE	6,523.92	7,732.00
Invest - Other	16880400	961995008	ASGI MESIROW INSIGHT FUND, LLC	222,713.41	199,510.00
Invest - Other	16880400	73935S105	POWERSHARES DB COMMODITY INDEX	141,367.50	122,547.93
Invest - Corp Stock	16880400	G3157S106	ENSCO PLC-CL A	5,260.64	6,416.25
Invest - Other	16880400	36294VPL8	GNMA POOL #861127 6 000% 2/15/22	19,783.03	18,274.75
Invest - Other	16880400	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	112,179.00	116,632.89
Invest - Corp Stock	16880400	78505P100	SXC HEALTH SOLUTIONS CORP	9,921.00	5,795.45
Invest - Corp Stock	16880400	20605P101	CONCHO RESOURCES INC	5,532.80	5,336.72
Invest - Corp Stock	16880400	64110D104	NETAPP INC	4,422.98	5,582.55
Invest - Other	16880400	76628T645	RIDGEWORTH SEIX HY BD-I #5855	72,889.44	75,000.00
Invest - Corp Stock	16880400	750086100	RACKSPACE HOSTING INC	7,294.04	5,410.73
TOTALS:				3,094,365.55	2,785,044.86

TOTAL SAVINGS & TEMP INV:

TOTAL INVEST-CORP STOCK:	407,690.27	302,496.26
--------------------------	------------	------------

TOTAL INVEST - OTHER:	2,416,381.52	2,227,284.18
-----------------------	--------------	--------------

TOTAL INVEST - CORP BONDS:	218,877.47	203,848.13
----------------------------	------------	------------