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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

OMB No 1545-0052

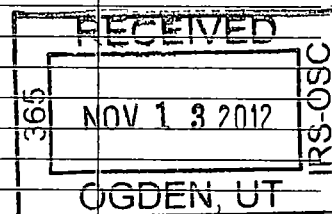
2011

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

For calendar year 2011 or tax year beginning 07/01, 2011, and ending 06/30, 2012

Name of foundation JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST		A Employer identification number 43-6328116
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 387	Room/suite	B Telephone number (see instructions) (314) 418-2643
City or town, state, and ZIP code ST. LOUIS, MO 63166		C If exemption application is pending, check here ☐
G Check all that apply.	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,879,862.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method: ☒ Cash ☐ Accrual (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) (see instructions))		(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 (attach schedule)				
	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	197,582.	197,582.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	36,078.			
	b Gross sales price for all assets on line 6a	3,543,312.			
	7 Capital gain net income (from Part IV, line 2)		36,078.		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	194.		194.	STMT 1
	12 Total Add lines 1 through 11	233,854.	233,660.	194.	
	13 Compensation of officers, directors, trustees, etc.	61,208.	60,077.		1,131.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	2,250.	NONE	NONE	2,250.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	1,725.	1,725.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 4	1.			1.
	24 Total operating and administrative expenses. Add lines 13 through 23	65,184.	61,802.	NONE	3,382.
	25 Contributions, gifts, grants paid	323,093.			323,093.
	26 Total expenses and disbursements Add lines 24 and 25	388,277.	61,802.	NONE	326,475.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-154,423.			
	b Net investment income (if negative, enter -0-)		171,858.		
	c Adjusted net income (if negative, enter -0-)			194.	



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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			270,436.	270,436.
	2	Savings and temporary cash investments	114,273.	106,471.	106,471.	
	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 (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) . STMT 5	4,298,916.	3,981,199.	4,231,785.	
	c	Investments - corporate bonds (attach schedule) . STMT 11	3,249,459.	3,156,678.	3,271,170.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,662,648.	7,514,784.	7,879,862.		
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
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	7,662,648.	7,514,784.		
	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)	7,662,648.	7,514,784.		
	31	Total liabilities and net assets/fund balances (see instructions)	7,662,648.	7,514,784.		

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	7,662,648.
2	Enter amount from Part I, line 27a	2	-154,423.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	6,559.
4	Add lines 1, 2, and 3	4	7,514,784.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,514,784.

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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 PUBLICLY TRADED SECURITIES				
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 3,513,388.		3,507,234.	6,154.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a			6,154.	
b				
c				
d				
e				
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 36,078.
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

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	384,346.	7,798,090.	0.049287
2009	355,499.	7,335,856.	0.048460
2008	5,596.	6,945,789.	0.000806
2007	467,396.	9,146,633.	0.051100
2006	418,085.	9,193,169.	0.045478

2 Total of line 1, column (d)	2	0.195131
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	0.039026
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	7,574,414.
5 Multiply line 4 by line 3	5	295,599.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,719.
7 Add lines 5 and 6	7	297,318.
8 Enter qualifying distributions from Part XII, line 4	8	326,475.

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	1	1,719.
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	
3	Add lines 1 and 2	3	1,719.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,719.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	17,198.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	17,198.
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	15,479.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 1,720. Refunded ☒	11	13,759.

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 page 19 of the 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 ☒ \$ _____ (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? 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	
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) ☒ MO		
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

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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>US BANK NA</u> Telephone no <u>(314) 418-2643</u>			
	Located at <u>PO BOX 387, ST LOUIS, MO</u> ZIP + 4 <u>63166</u>			
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 <u>15</u>			
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>				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)?	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 <u></u>		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
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	
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

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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 ☒ NoOrganizations 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).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 88707a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob 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
SEE STATEMENT 14		61,208.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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	
Total. Add lines 1 through 3		

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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	7,689,760.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	7,689,760.
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	NONE
3	Subtract line 2 from line 1d	3	7,689,760.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	115,346.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,574,414.
6	Minimum investment return. Enter 5% of line 5	6	378,721.

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	378,721.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,719.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,719.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	377,002.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	377,002.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	377,002.

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	326,475.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	326,475.
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	1,719.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	324,756.

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				377,002.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			260,628.	
b Total for prior years 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>326,475.</u>				
a Applied to 2010, but not more than line 2a			260,628.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				65,847.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				311,155.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

1a 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		(e) Total
	(a) 2011	(b) 2010	(c) 2009	
2a 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 STATEMENT 15				
Total			3a	323,093.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.

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

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). (See instructions.)
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52 -

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 F. Loose
Signature of officer or trustee

08/09/2012
Date

TRUSTEE
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

Preparer's signature

Date _____

Check ☐ if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address ▶

Phone no.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	ADJUSTED NET INCOME -----
FEDERAL TAX REFUND	194.	194.
	-----	-----
TOTALS	194.	194.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	2,250.			2,250.
TOTALS	2,250.	NONE	NONE	2,250.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	3.	3.
FOREIGN TAXES ON QUALIFIED FOR	1,413.	1,413.
FOREIGN TAXES ON NONQUALIFIED	309.	309.
	-----	-----
TOTALS	1,725.	1,725.
	=====	=====

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
----------------------	--	---------------------------------

OTHER NONALLOCABLE EXPENSES -

1.

1.

TOTALS

1.

1.

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
DR PEPPER SNAPPLE GROUP	12,534.	13,038.
PRAXAIR INC	17,125.	21,529.
UNITED TECHNOLOGIES CORP	41,498.	37,689.
CHEVRON CORP	5,459.	5,486.
EXXON MOBIL CORP	19,880.	20,622.
SCHLUMBERGER LTD	34,951.	28,690.
TARGET CORP		
HOLLYFRONTIER CORP	1,477.	1,701.
MERCK AND CO INC NEW	3,004.	3,257.
WALGREEN CO	2,478.	2,219.
ATT INC	16,185.	16,760.
AMERICAN EXPRESS CO	9,643.	11,351.
BEST BUY CO INC	4,062.	4,213.
GOLDMAN SACHS GROUP INC	13,020.	7,861.
PG&E CORP		
ACCENTURE LTD	12,679.	14,542.
APPLE INC	39,447.	160,016.
QUALCOMM INC	16,380.	17,706.
EDISON INTL	8,372.	8,455.
EMERSON ELEC CO	11,944.	10,946.
CAMERON INTL CORP	9,021.	6,407.
MCDONALD'S CORP	17,223.	21,867.
INTEL CORP	22,550.	24,545.
MACYS INC	12,619.	14,358.
CIT GROUP INC		
AMERICAN TOWER CORP	18,474.	25,797.
VERIZON COMMUNICATIONS INC	18,626.	22,042.
TYSON FOODS INC CL A	14,044.	13,897.
ORACLE CORP	3,103.	2,970.

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
HOME DEPOT INC	18,017.	18,599.
KRAFT FOODS INC CL A	32,973.	33,136.
T ROWE PRICE SM CAP VAL #46	12,368.	16,531.
AMPHENOL CORP	13,040.	13,620.
B M C SOFTWARE INC		
C H ROBINSON WORLDWIDE INC	13,414.	10,770.
CSX CORP	11,482.	9,682.
CATERPILLAR INC		
DIRECTV GROUP INC	4,062.	3,954.
GENERAL ELECTRIC CO	4,584.	5,794.
MASTERCARD INC	28,248.	41,721.
NEWMONT MINING CORP		
NIKE INC	14,418.	14,571.
PHILIP MORRIS INTL INC	12,413.	20,070.
ACE LTD	8,591.	9,933.
RED HAT INC	8,140.	10,675.
STAPLES INC	13,346.	13,428.
IPATH DOW JONES UBS COMMOD		
JOHNSON JOHNSON	14,964.	15,809.
ANADARKO PETE CORP	3,397.	2,714.
BAKER HUGHES INC		
CITIGROUP INC	10,236.	6,359.
CUMMINS INC	7,749.	15,699.
COCA COLA COMPANY	5,244.	6,021.
DOLLAR TREE INC	20,041.	30,666.
ECOLAB INC	10,525.	12,884.
GENERAL MILLS INC	6,142.	6,128.
INTL BUSINESS MACHINES CORP	45,148.	47,135.
INTUIT INC		

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
MCKESSON CORPORATION	17,241.	19,969.
ISHARES S&P PREF STK INDEX FD		
POLARIS INDS INC	9,999.	9,507.
VISA INC CL A	12,807.	19,163.
V F CORP		
TD AMERITRADE HLDG CORP	847.	867.
RALPH LAUREN CORP	19,945.	22,410.
PHILLIPS 66	792.	1,064.
PNC FINANCIAL SERVICES GROUP	14,370.	16,561.
MOTOROLA SOLUTIONS INC	47.	48.
PRUDENTIAL FINANCIAL INC	7,452.	6,538.
PROCTOR AND GAMBLE CO	14,077.	13,475.
PACKAGING CORP OF AMERICA		
MEAD JOHNSON NUTRITION CO	8,142.	9,098.
OCCIDENTAL PETROLEUM	10,255.	10,292.
LINCOLN NATIONAL CORP	10,219.	11,744.
KELLOG CO	7,049.	6,413.
HUMANA	7,808.	7,744.
GILEAD SCIENCES INC	3,575.	4,461.
DOW CHEM CO	6,355.	6,206.
EXPRESS SCRIPTS INC CL A		
CVS CAREMARK CORP	20,854.	21,776.
CF INDUSTRIES HOLDINGS INC	9,671.	11,043.
ALEXION PHARMACEUTICALS INC	10,518.	14,299.
3M CO	13,651.	13,798.
WYNN RESORTS LTD	15,658.	13,898.
WHITING PETROLEUM CORP	1,773.	1,892.
CARNIVAL CORP		
CHECK POINT SOFTWARE TECH LTD		

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

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FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
SONY CORP A D R	234,890.	220,729.
GOLDMAN SACHS M C VALUE INSTL	100,000.	160,979.
NUVEEN MID CAP GRWTH OPP FD	192,792.	218,556.
NUVEEN REAL ESTATE SECS I		
NUVEEN TRADEWINDS GLBL A C 1		
OPPENHEIMER DEV MKTS FDS CL Y		
T-ROWE PRICE MID CAP GROWTH FD		
SCOUT INTL FUND	762,849.	693,642.
SPDR DJ WILSHIRE INTL	99,086.	92,686.
T ROWE PRICE SC STOCK	185,161.	179,476.
TFS MARKET NEUTRAL FUND	276,680.	269,467.
UNITED HEALTH GROUP INC	11,969.	19,305.
TEXTRON INC		
TERADATA CORP	8,974.	13,106.
SUNTRUST BANKS INC		
STARBUCKS CORP	17,964.	26,180.
ST JUDE MED INC		
SIM CORP	12,018.	12,914.
SALESFORCE COM INC	10,603.	12,167.
ROCKWELL COLLINS INC	13,066.	9,870.
PRICELINE COM INC	31,635.	46,516.
PRECISION CASTPARTS CORP	14,020.	15,627.
POLO RALPH LAUREN CORP		
PIONEER NAT RES CO	23,264.	21,876.
PFIZER INC	24,718.	27,163.
PERRIGO CO	22,493.	29,836.
PARKER HANNIFIN CORP		
ON SEMICONDUCTOR CORP		
OFFICEMAX INC		

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
NETFLIX COM INC		
NETAPP INC		
NATIONAL OILWELL VARCO INC	16,473.	13,726.
MEDCO HEALTH SOLUTIONS INC		
MANPOWER INC	3,842.	2,346.
LULULEMON ATHLETICA INC	17,211.	19,380.
LAUDER ESTEE COS INC	21,098.	23,650.
KEYCORP NEW		
JUNIPER NETWORKS INC		
JOY GLOBAL INC	16,185.	9,871.
JARDEN CORP	12,055.	12,354.
J P MORGAN CHASE CO		
GOOGLE INC	54,464.	55,107.
FRONTIER OIL CORP		
FREEMPORT MCMORAN COPPER GOLD		
FORD MOTOR CO		
FOOT LOCKER INC	7,019.	6,942.
FIFTH THIRD BANCORP		
EDWARDS LIFESCIENCES CORP	4,122.	4,855.
EATON CORP	8,172.	7,767.
E M C CORP	27,648.	27,732.
DOVER CORP	8,766.	8,256.
DISNEY WALT CO	6,320.	7,372.
DISCOVERY COMMUNICATIONS INC	9,152.	12,150.
DICKS SPORTING GOODS INC	11,398.	14,064.
CONOCOPHILLIPS		
CONCHO RES INC	10,679.	8,597.
CLIFFS NATURAL RESOURCES INC	9,109.	4,978.
CERNER CORP	9,358.	13,060.

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
CAPITAL ONE FINANCIAL CORP	9,911.	10,877.
BRUNSWICK CORP		
BRISTOL MYERS SQUIBB CO	3,279.	4,566.
BORG WARNER INC	9,991.	9,379.
BOEING CO	14,605.	15,454.
AUTOMATIC DATA PROCESSING		
APACHE CORP		
AMAZON COM INC	27,506.	38,820.
ALTERA CORP	9,115.	7,174.
ALLERGAN INC	15,153.	19,903.
ALCOA INC		
LORILLARD INC		
WELLS FARGO CO	28,004.	34,243.
WILLIAMS COS INC	9,551.	11,096.
COVIDEN PLC	7,120.	8,346.
INGERSOLL RAND PLC	6,777.	6,791.
NIELSEN HOLDINGS NV	13,224.	12,586.
SEAGATE TECHNOLOGY	615.	495.
ABERDEEN FDS EMRGN MKT INSTL	444,710.	446,669.
ROWE T PRICE MID CAP GROWTH FD	158,940.	156,955.
	-----	-----
TOTALS	3,981,199.	4,231,785.
	=====	=====

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
JPMORGAN CHASE CO 4.4% 7/22/20	35,795.	36,916.
WELLS FARGO 5.30% 8/26/11		
HERSHEY CO 5.30% 9/01/11		
EMERSON ELEC 5.750% 11/01/11		
COSTCO WHSL 5.30% 3/15/12		
WACHOVIA CORP 5.30% 10/15/11		
GOLDMAN SACHS 5.450% 11/1/12		
DUPONT EI 4.750% 11/15/12	50,851.	50,725.
TARGET CORP 5.125% 1/15/13	51,700.	50,774.
MERRILL LYNCH 5.450% 2/5/13	208,682.	204,928.
BOTTLING GRP 5% 11/15/13	25,031.	25,503.
WELLS FARGO 5.250% 10/23/12	207,880.	211,218.
CONOCOPHILLIPS 4.750% 2/1/14	60,966.	60,862.
BB&T CORP 5.700% 4/30/14	127,213.	132,768.
GENERAL ELECT CAP 5.50% 6/4/14	65,328.	70,535.
BELLSOUTH CORP 5.200% 9/15/14	60,850.	64,669.
BB&T CORP 5.200% 12/23/15	153,674.	163,241.
EMERSON ELEC 5.125% 12/1/16	56,400.	66,031.
GOLDMAN SACHS 5.625 1/15/17	156,585.	172,053.
ATT INC 5.500 2/1/18	48,182.	52,445.
PROGRESS ENER 5.30 1/15/19	53,231.	59,413.
GEORGIA POWER 4.25 12/1/19	80,666.	90,024.
JP MORGAN CHASE 8/8/11	75,424.	85,124.
BARCLAYS BANK PLC 11/8/16	36,000.	35,114.
BARCLAYS BANK PLC 5/15/17	35,000.	35,000.
BARCLAYS BK PLC 12/28/2011		
ROYAL BK CANADA 12/28/2011		
BARCLAYS BK PLC 2/7/2013	50,000.	52,230.
ISHARES BARCLAY TIPS BD ETF	38,185.	43,331.

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
ROYAL BANK OF CANADA 03/14/12		
JPMORGAN CHASE 07/13/12	50,000.	62,660.
JPMORGAN CHASE 05/15/12		
BANK OF AMERICA 4.50% 04/01/15	104,048.	103,076.
BARCLAY BK PLC 08/22/12	140,000.	130,144.
BARCLAY BK PLC 08/22/12	25,000.	22,480.
BARCLAY BK PLC 09/20/12	67,000.	73,727.
BARCLAY BK PLC 02/22/13	25,000.	23,560.
ABBAY NATL TREAS 4.00 04/27/16	76,073.	73,900.
CREDIT SUISSE COMM RET ST CO		
ISHARES JP MORGAN EMB FD	189,224.	199,957.
NUVEEN HIGH INC BD FD CL 1	137,466.	159,598.
T ROWE PRICE INTL BD FD	136,174.	132,113.
BARCLAYS BANK PLC 4% 12/30/13	50,000.	54,440.
JPMORGAN CHASE CO 5/15/14	215,000.	208,593.
INV BALANCE RISK COMM STR Y	69,898.	70,663.
ISHARES S&P PREF STK INDX FD	194,152.	193,355.
	-----	-----
TOTALS	3,156,678.	3,271,170.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

COST ADJ

6,559.

TOTAL

6,559.

=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

US BANK NA

ADDRESS:

PO BOX 387

ST LOUIS, MO 63166

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 60,208.

OFFICER NAME:

DR DENNIS SMITH

ADDRESS:

2700 MCCLELLAND BLVD

JOPLIN, MO 64804

TITLE:

GRANT SELECTION COMMITTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 500.

OFFICER NAME:

DR CJ HUFF

ADDRESS:

1717 E 15TH STREET

JOPLIN, MO 64804

TITLE:

GRANT SELECTION COMMITTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 500.

TOTAL COMPENSATION:

61,208.

=====

| U^S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR

PRIN CASH

INCOME CASH

7/25 CASH DISBURSEMENT -3,000 00

PAID TO ALLIANCE OF SOUTHWEST MISSOURI
2914 E 32ND ST, SUITE 102
JOPLIN MO 64804
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557180
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 11
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -6,500 00

PAID TO ALZHEIMER'S ASSOC OF SW MISSOURI
3510 E 3RD ST
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557179
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 12
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -6,750 00

PAID TO AREA AGENCY ON AGING
PO BOX 3990
JOPLIN MO 64803-3990
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557184
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 13
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -2,000 00

PAID TO ASPIRE OF SW MISSOURI
PO BOX 4623
JOPLIN MO 64803-4623
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557182
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO. UB000517 TRANS NO 14
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -11,500 00

PAID TO BRIDGE MINISTRIES INC
ATTN DAN MITCHELL
3405 JOHN Q HAMMONS BLVD
JOPLIN MO 64804-4461
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557181
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 15
DISBURSEMENT CODE 540

[U'S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR

PRIN CASH

INCOME CASH

7/25 CASH DISBURSEMENT -5,000 00

PAID TO CARL JUNCTION R-I
ATTN PHILLIP COOK, ASST SUPERINTEND
206 S RONEY STREET
CARL JUNCTION, MO 64834
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557185
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 16
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -10,000 00

PAID TO CARTERVILLE CEMETARY ASSOCIATION
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557183
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 17
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -1,787 00

PAID TO CHILDREN'S CENTER OF SW MISSOURI
921 EAST 34TH STREET SUITE A
JOPLIN MO 64804
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557188
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO. 21
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -15,000 00

PAID TO CHILDRENS HAVEN OF SOUTHWEST
701 S PICHER
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557186
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000517 TRANS NO 22
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -8,500 00

PAID TO COLLEGE HEIGHTS CHRISTIAN SCHOOL
4311 NEWMAN RD
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557187
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO. UB000517 TRANS NO 23
DISBURSEMENT CODE 540

| U S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR

PRIN CASH

INCOME CASH

7/25 CASH DISBURSEMENT -8,000 00
PAID TO COLLEGE OF THE OZARKS
DR JERRY C DAVIS
PO BOX 17
POINT LOOKOUT MO 65726
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556562
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 11
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -7,000 00
PAID TO CROSSLINES CHURCHES OF JOPLIN
131 S HIGH
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556546
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 12
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -4,000 00
PAID TO DANNY & WILLA-ELLIS FND
ATTN DANNY ELLIS
PO BOX 54
FT SCOTT, KS 66701
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556556
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO. 13
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -10,000 00
PAID TO THE-FREEMAN FOUNDATION
ATTN. MIKE LEONE
1102 W 32ND STREET
JOPLIN MO 64804-3503
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556561
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 14
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -5,000 00
PAID TO HOUSE OF HOPE
614 S WALL, STE 3
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556559
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION

| U S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR

PRIN CASH

INCOME CASH

REVERSED BY TRX 21 BATCH AL000038 ON 8/2/11
REVERSAL POSTED BY 129
BATCH NO UB000518 TRANS NO 15
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -5,000 00

PAID TO JOPLIN AREA CATHOLIC SCHOOLS
930 S PEARL AVE
JOPLIN MO 64801-4300
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556555
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 16
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -10,000 00

PAID TO JOPLIN AREA CHAMBER OF COMMERCE
FOUNDATION
320 E 4TH STREET
JOPLIN, MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557192
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 17
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -5,000 00

PAID TO YOUNG LIFE JOPLIN
PO BOX 814
JOPLIN MO 64802-0814
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557189
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 18
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -6,000 00

PAID TO JOPLIN ASSOCIATION FOR THE BLIND
311 SOUTH SCHIFFERDECKER
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556557
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 19
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -14,000 00

PAID TO JOPLIN FAMILY Y
PO BOX 227
JOPLIN MO 64802-0227
MISCELLANEOUS DISBURSEMENT

| U.S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR

PRIN CASH

INCOME CASH

T/A CHECK # 4556560
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 20
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -9,000 00

PAID TO JOPLIN HUMANE SOCIETY INC
140 EMPEROR LANE
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557190
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 21
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -4,000 00

PAID TO JOPLIN NALA
PO BOX 447
JOPLIN MO 64802-0447
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556563
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 22
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -20,000 00

PAID TO JOPLIN SCHOOLS R-VIII FOUNDATION
1717 E 15TH STREET
PO BOX 128
JOPLIN MO 64802-0128
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556547
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 23
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -10,000 00

PAID TO LAFAYETTE HOUSE
ATTN JENIFER STAAB
PO BOX 1765
JOPLIN, MO 64802
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556548
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 24
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -4,000.00

PAID TO MARTIN LUTHER SCHOOL
2616 CONNECTICUT AVENUE

| U'S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR PRIN CASH INCOME CASH

JOPLIN MO 64804
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556549
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 25
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -14,000 00

PAID TO MISSOURI SOUTHERN FOUNDATION
MARK PARSONS
HEARNES HALL, RM 211
3950 NEWMAN ROAD
JOPLIN, MO 64801-1512
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557194
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO. 26
DISBURSEMENT CODE. 540

7/25 CASH DISBURSEMENT -9,000 00

PAID TO OZARK CHRISTIAN COLLEGE
1111 N MAIN
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556558
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO. 27
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -6,500 00

PAID TO OZARKS PUBLIC TELEVISION / KOZJ
ATTN NORMA SCOTT
PO BOX 1226
JOPLIN, MO 64802-1226
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556544
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 28
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -5,056 00

PAID TO BOY SCOUTS OF AMERICA
OZARK TAILS COUNCIL #306
1616 S EASTGATE
SPRINGFIELD MO 65809
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556550
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 29
DISBURSEMENT CODE 540

| U'S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR PRIN CASH INCOME CASH

7/25 CASH DISBURSEMENT -5,000 00

PAID TO PRO MUSICA
211 S MAIN ST, STE 312
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556551
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 30
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -2,000 00

PAID TO REGIONAL HEALTH & WELFARE
PO BOX 8182
JOPLIN, MO 64802-8182
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557191
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 31
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -23,000 00

PAID TO SALVATION ARMY OF JOPLIN
320 EAST 8TH ST
PO BOX 1362
JOPLIN MO 64802-1362
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556552
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 32
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -10,000 00

PAID TO GEORGE A-SPIVA CENTER FOR THE ARTS
222 WEST 3RD
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556553
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 33
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -10,000 00

PAID TO UNITED WAY OF SOUTHWEST MISSOURI
3510 EAST 3RD ST
JOPLIN MO 64801-8411
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556545
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 34

| U'S BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR PRIN CASH INCOME CASH

DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -7,500 00

PAID TO WILDCAT GLADES-AUDUBON CENTER
ATTN ROBIN MCALLISTER
201 W RIVIERA DR, STE A
JOPLIN MO 64804
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4557193
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 35
DISBURSEMENT CODE 540

7/25 CASH DISBURSEMENT -35,000 00

PAID TO COMMUNITY HEALTH CLINIC OF JOPLIN
701 S JOPLIN AVENUE
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556554
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
BATCH NO UB000518 TRANS NO 38
DISBURSEMENT CODE 540

8/2 REVERSAL 5,000 00

PAID TO HOUSE OF HOPE
614 S WALL, STE 3
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4556559
PAID FOR NO ONE
2011 CHARITABLE DISTRIBUTION
REVERSAL OF TRX 15 BATCH UB000518 FROM 7/25/11
REVERSAL POSTED BY 129
BATCH NO AL000038 TRANS NO 21
DISBURSEMENT CODE 540

8/5 CASH DISBURSEMENT -5,000 00

PAID TO HOUSE OF HOPE
614 S WALL, SUITE 3
JOPLIN, MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4572999
PAID FOR NO ONE
2011 CHARITABLE GIFT
BATCH NO UB000139 TRANS NO. 01
DISBURSEMENT CODE 540

8/5 CASH DISBURSEMENT -5,000 00

PAID TO WATERED GARDENS
531 S KENTUCKY AVE
JOPLIN MO 64801
MISCELLANEOUS DISBURSEMENT
T/A CHECK # 4573000

| U.S. BANK

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 08/09/12 14 40

08763770 LEMONS FAMILY CHARITABLE TR PRIN CASH INCOME CASH

PAID FOR NO ONE

2011 CHARITABLE DISTRIBUTION

BATCH NO UB000139 TRANS NO 22

DISBURSEMENT CODE 540

**SUMMARY FOR 07/01/11 THROUGH 06/30/12 **

MISCELLANEOUS DISBURSEMENTS

540 - MISCELLANEOUS DISBURSEMENT -323,093.00 0

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST 43-6328116
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

VARIOUS 501(C)(3) ORGANIZATIONS
FOR DETAILS CONTACT

ADDRESS:

US BANK NA , PO BOX 387
ST LOUIS, MO 63166

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 323,093.

TOTAL GRANTS PAID:

323,093.

=====

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Note. Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-41,884.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	-41,884.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS					29,754.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	48,038.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	170.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	77,962.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-41,884.
14	Net long-term gain or (loss):			
a	Total for year	14a		77,962.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		36,078.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if	
• Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or	
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30 go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 226. ALLERGAN INC	05/27/2011	07/14/2011	18,965.00	18,688.00	277.00
20. ALTERA CORP	04/01/2011	07/14/2011	869.00	860.00	9.00
293. AUTOMATIC DATA PROCES	03/18/2011	07/14/2011	15,723.00	14,504.00	1,219.00
33. IPATH DOW JONES UBS CO	11/22/2010	07/14/2011	1,624.00	1,439.00	185.00
9. CSX CORP	04/01/2011	07/14/2011	230.00	239.00	-9.00
78. CARNIVAL CORP	03/18/2011	07/14/2011	2,762.00	3,107.00	-345.00
99. CATERPILLAR INC	03/18/2011	07/14/2011	10,776.00	10,429.00	347.00
592. CITIGROUP INC	03/18/2011	07/14/2011	23,336.00	34,688.00	-11,352.00
531. DISNEY WALT CO	03/18/2011	07/14/2011	21,043.00	22,132.00	-1,089.00
64. DIRECTV CL A	03/18/2011	07/14/2011	3,345.00	2,894.00	451.00
330. DIRECTV CL A	04/01/2011	07/14/2011	17,249.00	15,622.00	1,627.00
39. DIRECTV CL A	05/27/2011	07/14/2011	2,038.00	1,956.00	82.00
293. EXXON MOBIL CORP	04/01/2011	07/14/2011	24,241.00	24,765.00	-524.00
465.084 GOLDMAN SACHS M C INST	04/01/2011	07/14/2011	17,441.00	17,896.00	-455.00
400. ISHARES JP MORGAN EM	04/01/2011	07/14/2011	43,619.00	42,612.00	1,007.00
150. ISHARES S&P PREF STK	09/22/2010	07/14/2011	5,892.00	5,997.00	-105.00
750. ISHARES S&P PREF STK	05/27/2011	07/14/2011	29,459.00	30,098.00	-639.00
8. JUNIPER NETWORKS INC	04/01/2011	07/14/2011	248.00	334.00	-86.00
234. LULULEMON ATHLETICA I	04/01/2011	07/14/2011	14,178.00	10,534.00	3,644.00
60. MANPOWER INC	03/18/2011	07/14/2011	3,223.00	3,602.00	-379.00
950.332 NUVEEN TRADEWINDS	04/11/2011	07/14/2011	28,025.00	28,548.00	-523.00
206. OFFICEMAX INC	03/18/2011	07/14/2011	1,479.00	2,606.00	-1,127.00
148. P G E CORP	04/01/2011	07/14/2011	6,260.00	6,611.00	-351.00
55. PARKER HANNIFIN CORP	04/01/2011	07/14/2011	4,751.00	5,232.00	-481.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 38. PERRIGO CO	04/01/2011	07/14/2011	3,530.00	3,008.00	522.00
2. PRAXAIR INC	09/07/2010	07/14/2011	214.00	173.00	41.00
65. ROCKWELL COLLINS INC	04/01/2011	07/14/2011	3,868.00	4,246.00	-378.00
66.932 T ROWE PRICE SC STO	04/01/2011	07/14/2011	2,494.00	2,531.00	-37.00
6. SPDR DJ WILSHIRE INTERN	04/01/2011	07/14/2011	237.00	236.00	1.00
196. ST JUDE MED INC	04/01/2011	07/14/2011	9,020.00	10,323.00	-1,303.00
485. TEXTRON INC	04/01/2011	07/14/2011	10,717.00	13,522.00	-2,805.00
.419 HOLLYFRONTIER CORP	05/10/2011	07/27/2011	30.00	26.00	4.00
4. ALLERGAN INC	03/18/2011	11/02/2011	333.00	282.00	51.00
251. ALLERGAN INC	05/27/2011	11/02/2011	20,925.00	20,755.00	170.00
168. ALTERA CORP	04/01/2011	11/02/2011	6,308.00	7,224.00	-916.00
141. ANADARKO PETROLEUM CO	04/01/2011	11/02/2011	11,431.00	11,681.00	-250.00
14. AUTOMATIC DATA PROCESS	03/18/2011	11/02/2011	714.00	693.00	21.00
301. B M C SOFTWARE INC	03/18/2011	11/02/2011	10,610.00	14,378.00	-3,768.00
260. BOEING CO	04/01/2011	11/02/2011	16,793.00	19,424.00	-2,631.00
124. BRISTOL MYERS SQUIBB	03/18/2011	11/02/2011	3,850.00	3,202.00	648.00
548. BRUNSWICK CORP	03/18/2011	11/02/2011	9,502.00	12,823.00	-3,321.00
150. CATERPILLAR INC	03/18/2011	11/02/2011	14,092.00	15,801.00	-1,709.00
151. CLIFFS NATURAL RESOUR	03/18/2011	11/02/2011	10,571.00	13,619.00	-3,048.00
219. DOVER CORP	04/01/2011	11/02/2011	12,097.00	14,611.00	-2,514.00
383. DR PEPPER SNAPPLE GRO	07/14/2011	11/02/2011	14,270.00	15,841.00	-1,571.00
613. E M C CORPORATION	03/18/2011	11/02/2011	14,939.00	15,938.00	-999.00
1084. FIFTH THIRD BANCORP	03/18/2011	11/02/2011	12,856.00	15,512.00	-2,656.00
600. FOOT LOCKER INC	03/18/2011	11/02/2011	12,751.00	11,364.00	1,387.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 969. FORD MOTOR CO	03/18/2011	11/02/2011	10,843.00	14,206.00	-3,363.00
213. FREEPORT MCMORAN COPP	03/18/2011	11/02/2011	8,458.00	11,227.00	-2,769.00
182. GOLDMAN SACHS GROUP I	03/18/2011	11/02/2011	19,457.00	28,898.00	-9,441.00
356. HOLLYFRONTIER CORP	05/10/2011	11/02/2011	11,075.00	10,955.00	120.00
276. JARDEN CORP	03/18/2011	11/02/2011	8,788.00	9,240.00	-452.00
247. KELLOGG CO	04/01/2011	11/02/2011	13,281.00	13,392.00	-111.00
36. KEYCORP NEW	03/18/2011	11/02/2011	254.00	327.00	-73.00
64. MANPOWER INC	03/18/2011	11/02/2011	2,678.00	3,842.00	-1,164.00
62. MASTERCARD INC	03/18/2011	11/02/2011	22,209.00	15,085.00	7,124.00
186. MCKESSON CORPORATION	05/27/2011	11/02/2011	15,203.00	15,782.00	-579.00
244. NATIONAL OILWELL VARC	04/01/2011	11/02/2011	17,099.00	19,586.00	-2,487.00
1009. ON SEMICONDUCTOR COR	03/18/2011	11/02/2011	7,285.00	9,696.00	-2,411.00
111. ORACLE CORPORATION	03/18/2011	11/02/2011	3,582.00	3,444.00	138.00
72. PARKER HANNIFIN CORP	04/01/2011	11/02/2011	5,823.00	6,849.00	-1,026.00
141. QUALCOMM INC	03/18/2011	11/02/2011	7,285.00	7,263.00	22.00
738. SLM CORP	03/18/2011	11/02/2011	10,007.00	10,989.00	-982.00
7. ST JUDE MED INC	04/01/2011	11/02/2011	268.00	369.00	-101.00
46. SCHLUMBERGER LTD	03/18/2011	11/02/2011	3,343.00	4,022.00	-679.00
258. SONY CORP A D R	04/01/2011	11/02/2011	4,757.00	8,266.00	-3,509.00
7. STARBUCKS CORP	03/18/2011	11/02/2011	291.00	248.00	43.00
619. STARBUCKS CORP	07/14/2011	11/02/2011	25,713.00	24,500.00	1,213.00
335. SUNTRUST BKS INC	03/18/2011	11/02/2011	6,506.00	9,648.00	-3,142.00
289. TERADATA CORP DEL	03/18/2011	11/02/2011	16,767.00	14,349.00	2,418.00
147. VMWARE INC CL A	07/14/2011	11/02/2011	14,328.00	15,010.00	-682.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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OMB No 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 865. ATT INC	11/02/2011	01/05/2012	26,218.00	25,180.00	1,038.00
1. ALLERGAN INC	03/18/2011	01/05/2012	87.00	70.00	17.00
1. BRISTOL MYERS SQUIBB CO	03/18/2011	01/05/2012	34.00	26.00	8.00
147. DISNEY WALT CO	05/27/2011	01/05/2012	5,776.00	6,112.00	-336.00
1. DR PEPPER SNAPPLE GROUP	07/14/2011	01/05/2012	39.00	41.00	-2.00
175. EATON CORP	04/05/2011	01/05/2012	7,994.00	9,536.00	-1,542.00
81. FIFTH THIRD BANCORP	03/18/2011	01/05/2012	1,090.00	1,159.00	-69.00
13. FOOT LOCKER INC	03/18/2011	01/05/2012	321.00	246.00	75.00
1. GILEAD SCIENCES INC	11/02/2011	01/05/2012	43.00	41.00	2.00
1. JOHNSON JOHNSON	11/02/2011	01/05/2012	65.00	64.00	1.00
296. JUNIPER NETWORKS INC	04/01/2011	01/05/2012	6,180.00	12,356.00	-6,176.00
362. KEYCORP NEW	03/18/2011	01/05/2012	2,896.00	3,287.00	-391.00
316. MEDCO HEALTH SOLUTION	03/18/2011	01/05/2012	18,691.00	17,240.00	1,451.00
18. MOSAIC CO	11/02/2011	01/05/2012	973.00	1,037.00	-64.00
139. NETAPP INC	03/18/2011	01/05/2012	4,833.00	6,632.00	-1,799.00
438. ORACLE CORPORATION	03/18/2011	01/05/2012	11,738.00	13,591.00	-1,853.00
4. PARKER HANNIFIN CORP	04/01/2011	01/05/2012	315.00	380.00	-65.00
304. POLARIS INDS INC	07/14/2011	01/05/2012	17,168.00	17,374.00	-206.00
27. PRICELINE COM INC	03/18/2011	01/05/2012	13,039.00	12,202.00	837.00
295. PUBLIC SVC ENTERPRISE	11/02/2011	01/05/2012	9,408.00	9,939.00	-531.00
43. ST JUDE MED INC	04/01/2011	01/05/2012	1,501.00	2,265.00	-764.00
48. SALESFORCE COM INC	03/18/2011	01/05/2012	4,778.00	5,784.00	-1,006.00
13. SONY CORP A D R	04/01/2011	01/05/2012	230.00	416.00	-186.00
1. STARBUCKS CORP	03/18/2011	01/05/2012	46.00	35.00	11.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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OMB No 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part 1 Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 15. STARBUCKS CORP	07/14/2011	01/05/2012	695.00	594.00	101.00
147. UNITED TECHNOLOGIES C	03/18/2011	01/05/2012	10,945.00	11,878.00	-933.00
277. WALGREEN CO	11/02/2011	01/05/2012	9,154.00	9,152.00	2.00
93. ATT INC	11/02/2011	03/22/2012	2,949.00	2,707.00	242.00
18. ALEXION PHARMACEUTICAL	01/05/2012	03/22/2012	1,691.00	1,315.00	376.00
135. AMERICAN EXPRESS CO	04/01/2011	03/22/2012	7,750.00	6,142.00	1,608.00
71. AMERIPRISE FINL INC	11/02/2011	03/22/2012	4,019.00	3,226.00	793.00
95. COCA COLA COMPANY	11/02/2011	03/22/2012	6,791.00	6,470.00	321.00
122. DISNEY WALT CO	05/27/2011	03/22/2012	5,273.00	5,073.00	200.00
380. ELECTRONIC ARTS INC	11/02/2011	03/22/2012	6,472.00	8,888.00	-2,416.00
24. GILEAD SCIENCES INC	11/02/2011	03/22/2012	1,111.00	986.00	125.00
326. JOHNSON JOHNSON	11/02/2011	03/22/2012	21,023.00	20,848.00	175.00
48. JUNIPER NETWORKS INC	04/01/2011	03/22/2012	1,008.00	2,004.00	-996.00
123. LAUDER ESTEE COS INC	04/01/2011	03/22/2012	7,677.00	5,938.00	1,739.00
1. MEAD JOHNSON NUTRITION	01/05/2012	03/22/2012	82.00	72.00	10.00
343. MEADWESTVACO CORP	11/02/2011	03/22/2012	10,441.00	9,556.00	885.00
81. MOTOROLA SOLUTIONS INC	01/05/2012	03/22/2012	4,067.00	3,790.00	277.00
37. RED HAT INC	01/05/2012	03/22/2012	1,909.00	1,594.00	315.00
547. REPUBLIC SVCS INC	01/05/2012	03/22/2012	16,481.00	15,306.00	1,175.00
30. TERADATA CORP DEL	01/05/2012	03/22/2012	2,052.00	1,479.00	573.00
85. UNITED TECHNOLOGIES CO	07/14/2011	03/22/2012	6,981.00	7,552.00	-571.00 *
79. WALGREEN CO	11/02/2011	03/22/2012	2,627.00	2,610.00	17.00
1. CVS CAREMARK CORP	03/22/2012	04/18/2012	44.00	45.00	-1.00
1. DISNEY WALT CO	05/27/2011	04/18/2012	42.00	42.00	

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
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OMB No 1545-0092

2011

Name of estate or trust

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43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 131. ELECTRONIC ARTS INC	11/02/2011	04/18/2012	1,961.00	3,064.00	-1,103.00
264. FLUOR CORP	03/22/2012	04/18/2012	15,605.00	15,668.00	-63.00
14. GILEAD SCIENCES INC	11/02/2011	04/18/2012	654.00	575.00	79.00
96. GRAINGER W W INC	11/02/2011	04/18/2012	20,803.00	16,625.00	4,178.00
1. JOHNSON JOHNSON	11/02/2011	04/18/2012	63.00	64.00	-1.00
5. MEAD JOHNSON NUTRITION	01/05/2012	04/18/2012	403.00	359.00	44.00
1. MEADWESTVACO CORP	11/02/2011	04/18/2012	31.00	28.00	3.00
1. WALGREEN CO	11/02/2011	04/18/2012	35.00	33.00	2.00
1301.93 NUVEEN TRADEWINDS	01/05/2012	04/20/2012	30,504.00	32,262.00	-1,758.00
12. ALLERGAN INC	05/27/2011	04/26/2012	1,145.00	992.00	153.00
1. COCA COLA COMPANY	11/02/2011	04/26/2012	75.00	68.00	7.00
539. GILEAD SCIENCES INC	11/02/2011	04/26/2012	28,216.00	22,149.00	6,067.00
1. JOHNSON JOHNSON	11/02/2011	04/26/2012	65.00	64.00	1.00
25. MEAD JOHNSON NUTRITION	01/05/2012	04/26/2012	2,156.00	1,796.00	360.00
398. MEADWESTVACO CORP	11/02/2011	04/26/2012	12,549.00	11,089.00	1,460.00
1006.397 ROWE T PRICE MID- FD #64	05/10/2011	04/26/2012	59,991.00	65,295.00	-5,304.00
182. WPX ENERGY INC	11/02/2011	04/26/2012	3,006.00	3,070.00	-64.00
36. COVIDIEN PLC	11/02/2011	04/26/2012	1,954.00	1,643.00	311.00
.3299 ACCO BRANDS CORP	11/02/2011	05/25/2012	3.00	3.00	
253. AGILENT TECHNOLOGIES	03/22/2012	06/07/2012	10,168.00	11,038.00	-870.00
393. AMERIPRISE FINL INC	11/02/2011	06/07/2012	19,143.00	17,856.00	1,287.00
801. CBS CORP CLASS B NON	11/02/2011	06/07/2012	25,744.00	20,385.00	5,359.00
706. C M S ENERGY CORP	11/02/2011	06/07/2012	16,464.00	14,445.00	2,019.00
1. CVS CAREMARK CORP	03/22/2012	06/07/2012	45.00	45.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
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Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 650. CALPINE CORP	11/02/2011	06/07/2012	11,005.00	9,776.00	1,229.00
316. CARNIVAL CORP	04/26/2012	06/07/2012	10,248.00	10,219.00	29.00
1251. CENTERPOINT ENERGY I	04/20/2012	06/07/2012	25,370.00	25,751.00	-381.00
583. CENTURYLINK INC	01/05/2012	06/07/2012	21,600.00	21,367.00	233.00
402. CHEVRON CORPORATION	11/02/2011	06/07/2012	40,710.00	42,202.00	-1,492.00
149. COCA COLA COMPANY	11/02/2011	06/07/2012	11,071.00	10,147.00	924.00
233. EXELON CORPORATION	01/05/2012	06/07/2012	8,942.00	9,669.00	-727.00
741. GENERAL ELECTRIC CO	11/02/2011	06/07/2012	14,183.00	12,219.00	1,964.00
446. GENERAL MILLS INC	11/02/2011	06/07/2012	17,001.00	17,229.00	-228.00
301. HALLIBURTON CO	11/02/2011	06/07/2012	8,621.00	10,944.00	-2,323.00
431. J P MORGAN CHASE CO	11/02/2011	06/07/2012	14,381.00	14,516.00	-135.00
1. JOHNSON JOHNSON	11/02/2011	06/07/2012	63.00	64.00	-1.00
166. MACYS INC	07/14/2011	06/07/2012	6,115.00	5,011.00	1,104.00
417. MERCK AND CO INC NEW	04/26/2012	06/07/2012	15,992.00	16,058.00	-66.00
217. MOSAIC CO	11/02/2011	06/07/2012	10,457.00	12,497.00	-2,040.00
292. MOTOROLA SOLUTIONS IN	01/05/2012	06/07/2012	14,206.00	13,663.00	543.00
272. P G E CORP	11/02/2011	06/07/2012	12,123.00	11,589.00	534.00
203. P N C FINANCIAL SERVI INC	11/02/2011	06/07/2012	12,005.00	10,764.00	1,241.00
245. P P G INDS INC	04/20/2012	06/07/2012	25,303.00	22,093.00	3,210.00
487. STATE STR CORP	11/02/2011	06/07/2012	20,493.00	19,546.00	947.00
585. TD AMERITRADE HLDG CO	11/02/2011	06/07/2012	9,857.00	9,711.00	146.00
652. UNUM GROUP	11/02/2011	06/07/2012	12,903.00	14,309.00	-1,406.00
221. WILLIAMS COS INC	11/02/2011	06/07/2012	6,630.00	5,482.00	1,148.00
558. WYNDHAM WORLDWIDE COR	11/02/2011	06/07/2012	28,358.00	18,844.00	9,514.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 167. COVIDIEN PLC	11/02/2011	06/07/2012	8,709.00	7,622.00	1,087.00
418. SEAGATE TECHNOLOGY	04/26/2012	06/07/2012	9,639.00	12,845.00	-3,206.00
9. AGILENT TECHNOLOGIES INC	03/22/2012	06/14/2012	353.00	393.00	-40.00
49. CVS CAREMARK CORP	03/22/2012	06/14/2012	2,234.00	2,193.00	41.00
18. CALPINE CORP	11/02/2011	06/14/2012	292.00	271.00	21.00
1. CHEVRON CORPORATION	11/02/2011	06/14/2012	101.00	105.00	-4.00
28. COCA COLA COMPANY	11/02/2011	06/14/2012	2,112.00	1,907.00	205.00
1. FLUOR CORP	03/22/2012	06/14/2012	47.00	59.00	-12.00
38. GENERAL MILLS INC	11/02/2011	06/14/2012	1,440.00	1,468.00	-28.00
192. HALLIBURTON CO	11/02/2011	06/14/2012	5,474.00	6,981.00	-1,507.00
1. JOHNSON JOHNSON	11/02/2011	06/14/2012	65.00	64.00	1.00
1. MEADWESTVACO CORP	11/02/2011	06/14/2012	28.00	25.00	3.00
12. MERCK AND CO INC NEW	04/26/2012	06/14/2012	463.00	462.00	1.00
1. P P G INDS INC	11/02/2011	06/14/2012	101.00	87.00	14.00
1. STATE STR CORP	11/02/2011	06/14/2012	43.00	40.00	3.00
13. TD AMERITRADE HLDG CORP	11/02/2011	06/14/2012	217.00	216.00	1.00
39. WALGREEN CO	11/02/2011	06/14/2012	1,230.00	1,289.00	-59.00
24. SEAGATE TECHNOLOGY	04/26/2012	06/14/2012	564.00	738.00	-174.00
4. NIELSEN HOLDINGS N V	06/07/2012	06/14/2012	110.00	110.00	
17. AGILENT TECHNOLOGIES INC	03/22/2012	06/18/2012	673.00	742.00	-69.00
1. CENTURYLINK INC	01/05/2012	06/18/2012	39.00	37.00	2.00
8. ELECTRONIC ARTS INC	11/02/2011	06/18/2012	98.00	187.00	-89.00
1. GRAINGER W W INC	11/02/2011	06/18/2012	179.00	173.00	6.00
1. J P MORGAN CHASE CO	11/02/2011	06/18/2012	35.00	34.00	1.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
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Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2. MOSAIC CO	11/02/2011	06/18/2012	98.00	115.00	-17.00
20. WPX ENERGY INC	11/02/2011	06/18/2012	291.00	337.00	-46.00
94. ATT INC	06/07/2012	06/28/2012	3,289.00	3,236.00	53.00
6. ATT INC	06/14/2012	06/28/2012	210.00	213.00	-3.00 *
100. AMERICAN EXPRESS CO	04/20/2012	06/28/2012	5,641.00	5,773.00	-132.00
.99924 APPLE INC	06/07/2012	06/28/2012	572.00	576.00	-4.00 *
24.00076 APPLE INC	06/07/2012	06/28/2012	13,729.00	13,830.00	-101.00
100. BEST BUY CO INC	06/07/2012	06/28/2012	1,944.00	2,021.00	-77.00
150. CVS CAREMARK CORP	03/22/2012	06/28/2012	6,854.00	6,713.00	141.00
1.00004 DOVER CORP	06/07/2012	06/28/2012	51.00	57.00	-6.00 *
48.99996 DOVER CORP	06/07/2012	06/28/2012	2,509.00	2,788.00	-279.00
97.00179 DOW CHEM CO	06/07/2012	06/28/2012	2,960.00	3,127.00	-167.00
2.99821 DOW CHEM CO	06/07/2012	06/28/2012	91.00	97.00	-6.00 *
50. DR PEPPER SNAPPLE GROU	06/07/2012	06/28/2012	2,128.00	2,107.00	21.00
250. E M C CORPORATION	06/07/2012	06/28/2012	5,967.00	6,200.00	-233.00
50. EATON CORP	06/07/2012	06/28/2012	1,852.00	2,081.00	-229.00
32. ECOLAB INC	01/05/2012	06/28/2012	2,128.00	1,863.00	265.00
50. EDISON INTL	06/07/2012	06/28/2012	2,279.00	2,287.00	-8.00
97.99971 EMERSON ELEC CO	04/18/2012	06/28/2012	4,313.00	4,978.00	-665.00
2.00029 EMERSON ELEC CO	04/18/2012	06/28/2012	88.00	102.00	-14.00 *
74.00007 FOOT LOCKER INC	06/07/2012	06/28/2012	2,142.00	2,288.00	-146.00
.99993 FOOT LOCKER INC	06/07/2012	06/28/2012	29.00	31.00	-2.00 *
150. GENERAL ELECTRIC CO	06/14/2012	06/28/2012	2,978.00	2,477.00	501.00
50. GENERAL MILLS INC	11/02/2011	06/28/2012	1,881.00	1,932.00	-51.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2011

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

Employer identification number

43-6328116

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b		-41,884.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2. INTERNATIONAL BUSINESS CORP	03/03/2009	07/14/2011	350.00	176.00	174.00
27. INTUIT INC	03/03/2009	07/14/2011	1,349.00	613.00	736.00
96. ISHARES BARCLAYS TIPS	04/30/2010	07/14/2011	10,730.00	10,168.00	562.00
76. MCKESSON CORPORATION	03/03/2009	07/14/2011	6,352.00	3,006.00	3,346.00
4. NEWMONT MINING CORP	07/01/2010	07/14/2011	227.00	242.00	-15.00
1263.45 NUVEEN HIGH INCOME I	04/28/2009	07/14/2011	11,459.00	8,175.00	3,284.00
57. PACKAGING CORP AMERICA	09/28/2009	07/14/2011	1,586.00	1,143.00	443.00
130. TARGET CORPORATION	04/15/2010	07/14/2011	6,612.00	7,327.00	-715.00
87. V F CORP	08/17/2009	07/14/2011	9,968.00	5,604.00	4,364.00
50000. JPMORGAN 18MO 200% 8/08/11	02/03/2010	08/08/2011	60,150.00	50,000.00	10,150.00
10000. WELLS FARGO CO 8/26/11	06/06/2007	08/26/2011	10,000.00	9,945.00	55.00
10000. HERSHEY CO 9/01/11	06/06/2007	09/01/2011	10,000.00	9,942.00	58.00
. PMI GROUP INC SECURITIES		09/12/2011	159.00		159.00
75000. WACHOVIA CORP 10/15/11	12/11/2007	10/15/2011	75,000.00	76,163.00	-1,163.00
10000. EMERSON ELECTRIC 11/01/11	06/06/2007	11/01/2011	10,000.00	10,125.00	-125.00
137. AMERICAN TOWER CORP	02/09/2007	11/02/2011	7,739.00	5,447.00	2,292.00
187. AMERICAN TOWER CORP	03/01/2007	11/02/2011	10,563.00	7,183.00	3,380.00
137. APPLE INC	02/11/2005	11/02/2011	54,545.00	5,522.00	49,023.00
63. BAKER HUGHES INC	01/05/2009	11/02/2011	3,475.00	2,263.00	1,212.00
198. DOLLAR TREE INC	04/20/2010	11/02/2011	15,723.00	6,764.00	8,959.00
184. EXPRESS SCRIPTS INC	04/20/2010	11/02/2011	8,158.00	9,649.00	-1,491.00
10. INTERNATIONAL BUSINESS CORP	03/03/2009	11/02/2011	1,846.00	882.00	964.00
33. INTUIT INC	03/03/2009	11/02/2011	1,751.00	749.00	1,002.00
8. MCKESSON CORPORATION	03/03/2009	11/02/2011	654.00	316.00	338.00
219. OCCIDENTAL PETROLEUM	04/15/2010	11/02/2011	20,395.00	18,715.00	1,680.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

Part I Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 74. PACKAGING CORP AMERICA	09/28/2009	11/02/2011	1,923.00	1,484.00	439.00
83. PRAXAIR INC	09/07/2010	11/02/2011	8,334.00	7,179.00	1,155.00
205. WHITING PETROLEUM COR	07/01/2010	11/02/2011	9,733.00	7,899.00	1,834.00
199. CHECK POINT SOFTWARE	09/07/2010	11/02/2011	11,412.00	6,909.00	4,503.00
35000. BARCLAYS 24MO DJUBS 12/28/11	12/22/2009	12/28/2011	36,628.00	35,000.00	1,628.00
50000. RBC 24MO 200% IWC 12/28/11	12/22/2009	12/28/2011	61,500.00	50,000.00	11,500.00
4. EXPRESS SCRIPTS INC	04/20/2010	01/05/2012	192.00	210.00	-18.00
1. INTUIT INC	03/03/2009	01/05/2012	53.00	23.00	30.00
1. ISHARES S&P PREF STK IN	07/15/2009	01/05/2012	37.00	33.00	4.00
1. NEWMONT MINING CORP	07/01/2010	01/05/2012	62.00	60.00	2.00
3429.456 NUVEEN HIGH INCOM I	04/28/2009	01/05/2012	28,876.00	22,189.00	6,687.00
1. CHECK POINT SOFTWARE TE	09/07/2010	01/05/2012	52.00	35.00	17.00
200000. RBC 18MO 200% EFA 3/14/12	09/09/2010	03/14/2012	213,060.00	200,000.00	13,060.00
10000. COSTCO WHOLESALE CO 3/15/12	05/02/2007	03/15/2012	10,000.00	10,110.00	-110.00
38. ALLERGAN INC	03/18/2011	03/22/2012	3,564.00	2,676.00	888.00
20. AMAZON COM INC	03/18/2011	03/22/2012	3,858.00	3,236.00	622.00
5. AUTOMATIC DATA PROCESSI	03/18/2011	03/22/2012	275.00	248.00	27.00
31. B M C SOFTWARE INC	03/18/2011	03/22/2012	1,217.00	1,481.00	-264.00
9. CUMMINS INC	01/05/2010	03/22/2012	1,080.00	431.00	649.00
30. DOLLAR TREE INC	04/20/2010	03/22/2012	2,840.00	1,194.00	1,646.00
157. E M C CORPORATION	03/18/2011	03/22/2012	4,573.00	4,082.00	491.00
57. ECOLAB INC	03/18/2011	03/22/2012	3,404.00	2,757.00	647.00
23. EXPRESS SCRIPTS INC	04/20/2010	03/22/2012	1,223.00	1,206.00	17.00
22. FORD MOTOR CO	03/18/2011	03/22/2012	270.00	323.00	-53.00
9. INTUIT INC	03/03/2009	03/22/2012	522.00	204.00	318.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

Part I Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1665. ISHARES S&P PREF STK	07/15/2009	03/22/2012	64,790.00	54,862.00	9,928.00
32. JARDEN CORP	03/18/2011	03/22/2012	1,252.00	1,071.00	181.00
1. MCDONALDS CORP	07/30/2010	03/22/2012	96.00	70.00	26.00
5. MEDCO HEALTH SOLUTIONS	03/18/2011	03/22/2012	345.00	273.00	72.00
42. NETAPP INC	03/18/2011	03/22/2012	1,897.00	2,004.00	-107.00
9. NETFLIX COM INC	03/18/2011	03/22/2012	1,068.00	1,876.00	-808.00
1. NEWMONT MINING CORP	07/01/2010	03/22/2012	52.00	60.00	-8.00
301. ORACLE CORPORATION	03/18/2011	03/22/2012	8,699.00	9,340.00	-641.00
1. PRAXAIR INC	09/07/2010	03/22/2012	111.00	86.00	25.00
102. QUALCOMM INC	03/18/2011	03/22/2012	6,761.00	5,254.00	1,507.00
37. RALPH LAUREN CORP	03/18/2011	03/22/2012	6,523.00	4,349.00	2,174.00
19. SLM CORP	03/18/2011	03/22/2012	307.00	283.00	24.00
3. SALESFORCE COM INC	03/18/2011	03/22/2012	459.00	361.00	98.00
77. STARBUCKS CORP	03/18/2011	03/22/2012	4,240.00	2,729.00	1,511.00
49. SUNTRUST BKS INC	03/18/2011	03/22/2012	1,159.00	1,411.00	-252.00
44. ACCENTURE PLC CL A	03/18/2011	03/22/2012	2,790.00	2,215.00	575.00
13. CHECK POINT SOFTWARE T	09/07/2010	03/22/2012	802.00	451.00	351.00
39. MEDCO HEALTH SOLUTIONS	04/02/2012	04/02/2012	771.00		771.00
.59 EXPRESS SCRIPTS HLDGS	03/18/2011	04/10/2012	33.00	33.00	
. AOL TIME WARNER SECURITY		04/11/2012	19.00		19.00
66. AMPHENOL CORP CL A	04/01/2011	04/18/2012	3,794.00	3,470.00	324.00
221. CSX CORP	04/01/2011	04/18/2012	4,924.00	5,860.00	-936.00
42. EXPRESS SCRIPTS HLDGS	03/18/2011	04/18/2012	2,449.00	2,263.00	186.00
41. NEWMONT MINING CORP	07/01/2010	04/18/2012	1,954.00	2,478.00	-524.00
4008.014 NUVEEN TRADEWINDS	04/11/2011	04/18/2012	94,108.00	120,401.00	-26,293.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JEAN JACK AND MILDRED LEMONS CHARITABLE TRUST

43-6328116

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 3534.47 OPPENHEIMER DEVELO FDS CL Y	04/01/2011	04/18/2012	116,107.00	128,619.00	-12,512.00
1. PACKAGING CORP AMERICA	09/28/2009	04/18/2012	29.00	20.00	9.00
12. PRAXAIR INC	09/07/2010	04/18/2012	1,368.00	1,038.00	330.00
16. ST JUDE MED INC	04/01/2011	04/18/2012	612.00	843.00	-231.00
15. SALESFORCE COM INC	03/18/2011	04/18/2012	2,370.00	1,807.00	563.00
1. BRISTOL MYERS SQUIBB CO	03/18/2011	04/20/2012	34.00	26.00	8.00
1. ISHARES S&P PREF STK IN	07/15/2009	04/20/2012	39.00	33.00	6.00
21.112 NUVEEN TRADEWINDS G	04/11/2011	04/20/2012	495.00	634.00	-139.00
3. ALLERGAN INC	03/18/2011	04/26/2012	286.00	211.00	75.00
1. BRISTOL MYERS SQUIBB CO	03/18/2011	04/26/2012	34.00	26.00	8.00
1. FREEPORT MCMORAN COPPER	03/18/2011	04/26/2012	37.00	53.00	-16.00
61. NETFLIX COM INC	03/18/2011	04/26/2012	5,253.00	12,712.00	-7,459.00
20. PACKAGING CORP AMERICA	09/28/2009	04/26/2012	589.00	401.00	188.00
.5 PHILLIPS 66	09/07/2010	05/10/2012	16.00	12.00	4.00
60000. JPMORGAN 18MO 200% 5/15/12	11/09/2010	05/15/2012	59,701.00	60,000.00	-299.00
437. ALCOA INC	03/18/2011	06/07/2012	3,789.00	7,132.00	-3,343.00
131. AMERICAN EXPRESS CO	04/01/2011	06/07/2012	7,314.00	5,960.00	1,354.00
80. APACHE CORP	04/01/2011	06/07/2012	6,755.00	10,552.00	-3,797.00
3. CATERPILLAR INC	03/18/2011	06/07/2012	265.00	316.00	-51.00
42. CHEVRON CORPORATION	09/07/2010	06/07/2012	4,253.00	3,243.00	1,010.00
128.59974 CITIGROUP INC	03/18/2011	06/07/2012	3,506.00	5,879.00	-2,373.00
9.00026 CITIGROUP INC	03/18/2011	06/07/2012	245.00	411.00	-166.00 *
310.4 CITIGROUP INC	05/10/2011	06/07/2012	8,461.00	13,695.00	-5,234.00
57. CONOCOPHILLIPS	09/07/2010	06/07/2012	3,093.00	2,375.00	718.00
20030.598 CREDIT SUISSE CO	04/01/2011	06/07/2012	150,229.00	197,301.00	-47,072.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

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43-6328116

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 632. DISNEY WALT CO	05/27/2011	06/07/2012	29,084.00	26,278.00	2,806.00
377. DIRECTV CL A	05/27/2011	06/07/2012	16,780.00	18,906.00	-2,126.00
91. EXXON MOBIL CORP	05/27/2011	06/07/2012	7,345.00	7,613.00	-268.00
41. FREEPORT MCMORAN COPPE	03/18/2011	06/07/2012	1,387.00	2,161.00	-774.00
31. HOLLYFRONTIER CORP	05/10/2011	06/07/2012	966.00	954.00	12.00
562. J P MORGAN CHASE CO	03/18/2011	06/07/2012	18,752.00	25,459.00	-6,707.00
6. MCDONALDS CORP	07/30/2010	06/07/2012	535.00	418.00	117.00
9. NATIONAL OILWELL VARCO	04/01/2011	06/07/2012	615.00	725.00	-110.00
72. OFFICEMAX INC	03/18/2011	06/07/2012	320.00	911.00	-591.00
308. ORACLE CORPORATION	03/18/2011	06/07/2012	8,445.00	9,557.00	-1,112.00
448.582 OPPENHEIMER DEVELO FDS CL Y	04/01/2011	06/07/2012	13,471.00	16,324.00	-2,853.00
6. P G E CORP	04/01/2011	06/07/2012	267.00	268.00	-1.00
45. PHILIP MORRIS INTL	09/07/2010	06/07/2012	3,767.00	2,429.00	1,338.00
17. PHILLIPS 66	09/07/2010	06/07/2012	546.00	421.00	125.00
192.99993 PRUDENTIAL FINAN	03/08/2010	06/07/2012	9,322.00	10,655.00	-1,333.00
1.00007 PRUDENTIAL FINANCI	03/08/2010	06/07/2012	48.00	55.00	-7.00 *
232. QUALCOMM INC	03/18/2011	06/07/2012	13,595.00	11,950.00	1,645.00
2494.437 T ROWE PRICE SM C	12/12/2008	06/07/2012	89,002.00	65,585.00	23,417.00
99. UNITED HEALTH GROUP IN	11/22/2010	06/07/2012	5,764.00	3,591.00	2,173.00
5. WHITING PETROLEUM CORP	07/01/2010	06/07/2012	216.00	193.00	23.00
50. APACHE CORP	04/01/2011	06/14/2012	4,316.00	6,595.00	-2,279.00
24. BAKER HUGHES INC	01/05/2009	06/14/2012	942.00	862.00	80.00
44. CONOCOPHILLIPS	09/07/2010	06/14/2012	2,392.00	1,833.00	559.00
21. DISNEY WALT CO	05/27/2011	06/14/2012	987.00	873.00	114.00
22. DIRECTV CL A	05/27/2011	06/14/2012	964.00	1,103.00	-139.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

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43-6328116

Part I Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1. HOLLYFRONTIER CORP	05/10/2011	06/14/2012	32.00	31.00	1.00
1. NATIONAL OILWELL VARCO	04/01/2011	06/14/2012	67.00	81.00	-14.00
8. ORACLE CORPORATION	03/18/2011	06/14/2012	217.00	248.00	-31.00
1. PHILLIPS 66	09/07/2010	06/14/2012	33.00	25.00	8.00
32.228 T ROWE PRICE SM CAP	12/12/2008	06/14/2012	1,149.00	721.00	428.00
1. WHITING PETROLEUM CORP	07/01/2010	06/14/2012	40.00	39.00	1.00
1. NETFLIX COM INC	03/18/2011	06/15/2012	65.00	208.00	-143.00
1. ALCOA INC	03/18/2011	06/18/2012	9.00	16.00	-7.00
1. B M C SOFTWARE INC	03/18/2011	06/18/2012	44.00	48.00	-4.00
5. IPATH DOW JONES UBS COM	11/22/2010	06/18/2012	191.00	218.00	-27.00
15. EXPRESS SCRIPTS HLDGS	03/18/2011	06/18/2012	804.00	843.00	-39.00
1. FORD MOTOR CO	03/18/2011	06/18/2012	10.00	15.00	-5.00
9. FREEPORT MCMORAN COPPER	03/18/2011	06/18/2012	302.00	474.00	-172.00
1. JUNIPER NETWORKS INC	04/01/2011	06/18/2012	16.00	42.00	-26.00
1. NETAPP INC	03/18/2011	06/18/2012	30.00	48.00	-18.00
1. OFFICEMAX INC	03/18/2011	06/18/2012	4.00	13.00	-9.00
.034 OPPENHEIMER DEVELOPIN CL Y	04/01/2011	06/18/2012	1.00	1.00	
1. ST JUDE MED INC	04/01/2011	06/18/2012	36.00	53.00	-17.00
1. CHECK POINT SOFTWARE TE	09/07/2010	06/18/2012	50.00	35.00	15.00
100000. GOLDMAN SACHS GP 11/01/12	01/30/2008	06/27/2012	101,475.00	104,375.00	-2,900.00
250. ISHARES S&P PREF STK	05/27/2011	06/27/2012	9,710.00	10,033.00	-323.00
100. ALTERA CORP	04/01/2011	06/28/2012	3,217.00	4,300.00	-1,083.00
100. AMERICAN TOWER CORP	03/01/2007	06/28/2012	6,912.00	3,841.00	3,071.00
50. AMPHENOL CORP CL A	04/01/2011	06/28/2012	2,652.00	2,629.00	23.00
50. C H ROBINSON WORLDWIDE	03/18/2011	06/28/2012	2,817.00	3,645.00	-828.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

Employer identification number

43-6328116

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	48,038.00
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* INDICATES WASH SALE

Schedule D-1 (Form 1041) 2011