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Form '990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service Note The foundation may be able to use a copy of this return to satisfy state reporting requirements 7/01 For calendar year 2011, or tax year beginning , 2011, and ending 6/30 2012 Employer identification number CASTLE FOUNDATION 87-6117177 C/O CAROLYN O'MALLEY В Telephone number (see the instructions) (503) 275-4327 PO BOX 3168 US BANK NAT'L ASSOC. PORTLAND, OR 97208-3168 If exemption application is pending, check here G Check all that apply. Initial return Initial Return of a former public charity D 1 Foreign organizations, check here Final return Amended return 2 Foreign organizations meeting the 85% test, check Address change Name change here and attach computation X Section 501(c)(3) exempt private foundation Fair market value of all assets at end of year (from Part II, column (c), line 16)

3, 361, 404.

Part I Analysis of Revenue and Expenses (The total of accolumns (b) (c) Check type of organization Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated under section 507(b)(1)(A), check here Accounting method X Cash Other (specify) If the foundation is in a 60-month termination (Part I, column (d) must be on cash basis under section 507(b)(1)(B), check here (a) Revenue and (b) Net investment (c) Adjusted net (d) Disbursements Expenses (The total of amounts in expenses per books for charitable ıncome ıncome columns (b), (c), and (d) may not necessarily equal the amounts in column (a) purposes (cash basis only) (seé instructions)) Contributions, gifts, grants, etc, received (att sch) Ck ► X if the foundn is not req to att Sch B Interest on savings and temporary N/A cash investments Dividends and interest from securities 73,237 73,237 5a Gross rents **b** Net rental income or (loss) 70,258. 6a Net gain/(loss) from sale of assets not on line 10 REVENU b Gross sales price for all assets on line 6a 2,268,115. 70,258 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances **b** Less Cost of goods sold c Gross profit/(loss) (att sch) 11 Other income (attach schedule). 12 Total. Add lines 1 through 11 143, 495 <u>143,495</u>. 44,427. 542. 8,885. Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) **b** Accounting fees (attach sch) SEE ST 1 1,600. 1,280. 320. c Other prof fees (attach sch) RECETATION STEEDLE See Instr SEE STM 2 20,704 16,563. 4.141 Depreciation (attack 20 NO (PuBan 2013 21 Travel, conferences and meetings. Que expenses (attach schedule) 24 Total operating and administrative expenses. Add lines 13 through 23 66,731 53,385. 13,346. 6 Contributions, gifts, grants paid STMT 3 139,500 139,500. OD Total expenses and disbursements. Add lines 24 and 25 206,231 53,385 152,846. Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements. -62,736 90,110. b Net investment income (if negative, enter -0-).

C Adjusted net income (if negative, enter -0-)

Page 2

1 Cash = non-interest-bearing	Par	ш	Balance Sheets  Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		or year
2 Savings and temporary cash investments 3 Accounts receivable Lass: allowance for doubtful accounts 4 Pledges receivable Lass: allowance for doubtful accounts 5 Grants receivable Lass: allowance for doubtful accounts 6 Recorded and from offices, decision, instead, and about a counts 7 Other miss and fears receivable (attack) 8 Investments and fears receivable (attack) 9 Prepard expenses and deferred charges 10 Investments - U.S. and able government 10 Investments - Congrains stock (attack steadule) STATEMENT 4 1 Investments - Journal addieg overnment 1 Investments - Congrains stock (attack steadule) STATEMENT 5 1 Investments - Foreign and a count of the standard of the standar			(See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
A Recounts receivable Less: allowance for doubtful accounts >			_	50 451	25 222	25 222
Less: allowance for doubtful accounts   4 Pledges receivable Less allowance for doubtful accounts   5 Grants receivable Less allowance for doubtful accounts   5 Grants receivable 6 Receivable del from different   6 Receivable del from different   7 Other national content   8 Inventments			- · · ·	58,451.	25,323	25,323.
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disqualified persons (attach schedule)		ء ا				
Less allowance for doubtful accounts    8 Inventiones for sale or use    9 Prepaid expenses and deferred charges    10 Investments – Corporate stack (statch schedule)    b Investments – Corporate stack (statch schedule)    11 Investments – Corporate stack (statch schedule)    12 Investments – Corporate stack (statch schedule)    13 Investments – Corporate stack (statch schedule)    14 Land, buildings, and equipment basis    15 Investments – other (attach schedule)    16 Total assets (stacch schedule)    17 Accounts payable and accrued expenses    18 Grants payable    19 Deferred revenue    21 Mortgaps and other notes payable fatch schedule)    22 Total liabilities (add lines 17 through 22)    23 Total liabilities (describe    24 Unrestricted    25 Temporarily restricted    26 Permanently restricted    27 Capital stock, trust principal, or current funds    28 Paid in or capital surplus, or land, building, and equipment fund    29 Retained earning, accomalated incine, endowment, or other funds    29 Retained earning, accomalated incine, endowment, or other funds    20 Retained earning, accomalated incine, endowment, or other funds    29 Capital stock, trust principal, or current funds    20 Retained earning, accomalated incine, endowment, or other funds    20 Retained earning, accomalated incine, endowment, or other funds    20 Retained earning, accomalated incine, endowment, or other funds    20 Retained earning, accomalated incine, endowment, or other funds    20 Retained earning, accomalated incine, endowment, or other funds    20 Retained earning, accomalated incine, endowment, or other funds    21 Mortgaps and the notes (see instructions)    31 Total flabilities and net assets fund balances (see instructions)    31 Total flabilities and net assets fund balances    32 Total stabilities and net assets fund balances    33 Total liabilities and net assets fund balances    34 A 154,298.    35 Decreases not included in line 2 (temze)    35 Decreases not included in line 2 (temze)    36 Decrease not included in lin		ľ	disqualified persons (attach schedule) (see instructions)		<del>,</del>	
10 a Investments — U.S. and state government obligations (attach schedule)   binvestments — corporate stock (statch schedule)   STATEMENT   4   2,808,023   2,891,406   3,015,080   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,		7	` '			
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Obligations (attach schedule)   Directments - corporate stock (attach schedule)   STATEMENT 4   2,808,023   2,891,406   3,015,080   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   321,000   32	Ţ	I -				
C Investments - Corporate bonds (attach schedule)   STATEMENT 5   350,000.   237,009.   321,000.	S	10	a Investments — U.S. and state government obligations (attach schedule)			
11 Investments — land, buildings, and equipment basis Less accumulated degrecation (attach schedule) 12 Investments — mortgage loans 13 Investments — other (attach schedule) 14 Land, buildings, and equipment basis Less accumulated deprecation (attach schedule) 15 Other assets (describe 15 Other assets (describe 17 Total assets (to be completed by all filers — see the instructions Also, see page 1, item 1) 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, & other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe — ) 23 Total liabilities (add lines 17 through 22) 25 Emporarily restricted 26 Permanently restricted 27 Equipment basis 28 Pad-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances 1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (temze)  5 Decreases not included in line 2 (temze)		1	b Investments — corporate stock (attach schedule) STATEMENT 4			
equipment basis Less accumulated depeciation (attach schedule) 12 Investments — other (attach schedule) 13 Investments — other (attach schedule) 14 Land, buildings, and equipment basis Less accumulated depeciation (attach schedule) 15 Other assets (describe 16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item 1) 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 19 Deterred revenue 20 Loans from othices, directors, frustess, & other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other habilities (deat lines 17 through 22) 23 Total liabilities (add lines 17 through 22) 24 Total (abbilities (add lines 17 through 25 and lines 30 and 31.  N F Z 4 Unrestricted 25 Temporanity restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Rad-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 31 Total net assets or fund balances (see instructions) 31 Total inabilities and net assets/fund balances  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (temize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (temize)		(	c Investments — corporate bonds (attach schedule) STATEMENT 5	350,000.	237,009	. 321,000.
(attach schedule)  12 Investments — ontrigage loans 13 Investments — other (attach schedule) STATEMENT 6  14 Land, buildings, and equipment basis — Less accumulated depretation (attach schedule) 15 Other assets (describe — 16 Total assets (to be completed by all filers — 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, frustes, & other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other inabilities (add lines 17 through 22) — 0 . 0 .  18 Total liabilities (add lines 17 through 22) — 0 . 0 .  19 Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  10 D D G Permanently restricted 25 Temporarily restricted 26 Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 28 Real-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions)  10 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 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)  20 Enter amount from Part I, line 27 21 Capital stock, furst principal of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  21 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)  22 — 62, 736.  3 Other increases not included in line 2 (itemize)  3 Enter amount from Part II, line 27 5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line		11				
13 Investments — other (attach schedule) STATEMENT 6 14 Land, buildings, and equipment basis Less accumulated deprecation (attach schedule) 15 Other assets (describe						
14 Land, buildings, and equipment basis best accumulated depreciation (attach schedule)  15 Other assets (describe see the instructions Also, see page 1, item i)  16 Total assets (to be completed by all filers see the instructions Also, see page 1, item i)  17 Accounts payable and accrued expenses  18 Grants payable  19 Deferred revenue  20 Loans from officers, directors, trustees, & other disqualified persons  21 Mortgages and other notes payable (attach schedule)  22 Other liabilities (describe see and complete lines 24 through 26 and lines 30 and 31.  EVENT SEE SEE SEE SEE SEE SEE SEE SEE SEE SE		12	Investments – mortgage loans			
Less accumulated depreciation (attach schedule)  15 Other assets (describe  )  16 Total assets ((to be completed by all filers		13	Investments – other (attach schedule) STATEMENT 6	560.	560	. 1.
(attach schedule)  15 Other assets (describe		14	Land, buildings, and equipment basis			
Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)   3, 217, 034   3, 154, 298   3, 361, 404						
see the instructions Also, see page 1, item i) 3, 217, 034. 3, 154, 298. 3, 361, 404.  It Accounts payable and accrued expenses It Grants payable It Deferred revenue 20 Loans from officers, directors, trustees, & other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe  ) 0. 0.  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  It T N C april liabilities (add lines 17 through 22) 0. 0. 0.  Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  24 Uncrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 31 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 5						
18   Grants payable   19   Deferred revenue   20   Loans from officers, directors, trustees, & other disqualified persons   21   Mortgages and other notes payable (attach schedule)   22   Other habilities (describe   22   Total liabilities (describe   23   Total liabilities (add lines 17 through 22)   0   0   0   0		ļ	see the instructions. Also, see page 1, item I)	3,217,034.	3,154,298	. 3,361,404.
19   Deferred revenue   20   Loans from officers, directors, trustees, & other disqualified persons   21   Mortgages and other notes payable (attach schedule)   22   Other liabilities (describe	<u>۱</u>	l .	· -	,		_
L 20 Loans from officers, directors, trustees, & other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe	A		, ,	-		-
Mortgages and other notes payable (attach schedule)	ı					
Total liabilities (describe  22 Other liabilities (add lines 17 through 22)  3 Total liabilities (add lines 17 through 22)  5 Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  8 FUNCE TO Temporarily restricted  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  28 Paid-in or capital surplus, or land, building, and equipment fund  CE 29 Retained earnings, accumulated income, endowment, or other funds  SN 28 Paid-in or capital surplus, or land, building, and equipment fund  CE 29 Retained earnings, accumulated income, endowment, or other funds  SN 30 Total net assets or fund balances (see instructions)  31 Total liabilities and net assets/fund balances  3	Ļ	l				
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.    Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.    Function   Victor   Vict	Ť		· · · · · · · · · · · · · · · · · · ·			-
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 28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions)  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)  5 Jecreases not included in line 2 (itemize)	E	22	Other habilities (describe			
and complete lines 24 through 26 and lines 30 and 31.  N F E U N	<u> </u>	23		0.	0	<u>.                                      </u>
E U N D 25 Temporarily restricted 26 Permanently restricted 3 Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 3 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 31 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  1 Total net assets or fund balances at beginning of year — Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5						
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D 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 S N 28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 32 Total net assets or fund balances (see instructions) 33 Total net assets or fund balances (see instructions) 30 Total net assets or fund balances 30 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5		25				
28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 3, 217, 034. 3, 154, 298.  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	, D	26				_
28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 3, 217, 034. 3, 154, 298.  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	SBSA		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 3, 217, 034. 3, 154, 298.  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	E L T A	27	Capital stock, trust principal, or current funds	3,217,034.	3,154,298	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5  1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with a column (a), line 30 (must agree wit	2 M	28	Paid-in or capital surplus, or land, building, and equipment fund			
31 Total liabilities and net assets/fund balances (see instructions)  3, 217, 034.  3, 154, 298.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5	O E	29	, , ,			_
(see instructions)    Part III   Analysis of Changes in Net Assets or Fund Balances    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)    Enter amount from Part I, line 27a	R S	1		3,217,034.	3,154,298	<u>. </u>
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5		31		3,217,034	3,154,298	.
end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 1 3, 217, 034.  2 -62, 736.  3 4 3,154,298.	Par	t III				
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3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 STATEST STAT	_					
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 5						<del></del>
5 Decreases not included in line 2 (itemize)	-		` '			<del></del>
	_				<del></del>	
			` '	) – Part II, column (b), li	<del></del>	<del></del>

TEEA0302L 07/14/11

2-story brick warehouse, or common stock, 200 shares MLC Company)  P - Purchase Donation  1 a SEE STATEMENT 7  b  c  d  e  (e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowable)  (or allowable)  (e) Gross sales price  (f) Depreciation allowed (or allowable)  (or allowable)  (e) Pilus (f) minuta  b  c  d  e  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (f) Fair Market Value as of 12/31/69  as of 12/31/69  as of 12/31/69  (g) Adjusted basis (k) Excess of column (i) over column (j), if any)  ab  c  d  e  2 Capital gain net income or (net capital loss)  If gain, also enter in Part I, line 7  gain minus column (k), if any)  than 0-1 or Losses (from lift (loss)), enter -0 in Part I, line 7  2 Table (loss), enter -0 in Part I, line 7  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  Part Vs.: 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	nus (g)
b c d d e  (e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minutal a b c d e  Complete only for assets showing gain in column (f) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (i) Fair Market Value as of 12/31/69 (ii) Fair Market Value as of 12/31/69 (iii) Fair Market Value as of 12/31/69 (iv) Excess of column (j) and owned by the foundation on 12/31/69 (iii) Fair Market Value as of 12/31/69 (iv) Excess of column (j) and minus column (k), if any dian minus column (k), if any over column (j), if any dian minus column (k), if any over column (j), if any dian minus column (k), if any dian	nn (h) but not less n column (h))
c d e (e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minu  a b c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (j) Adjusted basis worr column (j), if any as of 12/31/69 (k) Excess of column (i) over column (j), if any than -0-) or Losses (from  a 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 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  Part V <sub>3</sub> : [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	nn (h) but not less n column (h))
d e (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minutal b c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (ii) Fair Market Value as of 12/31/69 (iii) Fair Market Value as of 12/31/69 (iv) Excess of column (iv) over	nn (h) but not less n column (h))
(e) Gross sales price  (f) Depreciation allowed (or allowable)  (g) Cost or other basis plus expense of sale  (e) plus (f) Minuman (or allowable)  (e) plus (f) Minuman (or allowable)  (g) Cost or other basis plus expense of sale  (h) Gain or (logon (or allowable))  (e) plus (f) Minuman (or allowable)  (f) Fair Market Value as of 12/31/69  (g) Adjusted basis (k) Excess of column (i) over column (j), if any  (g) Fair Market Value as of 12/31/69  (g) Adjusted basis (k) Excess of column (j) over column (j), if any  (g) Fair Market Value as of 12/31/69  (g) Cost or other basis (h) Gain or (logon minuman (i))  (g) Gains (Column (g), if any)  (h) Gain or (logon minuman (i))  (g) Fair Market Value as of 12/31/69  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (j) over column (j), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (j), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (i), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (i), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (i), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (i), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (i), if any  (h) Gain or (logon minuman (i))  (g) Adjusted basis (k) Excess of column (i) over column (i), if any  (h) Excess of column (i) over column (i), if any  (h) Gain or (logon minuman (i) over column (i), if any  (h) Gain or (logon minuman (i) over column (i), if any  (h) Gain or (logon minuman (i) over column (i), if any  (h) Gain or (logon minuman (i) over column (i), if any  (h) Gain or (logon minuman (i) over column (i), if any  (h) Adjusted basis (ii) Adjusted basis (iii) Adjusted basis	nn (h) but not less n column (h))
(e) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus a  b  c d e  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value (j) Adjusted basis as of 12/31/69 (ii) Gains (Column (ii) over column (i), if any dian-0-) or Losses (from as of 12/31/69)  a  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  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  Part V <sub>3</sub> :   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	nn (h) but not less n column (h))
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c d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (ii) Fair Market Value as of 12/31/69 (iii) Adjusted basis over column (i) over column (i) over column (j), if any than -0-) or Losses (from as of 12/31/69  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 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  Part V <sub>3</sub> 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)	but not less n column (h))
d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (j) Adjusted basis (k) Excess of column (i) over column (j), if any than -0-) or Losses (from a b c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e c d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d d e e d e e d e e d e e d e e d e e d e e d e e d e e e e e e e e e e e e e e e e e e e e	but not less n column (h))
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Value as of 12/31/69  (j) Adjusted basis as of 12/31/69  (k) Excess of column (i) over column (j), if any  than -0-) or Losses (from a section 4940(a) tax on net investment income)  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (Column (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (l) Gains (line (k), if any as of 12/31/69  (	but not less n column (h))
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Value as of 12/31/69  (j) Adjusted basis (k) Excess of column (l) over column (j), if any  a 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 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  Part V <sub>2</sub> : 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)	but not less n column (h))
(i) Fair Market Value as of 12/31/69  (j) Adjusted basis as of 12/31/69  (k) Excess of column (i) over column (ii) over column (iii) than -0-) or Losses (from than -0-) or Lo	but not less n column (h))
as of 12/31/69  as of 12/31/69  over column (j), if any  than -0-) or Losses (from  b  c  d  e  2 Capital gain net income or (net capital loss)  If gain, also enter in Part I, line 7  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  Part V <sub>5</sub> : 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	70,258.
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 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  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	
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 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  Part V*z.:] 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	
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  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  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	
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  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  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	
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  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  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	
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8  Part V <sub>i:</sub> 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	-3,592.
(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  Yes  The foundation does not qualify under section 4940(e) Do not complete this part	X No
1 Enter the appropriate amount in each column for each year, see the instructions before making any entries  (a)  (b)  (c)  (d)  (d)  Adjusted qualifying distributions  Calendar year (or tax year  (column (b) divided by	
beginning in)	
	0.047528
	0.055147
	0.048474
	0.049649
2000   170,400.  3,031,140.	0.046330
2 Total of line 1, column (d)	0.249148
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	0.049830
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	,343,546.
5 Multiply line 4 by line 3	166,609
6 Enter 1% of net investment income (1% of Part I, line 27b)	901.
7 Add lines 5 and 6	167,510.
9. Enter might use distributions from Part VII. has 4	152,846.
8 Enter qualifying distributions from Part XII, line 4	

Form 990-PF (2011) CASILE FOUNDATION		011/1/	_	P	age 4
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b),	4940(e), or 4948 — see	instruction	s)		
1 a Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on	line 1	٠, ٠, ١	-		
Date of ruling or determination letter (attach copy of letter if necessary - s	ee instrs)				
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V,	<u> </u>	1		1,8	302.
check here ▶ ☐ and enter 1% of Part I, line 27b					
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12,	column (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable					
foundations only Others enter -0-)		2			0.
3 Add lines 1 and 2		3		1,8	<u> 302.</u>
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations on	ly Others enter -0-)	4			0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5		1,8	302.
6 Credits/Payments:			- 1		
a 2011 estimated tax pmts and 2010 overpayment credited to 2011 6a	10,512.		•	, _	
<b>b</b> Exempt foreign organizations — tax withheld at source 6b					
c Tax paid with application for extension of time to file (Form 8868)					
d Backup withholding erroneously withheld 6d					
7 Total credits and payments Add lines 6a through 6d		7		10,5	<u>12.</u>
8 Enter any <b>penalty</b> 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			<u>0.</u>
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10			710.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 1,804.	Refunded >	11		6,9	906.
Part VII-A   Statements Regarding Activities			,		
1 a During the tax year, did the foundation attempt to influence any national, state, or loca participate or intervene in any political campaign?	l legislation or did it		1a	Yes	No X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political processes the instructions for definition)?	urposes		1ь		Х
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and cop	nes of any materials pu	blished			
or distributed by the foundation in connection with the activities  c Did the foundation file Form 1120-POL for this year?			3.		Х
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed durin	o the year		1 c		<del>-^-</del> -
(1) On the foundation ►\$ 0. (2) On foundation managers		0.			ĺ
e Enter the reimbursement (if any) paid by the foundation during the year for political ex	penditure tax imposed	on			1
foundation managers. \$ 0.					
2 Has the foundation engaged in any activities that have not previously been reported to	the IRS?		2		X
If 'Yes,' attach a detailed description of the activities.					ĺ
3 Has the foundation made any changes, not previously reported to the IRS, in its governor of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed of the incorporation of the incorporation of the incorporation of the incorporation.	ning instrument, article copy of the changes	S	3		х
4a Did the foundation have unrelated business gross income of \$1,000 or more during the	year <sup>?</sup>		4a		Х
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?			4ь	N,	/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		X
If 'Yes,' attach the statement required by General Instruction T					ĺ
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied	ed either				
<ul><li>By language in the governing instrument, or</li></ul>					
• By state legislation that effectively amends the governing instrument so that no manwith the state law remain in the governing instrument?	datory directions that c	onflict	6	х	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column	(c), and Part XV		7	Х	
8a Enter the states to which the foundation reports or with which it is registered (see instr UT	ructions)				
<b>b</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 <sup>2</sup> If 'No, ' attach explanation			8ь	Х	
9 Is the foundation claiming status as a private operating foundation within the meaning for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part	of section 4942(j)(3) or XIV)? If 'Yes.' complete	4942(j)(5) e Part XIV	9		Х
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a and addresses	·		10		x

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Par	t VII-A   Statements Regarding Activities (continued)		<del></del>	
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		х
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	
14	Website address ► N/A  The books are in care of ► US BANK NATIONAL ASSOCIATION Telephone no. ► (50)	3) <u>27</u> 5	<u>-432</u>	7
15	Located at ► PO_BOX_3168 PORTLAND_OR ZIP + 4 ► 97208  Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	<u>-</u> -	<u></u>	· <b>-</b> -
	and enter the amount of tax-exempt interest received or accrued during the year			N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ▶			
Pai	t 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
1 a	a 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?	o		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes XN	ο -		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes XN	0		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	٥	'	ĺ
	(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 X N	0		
	(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 XN	0		
ŀ	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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)?	1 b	N	/A
	Organizations relying on a current notice regarding disaster assistance check here			
(	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?	10		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))		÷	
á	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 X N	0		
	If 'Yes,' list the years ► 20 , 20 , 20 , 20			
ł	Are there any years listed in 2a for which the foundation is <b>not</b> 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).	26	N	/A
(	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here  20, 20, 20			
3 a	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes X N	0		
ŀ	o 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.)	3 b	N	/A
4 8	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4</b> a	<u> </u>	X
t	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?	46		X
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Form 990-PF (2011) CASTLE FOUNDATION			87-613	17177	Page <b>6</b>
Part VII-B   Statements Regarding Activit		n 4720 May Be Requ	uired (continued)		
5a During the year did the foundation pay or incu			<b>—</b>		
(1) Carry on propaganda, or otherwise attempt	3		Yes X	No	
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	ation drive?			No	
(3) Provide a grant to an individual for travel,	study, or other similar	purposes?	Yes X	No	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, oi 4940(d)(2)? (see instri	rganization described uctions)	Yes X	No	
(5) Provide for any purpose other than religio educational purposes, or for the prevention	us, charitable, scientific n of cruelty to children	c, literary, or or animals?	Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53 4945 or in (see instructions)?	the transactions fail to a current notice regard	qualify under the excep ding disaster assistance	tions	5 b	N/A
Organizations relying on a current notice rega	rding disaster assistand	ce check here	▶ [		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	the foundation claim ex sibility for the grant?	emption from the	N/A Yes	No	
If 'Yes,' attach the statement required by Reg	ulations section 53 494	5-5(d)			
6a Did the foundation, during the year, receive an on a personal benefit contract?			∐Yes X	No	
<b>b</b> Did the foundation, during the year, pay prem	iums, directly or indirec	tly, on a personal bene	fit contract?	6b	X
If 'Yes' to 6b, file Form 8870  7a At any time during the tax year, was the found	dation a party to a grah	whited toy chalter transa	ction? Yes X	No	
<b>b</b> If 'Yes,' did the foundation receive any proceed				N/A 7b	
Part VIII Information About Officers, D					
and Contractors	,,		,,g,		-,
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst	ructions).	,	
(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		se account, lowances
US BANK NATIONAL ASSOCIATION PO BOX 3168 PORTLAND, OR 97208	TRUSTEE 0	44,427.	0.		0.
2 Compensation of five highest-paid employee	es (other than those inc	cluded on line 1- see in	structions). If none, e	nter '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 other all	se account, lowances
NONE					-
			<del></del>		
	-				
Total number of other employees paid over \$50,000	)	<del> </del>	<b>•</b>		
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Total. Add lines 1 through 3

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see instructions.)	t. Foreign fo	oundations,
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	1.0	3,335,282.
b Average of monthly cash balances	1 a	59,181.
c Fair market value of all other assets (see instructions)	1 c	39, 101.
d Total (add lines 1a, b, and c)	1 d	3,394,463.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	'4	3,394,403.
(attach detailed explanation)	0.	
2 Acquisition indebtedness applicable to line 1 assets	~   <sub>2</sub>	0.
3 Subtract line 2 from line 1d	3	3,394,463.
		_ 3,334,403.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	50,917.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,343,546.
6 Minimum investment return. Enter 5% of line 5.	6	167,177.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private of	perating fo	undations
and certain foreign organizations check here ► and do not complete this par	t.)	
1 Minimum investment return from Part X, line 6	1	167,177.
2a Tax on investment income for 2011 from Part VI, line 52a1, 8	02.	
b Income tax for 2011 (This does not include the tax from Part VI)		
c Add lines 2a and 2b	2c	1,802.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	165,375.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	<u>165,3</u> 75.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	165,375.
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		152,846.
b Program-related investments — total from Part IX-B	1 a	152,646.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
	2	
<ul> <li>3 Amounts set aside for specific charitable projects that satisfy the.</li> <li>a Suitability test (prior IRS approval required)</li> </ul>	3a	
<b>b</b> Cash distribution test (attach the required schedule).	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	152,846.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	152,846.
Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating when qualifies for the section 4940(e) reduction of tax in those years	ether the four	ndation

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## Part XIII Undistributed Income (see instructions)

	<b>(a)</b> Corpus	(b) Years prior to 2010	<b>(c)</b> 2010	<b>(d)</b> 2011
1 Distributable amount for 2011 from Part XI, line 7				165,375.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			0.	
<b>b</b> Total for prior years 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2011				<u> </u>
a From 2006				
<b>b</b> From 2007 4, 299.				
<b>c</b> From 2008				
<b>d</b> From 2009 17,556.				
e From 2010 2,043.				
f Total of lines 3a through e.	23,898.			
4 Qualifying distributions for 2011 from Part				
XII, line 4 ► \$152,846.				
a Applied to 2010, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)		0.		
<ul> <li>Treated as distributions out of corpus (Election required – see instructions)</li> </ul>	0.			
d Applied to 2011 distributable amount				152,846.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011	12,529.			12,529.
(If an amount appears in column (d), the same amount must be shown in column (a) )				
same amount must be shown in column (a)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,369.			
<b>b</b> Prior years' undistributed income Subtract	22,003.			,-
line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut- ed income for which a notice of deficiency				
has been issued, or on which the section				
4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable				
amount - see instructions.		0.		·····
e Undistributed income for 2010 Subtract line 4a from				
line 2a Taxable amount — see instructions			0.	<del></del>
f Undistributed income for 2011 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2012.				0
7 Amounts treated as distributions out of			<del>-</del>	0.
corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
,	<u></u>	-		
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	11,369.			
10 Analysis of line 9:	·			
a Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009 9, 326.				
<b>d</b> Excess from 2010 2, 043.	*		ļ	
e Excess from 2011				<del></del>

Form 990-PF (2011) CASTLE FOUNDATION				87-6117177	7 Page 10
Part XIV Private Operating Foundat					N/A
1a If the foundation has received a ruling or on its effective for 2011, enter the date of the	ruling	•		_	
<b>b</b> Check box to indicate whether the foundat		erating foundation d		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years	<del></del>	
investment return from Part X for each year listed	(a) 2011	<b>(b)</b> 2010	(c) 2009	(d) 2008	(e) Total
<b>b</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	· · · · · · · · · · · · · · · · · · ·				····
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c</li> </ul>					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter:					
(1) Value of all assets				ļ	
(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					
<ol> <li>Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)</li> </ol>					
(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					
Rant XV   Supplementary Information assets at any time during th	(Complete this e year – see in	part only if the structions.)	organization h	ad \$5,000 or mor	e in
1 Information Regarding Foundation Managers a List any managers of the foundation who have close of any tax year (but only if they have NONE	ave contributed m	ore than 2% of the than \$5,000) (See	total contributions section 507(d)(2))	received by the found	dation before the
<b>b</b> List any managers of the foundation who ca partnership or other entity) of which the NONE	own 10% or more of foundation has a 1	of the stock of a cor 0% or greater inter-	poration (or an equ est	ally large portion of	the ownership of
2 Information Regarding Contribution, Gran Check here ☐ If the foundation only n requests for funds If the foundation make complete items 2a, b, c, and d.	nakes contributions	to preselected cha	ırıtable organizatior	ns and does not acce ganizations under oth	pt unsolicited er conditions,
a The name, address, and telephone number	r of the person to	whom applications :	should be addresse	:d	
	·				
SEE STATEMENT 8					
<b>b</b> The form in which applications should be s	submitted and infor	mation and materia	als they should inclu	ude	
SEE STATEMENT FOR LINE 2A					
c Any submission deadlines					
SEE STATEMENT FOR LINE 2A	· · · · · · · · · · · · · · · · · · ·			· · · · · · · · · · · · · · · · · · ·	
<b>d</b> Any restrictions or limitations on awards, s	such as by geograp	ohical areas, charita	ble fields, kinds of	institutions, or other	factors
SEE STATEMENT FOR LINE 2A					

Recipient   It recipient a undoubleal plant and address (frome or business)    A Paid during the year   See Statement 3    Total   Total    Total   Total    Total   Total    Total   Total    Total   Total   Total    Total   Total   Total    Total   Total   Total   Total    Total   Total   Total   Total   Total   Total   Total    Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Total   Tot	3 Grants and Contributions Paid During the Ye	ar or Approved for Fut	ure Paymen	it	
See Statement 3  Total  D Approved for future payment		If recipient is an individual, show any relationship to any foundation manager or	Foundation status of	Purpose of grant or	Amount
Total  Approved for future payment  Total  Approved for future payment		substantial contributor	recipient	Contribution	
Total  ▶ 3a 139,500  b Approved for future payment	a Paid during the year				
b Approved for future payment					
b Approved for future payment					
b Approved for future payment					
b Approved for future payment					
b Approved for future payment		·			
b Approved for future payment					
b Approved for future payment					
b Approved for future payment				▶ 3	a 139 500
Total ► 3b				- 3	134,300
Total ► 3b					
Total ► 3b					
Total ► 3b					
Total ► 3b					
Total ▶ 3b					
Total ► 3b					
	Total		· · · · · · · · · · · · · · · · · · ·	▶ 3	b

#### Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelate	ed business income	Excluded by section 512, 513, or 514 (e)			
		(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion	<b>(d)</b> Amount	Related or exempt function income (See instructions)	
•	am service revenue.		······································	code			
a							
						<del></del>	
g					,,		
f							
g Fees	and contracts from government agencies						
2 Memb	pership dues and assessments						
3 Interes	t on savings and temporary cash investments						
	ends and interest from securities			14	73,237.		
	ental income or (loss) from real estate				· · · · · · · · · · · · · · · · · · ·		
	financed property			<b></b>			
	ebt-financed property			$\vdash$			
	ntal income or (loss) from personal property			<del>                                     </del>			
	investment income				70.050		
	(loss) from sales of assets other than inventory			18	70,258.		
	· · · · · · · · · · · · · · · · · · ·			<del>  </del>			
	s profit or (loss) from sales of inventory revenue			<del>  </del>			
				<del>                                     </del>			
ь b		<u> </u>		<del>  -</del>			
		-					
e							
12 Subto	otal Add columns (b), (d), and (e)				143,495.		
13 Total	Add line 12, columns (b), (d), and (e)				13	143,495.	
(See works	heet in line 13 instructions to verify calculation	ons )					
Part XVI	-B Relationship of Activities to the	Accompl	ishment of Exemp	t Purpo	ses		
Line No. ▼	Explain below how each activity for which in accomplishment of the foundation's exempt	ncome is rep	orted in column (e) of F	Part XVI-A	contributed important	ly to the	
N/A	accomplishment of the loundation's exempt	purposes (o	Ther than by providing i	unus ioi s	such purposes) (See ii		
N/A			<del></del>		<del></del>	<del></del>	
					<del></del>		
		_,		<u>.</u>			
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# Form 990-PF·(2011) CASTLE FOUNDATION 87-6117177 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

4 0.44									Yes	No
descri	ie organization directl ibed in section 501(c) ng to political organiza	of the Code (oth	igage in any of ner than sectioi	the following wi n 501(c)(3) orgai	th any oth nizations)	er organizatio or in section (	n 527,		•	
	fers from the reportin		a noncharitable	exempt organiz	ation of					
(1) C		g roundation to t		exempt organiz	ation 01			1a(1)	ľ	Х
• •	ther assets							1a (2)		X
	transactions							14 (2)	<u> </u>	
	ales of assets to a no	ncharitable exen	nnt organizatio	n				16(1)		Х
	urchases of assets fro							1b(1)		$\frac{\hat{x}}{x}$
	ental of facilities, equ			am2ation				1 b (3)		$\frac{x}{x}$
• •	eimbursement arrang	•	233013					1 b (4)		$\frac{\Lambda}{X}$
	oans or loan guarante							1 b (5)		X
	erformance of service		or fundraising	solicitations				1 b (6)		X
	ng of facilities, equipm		_		ees			1c		X
								L	<u>!</u>	
<b>d</b> If the the go any tr	answer to any of the oods, other assets, or ansaction or sharing	above is 'Yes,' o services given b arrangement, sh	complete the fo by the reporting ow in column (	llowing schedule foundation If the d) the value of the	Column ne foundat ne goods,	(b) should alw non received I other assets,	vays show the fa ess than fair ma or services rece	ir market val irket value in ived	ue of	
(a) Line no	(b) Amount involved		noncharitable exer				sfers, transactions, a			ts
N/A								<del></del>		
			<u> </u>		ļ					
				-						
									-	
							-			
						-				
2a Is the descri	foundation directly or bed in section 501(c)	r indirectly affilia of the Code (oth	ted with, or relater than section	ated to, one or r n 501(c)(3)) or ir	nore tax-e section 5	xempt organiz 27?	zations	Yes	X	No
<b>b</b> If 'Yes	s,' complete the follow	ving schedule								
	(a) Name of organiza	tion	<b>(b)</b> Type	e of organization		(с	<b>)</b> Description of	relationship		
N/A						·				
						···				
Unde	er penalties of perjury, I declaration	are that I have examing of preparer (other the	ied this return, incluing taxpaver) is bas	ding accompanying so	hedules and a	statements, and to	the best of my knowledge	edge and belief, i	t is true	•
Sign	ect, and complete Declaration	S. Bank			uii prepi	arer rias arry ranom	cago	May the	IRS disc	uss
Here	Carolen 19	MIG I Ven.	,	1 12-11-12	_ • тг	RUST TAX	OFFICED	this retur	n with th	ne
	gnature of office of trustee	2nd Supportunal		Date	Title		OFFICER	(see inst	ructions)	2
	Print/Type preparer's n		Preparer's			Date	Charle V		Yes	No
D-:-J	MATTHEW O.		MATTH	· ·		11-11-12	Check X	'	1000	
Paid		KING & MCC			LANI		Self-employed	P0011( -1281719	7009	
Preparer	_		N STREET	<u> </u>			Firm's EIN ► 48-	1201/19		
Use Only		AMERICAN FO		1003			Ohana (0)	N1) 756	201 F	
BAA		LIBITION FO	, UI 04	1003			Phone no (8)	01) 756-		
DAM								Form <b>99</b>	U-PF (	(2011)

2011	FEDERAL STATEMENTS	PAGE 1
CLIENT 4	CASTLE FOUNDATION C/O CAROLYN O'MALLEY	87-611717
11/13/12		02 52PI
STATEMENT 1 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES		
	(A) (B) NET (C EXPENSES INVESTMENT ADJUS PER BOOKS INCOME NET IN	STED CHARITABLE NCOME PURPOSES
	TOTAL \$\frac{1,600.}{\\$} \frac{1,280.}{\\$} \frac{1,280.}{\\$}	\$ 320. \$ 320.
STATEMENT 2 FORM 990-PF, PART I, LINE 18 TAXES		
FEDERAL TAX FOREIGN TAXES	(A) (B) NET (C EXPENSES INVESTMENT ADJUS PER BOOKS INCOME NET IN  \$ 19,489. \$ 15,591. 1,215. 972.  TOTAL \$ 20,704. \$ 16,563.	TED CHARITABLE
STATEMENT 3 FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND GF	ANTS	
CASH GRANTS AND ALLOCATIONS	<u></u>	
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	BOYS & GIRLS CLUBS OF GTR SLC 669 SOUTH 200 EAST, SUITE 100	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DO AMOUNT GIVEN:	SALT LAKE CITY, UT 84111 NONE NEE: PUBLIC	\$ 1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	WESTMINSTER COLLEGE-SALT LAKE 1840 SOUTH 1300 EAST SALT LAKE CITY, UT 84105	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DO AMOUNT GIVEN:	NONE	5,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	AMERICAN RED CROSS-GREATER SLC PO BOX 3836	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DO AMOUNT GIVEN:	SALT LAKE CITY, UT 84110 NONE NEE: PUBLIC	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	THE CHILDREN'S CENTER-UTAH 1855 E. MEDICAL DRIVE SALT LAKE CITY. UT 84112	

THE CHILDREN'S CENTER-UTAH 1855 E. MEDICAL DRIVE SALT LAKE CITY, UT 84112 NONE

RELATIONSHIP OF DONEE:

2011	FEDERAL STATEMENTS	PAGE 5
CLIENT 4	CASTLE FOUNDATION C/O CAROLYN O'MALLEY	87-6117177
11/13/12		02 52PM
STATEMENT 3 (CONTINUED) FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND	GRANTS	
AMOUNT GIVEN:	\$	\$ 1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	THE SHARING PLACE 1695 EAST 3300 SOUTH SALT LAKE CITY, UT 84106 NONE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE DONEE: PUBLIC	3,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	FRIENDS OF TRACY AVIARY 589 EAST 1300 SOUTH SALT LAKE CITY, UT 84105	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	1,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	COMMUNITY NURSING SERVICES 6949 HIGH TECH DRIVE MIDVALE, UT 84047	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	1,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	INTERMOUNTAIN THERAPY ANIMALS 4050 SOUTH 2700 EAST SALT LAKE CITY, UT 84124	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	UNIVERSITY OF UTAH - LOWELL BENNION (200 SOUTH CENTRAL CAMPUS DR, RM 101 SALT LAKE CITY, UT 84112 NONE	CNTR
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE DONEE: PUBLIC	3,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	UNIVERSITY OF UTAH - WELLNESS PROGRAM 30 NORTH 1900 EAST	И
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	SALT LAKE CITY, UT 84132 NONE DONEE: PUBLIC	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	UNIVERSITY OF UTAH - WOMEN'S RESOURCH 200 CENTRAL CAMPUS DR, RM 411 SALT LAKE CITY, UT 84112	E CE
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF	NONE : PUBLIC	

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2011	FEDERAL STATEMENTS	PAGE 6
CLIENT 4	CASTLE FOUNDATION C/O CAROLYN O'MALLEY	87-6117177
11/13/12		 02 52PM
STATEMENT 3 (CONTINUED) FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND	GRANTS	
AMOUNT GIVEN:		\$ 2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	AMERICAN LUNG ASSOCIATION 1930 SOUTH 1100 EAST SALT LAKE CITY, UT 84106 NONE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE DONEE: PUBLIC	3,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	GUADALUPE CENTER EDUCATION PRO 340 SOUTH GOSHEN STREET SALT LAKE CITY, UT 84104 NONE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE PUBLIC	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	KOSTOPULOS DREAM FOUNDATION 2500 EMIGRATION CANYON SALT LAKE CITY, UT 84104	•
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	4,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	SPECIALIZED ABUSE TREATMENT 1800 S. W. TEMPLE SUITE 421 SALT LAKE CITY, UT 84115	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	JUNIOR ACHIEVEMENT OF UTAH 641 EST SOUTH TEMPLE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	SALT LAKE CITY, UT 84102 NONE DONEE: PUBLIC	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	ANDREW ROWAN READING ROOM 607 EAST 3900 SOUTH	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	SALT LAKE CITY, UT 84107 NONE DONEE: PUBLIC	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	PREVENT CHILD ABUSE UTAH 2955 HARRISON BLVD. SUITE 104 OGDEN, UT 84403	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF	NONE	

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2011		STATEMENTS	PAGE 7
CLIENT 4		FOUNDATION DLYN O'MALLEY	87-6117177
11/13/12	····		02 52PM
STATEMENT 3 (CONTINUED) FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND	GRANTS		
AMOUNT GIVEN:		\$	3,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	124	LDRENS SERVICE SOCIETY OF UTAH SOUTH 400 EAST SUITE 400 LAKE CITY, UT 84111	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE		2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		H SYMPHONY & OPERA WEST SOUTH TEMPLE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE		2,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	BIG 151	BROTHER BIG SISTERS OF UTA EAST 5600 SOUTH STE 200	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	E	1,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	PO E	ISTANCE LEAGUE OF SALT LAKE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	I LAKE CITY, UT 84109, UT 84109 E LIC	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	PO F	P HOBE BOX 520755	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONEE: PUBI	LAKE CITY, UT 84152 ELIC	1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	2035	E RECOVERY CENTER 5 SOUTH 1300 FAST	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	NONE	LAKE CITY, UT 84105 LIC	2,000.
		LIC CARE FOR KIDS FOUNDATION S.S.STATE STREET LAKE CITY, UT 84047	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF			

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2011		RAL STATEMENTS	PAG	E 8
CLIENT 4		ASTLE FOUNDATION CAROLYN O'MALLEY	87-6117	7177
11/13/12			02	52PM
STATEMENT 3 (CONTINUED) FORM 990-PF, PART I, LINE 2 CONTRIBUTIONS, GIFTS, AN	5			1 :
AMOUNT GIVEN:			\$ 1,500	ο.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		PUBLIC SPLORE 880 EAST 3375 SOUTH SALT LAKE CITY, UT 84106		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:		SILLI MIKE CITT, OT 04100	1,000	0.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		PUBLIC UTAH FOOD BANK 1025 SOUTH 700 WEST SALT LAKE CITY, UT 84104		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	F DONEE:	SILLI MINE CITT, OT OTTO	5,000	0.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		SOUTH VALLEY SANCTUARY PO BOX 1028 WEST JORDAN, UT 84048		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS O AMOUNT GIVEN:		NONE	2,000	0.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		DISCOVERY GATEWAY 444 WEST 100 SOUTH SALT LAKE CITY, UT 84101		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS O AMOUNT GIVEN:		NONE	2,000	0.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		MALIHEH FREE CLINIC 415 EAST 3900 SOUTH SALT LAKE CITY, UT 84107		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS O AMOUNT GIVEN:	F DONEE:	NONE PUBLIC	5,000	0.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		FAMILY CONNECTION 1360 E 1450 S		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS O AMOUNT GIVEN:	F DONEE:	1360 E 1450 S CLEARFIELD, UT 84015 NONE PUBLIC	1,000	0.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		CLARK PLANETARIUM 110 SOUTH 400 WEST SALT LAKE CITY, UT 84101		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS O	F DONEE:	NONE PUBLIC		

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CLIENT 4	CASTLE FOUNDATION C/O CAROLYN O'MALLEY	87-6117177
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STATEMENT 3 (CONTINUED) FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND 0	GRANTS	
AMOUNT GIVEN:		\$ 2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	UTAH AIDS FOUNDATION 1408 SOUTH 1100 EAST SALT LAKE CITY, UT 84105	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF I AMOUNT GIVEN:	NONE	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	BOYS & GIRLS CLUBS OF SOUTH VALLEY PO BOX 57071 MURRAY, UT 84157	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF I AMOUNT GIVEN:	NONE	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NAMI UTAH 1600 WEST 2200 SOUTH, STE 202 WEST VALLEY CITY, UT 84119	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF I AMOUNT GIVEN:	NONE	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	WATERFORD INSTITUTE 1590 EAST 9400 SOUTH SANDY, UT 84093	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF I AMOUNT GIVEN:	NONE	2,000.
	TOTA	£ \$ 139,500.

#### STATEMENT 4 FORM 990-PF, PART II, LINE 10B INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION <u>METHOD</u>	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS FOREIGN STOCKS MUTUAL FUNDS	COST	\$ 465,919.	\$ 568,148.
	COST	37,066.	39,896.
	COST	2,388,421.	2,407,036.
	TOTAL	\$ 2,891,406.	\$ 3,015,080.

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### **FEDERAL STATEMENTS**

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**CLIENT 4** 

# CASTLE FOUNDATION C/O CAROLYN O'MALLEY

87-6117177

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#### STATEMENT 5 FORM 990-PF, PART II, LINE 10C INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	F	AIR MARKET VALUE
CORPORATE BONDS FOREIGN BONDS	COST COST	\$ 170,000. 67,009.	\$	235,949. 85,051.
	TOTAL	\$ 237,009.	\$	321,000.

#### STATEMENT 6 FORM 990-PF, PART II, LINE 13 INVESTMENTS - OTHER

OTHER INVESTMENTS		ATION 'HOD	BOOK /ALUE	MARKET ALUE
MINERAL INTEREST	COST		\$ 560.	\$ 1.
		TOTAL	\$ 560.	\$ 1.

T. T. T. T.	(2) PROGRAMO	(B) HOW	(C) DATE	(D) DATE
ITEM	(A) DESCRIPTION	<u> ACQUIRED</u>	<u>ACOUIRED</u>	SOLD
Ţ	QUAL SHORT-TERM CAP GN DIVS	PURCHASED	VARIOUS	6/30/2012
2 3	QUAL FOREIGN SHORT-TERM CAP GAIN DIV	PURCHASED	VARIOUS	6/30/2012
3	CAP GAIN DIST-UNRECAP SEC 1250	PURCHASED	VARIOUS	6/30/2012
4	LONG-TERM 15% CAP GAIN DIVS	PURCHASED	VARIOUS	6/30/2012
5	NONQUAL ST CAP GAIN DIVS	PURCHASED	VARIOUS	6/30/2012
4 5 6 7	NONQUAL FOR ST CAP GAIN DIVS	PURCHASED	VARIOUS	6/30/2012
7	126 ATT INC	PURCHASED	5/21/2012	6/01/2012
8 9	362 ALCOA INC	PURCHASED	2/10/2011	8/08/2011
9	1103.349 AMER CENT DIVERSIFIED	PURCHASED	12/05/2011	5/21/2012
10	20 APACHE CORP	PURCHASED	8/17/2011	12/05/2011
11	283 BMC SOFTWARE INC	PURCHASED	VARIOUS	10/31/2011
12	453 IPATH DOW JONES UBS COMMODITY	PURCHASED	VARIOUS	VARIOUS
13	489 IPATH GSCI TOTAL RETURN	PURCHASED	VARIOUS	7/05/2011
14	67 BRISTOL MYERS SQUIBB CO	PURCHASED	3/16/2011	12/05/2011
15	429 CBS CORP	PURCHASED	8/17/2011	10/31/2011
16	192 CAMERON INTL CORP	PURCHASED	VARIOUS	8/22/2011
17	192 CAPITAL ONE FINANCIAL CORP	PURCHASED	VARIOUS	VARIOUS
18	137 CATERPILLER INC	PURCHASED	VARIOUS	3/30/2012
19	91 CITIGROUP INC	PURCHASED	1/19/2012	2/15/2012
20	178 COCA COLA COMPANY	PURCHASED	VARIOUS	2/08/2012
21	3395.029 CREDIT SUISSE	PURCHASED	VARIOUS	6/25/2012
22	428 DANA HOLDING CORP	PURCHASED	3/14/2012	5/24/2012
23	286 DISCOVERY COMMUNICATIONS	PURCHASED	VARIOUS	VARIOUS
24	292 DIRECTV	PURCHASED	8/08/2011	2/15/2012
25	178 DOVER CORP	PURCHASED	VARIOUS	VARIOUS
26	143 DOW CHEM CO	PURCHASED	10/31/2011	5/07/2012
27	102 DR PEPPER SNAPPLE GROUP	PURCHASED	VARIOUS	VARIOUS
28	1495.963 DRIEHAUS SELECT CREDIT FUND	PURCHASED	VARIOUS	VARIOUS

### **FEDERAL STATEMENTS**

CASTLE FOUNDATION C/O CAROLYN O'MALLEY

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11/13/12

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ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
29	8159 203 DRIFHAILS ACTIONS INCOME ETIND	DUBCHYCLU		VARIOUS
30	501 EMC CORPORATION	PURCHASED	VARIOUS	VARIOUS
31	137 EATON CORP	PURCHASED	VARIOUS	9/30/2011
32	23 EDISON INTL	PURCHASED	3/27/2012	5/24/2012
33	2938.072 AMERICAN EUROPACIFIC	PURCHASED		12/06/2011
34	823 FIFTH THIRD BANCORP	PURCHASED	VARIOUS	12/06/2011 4/13/2012 9/30/2011
35	780 FORD MOTOR CO	PURCHASED	VARIOUS	9/30/2011
36	501 EMC CORPORATION 137 EATON CORP 23 EDISON INTL 2938.072 AMERICAN EUROPACIFIC 823 FIFTH THIRD BANCORP 780 FORD MOTOR CO 227 FREEPORT MCMORAN COPPER GOLD 21 GILEAD SCIENCES INC 111 GOLDMAN SACHS GROUP INC 805 905 GOLDMAN SACHS MC VALUE CL INST	PURCHASED	12/05/2011	3/30/2012
37	21 GILEAD SCIENCES INC	PURCHASED	4/10/2012	5/24/2012
38	111 GOLDMAN SACHS GROUP INC	PURCHASED	VARIOUS	VARIOUS
	CCC. FCC CCEPIENT DISCINC THE VILLOR CE INDI	TOMOTHIODD	VARIOUS 1/19/2012	8/09/2011
40	4 GOOGLE INC	PURCHASED		3/30/2012
41	12,333.53 PYXIS LONG SHORT EQUITY	PURCHASED	VARIOUS	VARIOUS
42	270.189 HOLLYFRONTIER CORP	PURCHASED	4/25/2011 8/17/2011	VARIOUS
43	28 HUMANA INC	PURCHASED	8/17/2011	3/30/2012
44	646 ISHARES MSCI EMERGING MKTS	PURCHASED	8/05/2010	7/08/2011
45	54 / I SHARES RUSSEL 3000 INDEX FUND	PURCHASED	VARIOUS	VARIOUS
46	4 / JARDEN CORP	PURCHASED	10/20/2010	9/30/2011
47	AO MECAS INC	PURCHASED	VARIOUS	12/01/2011
48 49	49 MACIS INC	PURCHASED	6/08/2011	5/24/2012
50	10 929 944 IOOMIC CAVIEC	PURCHASED	12/10/2010	12/08/2011
51	10,020.344 LOUMIS SKILES	PURCHASED	0 /27 /2011	VARIOUS 3/30/2012
52	262 NODDE ENERGI INC	PURCHASED	9/2//2011	VARIOUS
53	4 GOOGLE INC 12,333.53 PYXIS LONG SHORT EQUITY 270.189 HOLLYFRONTIER CORP 28 HUMANA INC 646 ISHARES MSCI EMERGING MKTS 547 I SHARES RUSSEL 3000 INDEX FUND 47 JARDEN CORP 230 KELLOGG CO 49 MACYS INC 64 NATIONAL OILWELL VARCO INC 10,828.944 LOOMIS SAYLES 129 NOBLE ENERGY INC 262 NORDSTROM INC 891 ON SEMICONDUCTOR CORPORATION 463 ORACLE CORPORATION	DIDCHACED	VARIOUS 9/27/2011 9/27/2011 VARIOUS	8/22/2011
54	463 ORACLE CORPORATION	PURCHASED PURCHASED PURCHASED	9/27/2011	0/22/2011
55	5805 993 PIMCO TOTAL RETURN FUND INST	PURCHASED	3/16/2011	1/24/2012 12/06/2011
F C	5805.993 PIMCO TOTAL RETURN FUND INST 42 PNC FINANCIAL SERVICES GROUP INC	PURCHASED	1/19/2012	VARIOUS
57	42 PNC FINANCIAL SERVICES GROUP INC 38 PERRIGO CO 78 POLARIS INDS INC 287 QUALCOMM INC 1721 SPDR DJ WILSHIRE INTERNATIONAL 159 ST JUDE MED INC 223 SONY CORP 176 SUNTRUST BKS	PURCHASED	9/27/2011	VARIOUS
58	78 POLARIS INDS INC	PURCHASED	6/27/2011	VARIOUS
59	287 OUALCOMM INC	PURCHASED	1/25/2012	5/07/2012
60	1721 SPDR DJ WILSHIRE INTERNATIONAL	PURCHASED	VARIOUS	VARIOUS
61	159 ST JUDE MED INC	PURCHASED	4/25/2011	8/11/2011
62	223 SONY CORP	PURCHASED	VARIOUS	8/22/2011
63	176 SUNTRUST BKS	PURCHASED	2/10/2011	8/11/2011
64	109 UNITED HEALTH GROUP INCORPORATED	PURCHASED	VARIOUS	VARIOUS
65	109 VERIZON COMMUNICATIONS INC	PURCHASED	6/08/2011	VARIOUS 9/30/2011 6/14/2012
66	88 VMWARE INC	PURCHASED	8/08/2011	9/30/2011
67	115 WHITING PETROLEUM CORP	PURCHASED	3/14/2012	6/14/2012
68	219 WILLIAMS COS INC	PURCHASED	2/03/2012	5/24/2012
69	225 SONI CORP 176 SUNTRUST BKS 109 UNITED HEALTH GROUP INCORPORATED 109 VERIZON COMMUNICATIONS INC 88 VMWARE INC 115 WHITING PETROLEUM CORP 219 WILLIAMS COS INC 201 WILLIAMS SONOMA INC 481 WYNDHAM WORLDWIDE 275 INGERSOLL RAND PLC 302 TYCO INTERNATIONAL ITD	PURCHASED PURCHASED PURCHASED	9/27/2011	1/24/2012
70	481 WINDHAM WUKLDWIDE	PURCHASED	8/17/2011	VARIOUS
71	2/5 INGERSULL KAND PLC	PURCHASED	VARIOUS	VARIOUS
72 73	302 TYCO INTERNATIONAL LTD 146 CHECK POINT SOFTWARE TECH LTD	FUNCHASED	8/08/2011	VARIOUS
73 74	96 NIELSEN HOLDINGS NV	PURCHASED	VARIOUS	5/07/2012
7 <b>5</b>	48 ALLERGAN INC	PURCHASED PURCHASED	1/19/2012	5/07/2012
75 76	113 AMERICAN TOWER CORP	PURCHASED	8/05/2010 2/04/2009	VARIOUS VARIOUS
77	162 ANADARKO PETROLEUM CORP	PURCHASED	VARIOUS	VARIOUS
78	106 APACHE CORP	PURCHASED	VARIOUS	12/08/2011
79	16 APPLE INC	PURCHASED	4/07/2005	12/08/2011
80	197 AUTOMATIC DATA PROCESSING	PURCHASED	8/05/2010	8/11/2011
81	30,000 BNP 24MO SPX CALLABLE	PURCHASED	9/09/2010	10/20/2011
82	283 BMC SOFTWARE INC	PURCHASED	VARIOUS	11/03/2011
83	171 IPATH DOW JONES UBS COMMODITY	PURCHASED	11/09/2010	VARIOUS
84	1102 IPATH GSCI TOTAL RETURN	PURCHASED	11/09/2010	VARIOUS

### **FEDERAL STATEMENTS**

CASTLE FOUNDATION C/O CAROLYN O'MALLEY

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		(B) HOW	(C) DATE	(D) DATE
<u>ITEM</u>	(A) DESCRIPTION	ACQUIRED	ACOUIRED	SOLD
85	25,000 BARCLAYS 24 MO	PURCHASED	3/03/2010	3/07/2012
86	203 BRISTOL MYERS SQUIBB CO	PURCHASED	3/03/2010 3/16/2011	VARIOUS
87	402 BRUNSWICK CORP	PURCHASED	VARIOUS	9/30/2011
88	192 CAMERON INTL CORP	PURCHASED	2/04/2009	8/22/2011
89	21 CAPITAL ONE FINANCIAL CORP	PURCHASED PURCHASED PURCHASED	3/16/2011	5/24/2012
90	137 CATERPILLAR INC	PURCHASED	VARIOUS	3/30/2012
91	549 CITICROUP INC	PURCHASED	8/05/2010	8/22/2011
92	97 CLIFFS NATURAL RESOURCES INC	PURCHASED	VARIOUS	11/03/2011
93	3395 029 CREDIT SUITSSE	PURCHASED	12/10/2010	6/25/2012
94	347 DISNEY WALT CO	DIDCHACED	VARIOUS	9/30/2011
95	202 DIDECTV	DUDCHYCED	VARIOUS	2/15/2012
96	27 DOLLAD TOUR THE	PUDCHASED	0 / 0 E / 2 O 1 O	
97	22EO 612 DETEUNIO CELECT CREDIT ELIND	PURCHASED	8/05/2010	1/30/2012
97	ACCI 171 AMEDICAN FUDODACTOR	PURCHASED	6/08/2011	6/25/2012
98	4031.1/1 AMERICAN EUROPACIFIC	PURCHASED	VARIOUS	VARIOUS
99	15 / EXPRESS SCRIPTS INC	PURCHASED	VARIOUS	11/03/2011
100	19 EXXON MOBIL CORP	PURCHASED PURCHASED PURCHASED	2/04/2009	3/30/2012
101	94 / FIFTH THIRD BANCORP	PURCHASED	2/10/2011	VARIOUS
102	226 FOOT LOCKER INC	PURCHASED	8/05/2010 VARIOUS	VARIOUS
103	227 FREEPORT MCMORAN COPPER GOLD	PURCHASED	VARIOUS	3/30/2012
104	142 GOLDMAN SACHS GROUP INC	PURCHASED	VARIOUS	VARIOUS
105	(A) DESCRIPTION  25,000 BARCLAYS 24 MO  203 BRISTOL MYERS SQUIBB CO  402 BRUNSWICK CORP  192 CAMERON INTL CORP  21 CAPITAL ONE FINANCIAL CORP  137 CATERPILLAR INC  549 CITIGROUP INC  97 CLIFFS NATURAL RESOURCES INC  3395.029 CREDIT SUISSE  347 DISNEY WALT CO  292 DIRECTV  37 DOLLAR TREE INC  3250.612 DRIEHAUS SELECT CREDIT FUND  4031.171 AMERICAN EUROPACIFIC  157 EXPRESS SCRIPTS INC  19 EXXON MOBIL CORP  947 FIFTH THIRD BANCORP  226 FOOT LOCKER INC  227 FREEPORT MCMORAN COPPER GOLD  142 GOLDMAN SACHS GROUP INC  531.282 GOLDMAN SACHS MC VALUE CL INST	PURCHASED	8/13/2010	8/18/2011
106	1447.478 PYXIS LONG SHORT EQUITY	PURCHASED	3/16/2011	4/11/2012
107	98 INTEL CORP	PURCHASED	3/16/2011 8/05/2010 8/05/2010	3/30/2012
108	374 ISHARES MSCI EMERGING MKTS	PURCHASED	8/05/2010	VARIOUS
109	197 JARDEN CORP	PURCHASED	10/20/2010	VARIOUS
110	25,000 JPMORGAN 24MO MID	PURCHASED	8/05/2010 10/20/2010 7/28/2009	7/29/2011
111	45,000 JPMORGAN 18MO EFA	PURCHASED	4/06/2010	10/11/2011
112	142 GOLDMAN SACHS GROUP INC 531.282 GOLDMAN SACHS MC VALUE CL INST 1447.478 PYXIS LONG SHORT EQUITY 98 INTEL CORP 374 ISHARES MSCI EMERGING MKTS 197 JARDEN CORP 25,000 JPMORGAN 24MO MID 45,000 JPMORGAN 18MO EFA 15,000 JPMORGAN 18MO IWM 11,144.125 JPMORGAN 18MO 200% EEM 11,183.177 JPMORGAN 18MO 200% EFA 10,000 JPMORGAN 18MO 200% IWM 230 KELLOGG CO 20 MASTERCARD INC 14 MCKESSON CORPORATION 141 NATIONAL OILWELL VARCO INC 598.107 NUVEEN MID CAP GRWTH OPP 64 OCCIDENTAL PETROLEUM CORPORATION 463 ORACLE CORPORATION 26,363.767 PIMCO TOTAL RETURN FUND INST	PURCHASED	4/06/2010	10/11/2011
113	11,144.125 JPMORGAN 18MO 200% EEM	PURCHASED	6/04/2010	VARIOUS
114	11,183.177 JPMORGAN 18MO 200% EFA	PURCHASED	6/04/2010	VARIOUS
115	10,000 JPMORGAN 18MO 200% IWM	PURCHASED	6/04/2010	VARIOUS
116	230 KELLOGG CO	PURCHASED	2/04/2009	12/01/2011
117	20 MASTERCARD INC	PURCHASED	11/03/2010	VARIOUS
118	14 MCKESSON CORPORATION	PURCHASED	8/05/2010	3/30/2012
119	141 NATIONAL OILWELL VARCO INC	PURCHASED	VARIOUS	VARIOUS
120	598 107 NIIVEEN MID CAP GRWTH OPP	PURCHASED	6/01/2006	VARIOUS
121	64 OCCIDENTAL PETROLFUM CORPORATION	PURCHASED	8/05/2010	5/24/2012
122	463 ORACLE CORPORATION	PURCHASED	6/01/2006 8/05/2010 10/20/2010	1/24/2012
123	26,363.767 PIMCO TOTAL RETURN FUND INST	DIIBCHYCED	VADTOUS	VARIOUS
124	268 PFIZER INC	DIIDCHASED	VARIOUS 11/03/2010 9/05/2002	VARIOUS
125	287 QUALCOMM INC	PUDCHASED	0/05/2010	5/07/2012
126	15,000 RBC 18MO 200% EEM	PURCHASED		
127	61 SLM CORP		8/10/2010	2/15/2012
		PURCHASED	3/07/2011	3/30/2012
128	1741 SPDR DJ WILSHIRE INTERNATIONAL	PURCHASED	2/10/2011	VARIOUS
129	1895 SPDR BARCLAYS CAPITAL INTL	PURCHASED	VARIOUS	VARIOUS
130	56 SCHLUMBERGER LTD	PURCHASED	2/17/2004	3/30/2012
131	2562.385 SCOUT INTERNATIONAL FUND	PURCHASED	2/18/2010	VARIOUS
132	188 STARBUCKS CORP	PURCHASED	VARIOUS	VARIOUS
133	2110.73 TFS MARKET NEUTRAL FUND	PURCHASED	2/10/2011	3/15/2012
134	209 TERADATA CORP DEL	PURCHASED	VARIOUS	VARIOUS
135	34 UNITED TECHNOLOGIES CORP	PURCHASED	2/17/2004	VARIOUS
136	21 UNITED HEALTH GROUP INCORPORATED	PURCHASED	10/20/2010	12/08/2011
137	139 WHITING PETROLEUM CORP	PURCHASED	10/20/2010	VARIOUS
138	77 ACE LTD	PURCHASED	8/05/2010	VARIOUS
139	208 CHECK POINT SOFTWARE TECH LTD	PURCHASED	VARIOUS	VARIOUS

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CASTLE FOUNDATION C/O CAROLYN O'MALLEY

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<u>ITEM</u>	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS _(I) - (J)	(L) GAIN (LOSS)
1	674. 1,207.	· · · <del></del>	0. 0.	674. 1,207.				\$ 674. 1,207.
2 3 4 5 6	104.		0.	104.				104.
4	9,929. 1,493.		0. 0.	9,929.				9,929.
6	80.		0.	1,493. 80.				1,493. 80.
7 8	4,270. 4,228.		4,238.	32.				32.
9	12,269.		6,228. 12,247.	-2,000. 22.				-2,000. 22.
10 11	1,946. 2,082.		2,099. 2,624.	-153.				<del>-</del> 153.
12	21,740.		18,601.	-542. 3,139.				-542. 3,139.
13	17,257. 2,208.		14,240.	3,017.				3,017.
14 15	11,072.		1,690. 10,643.	518. 429.				518. 429.
16	2,252.		2,179.	73.				73.
17 18	8,824. 3,682.		9,697. 3,456.	-873. 226.				-873. 226.
19	2,989.		2,674.	315.				315.
20 21	12,109. 9,977.		12,428. 11,389.	-319. -1,412.				-319. -1,412.
22 23	5,426. 12,309.		6,955.	-1,529.				-1,529.
24	1,187.		12,352. 1,132.	-43. 55.				-43. 55.
25 26	9,774. 4,759.		10,541. 4,059.	-767. 700.				-767.
27	3,869.		4,178.	-309.				700. -309.
28 29	15,141. 82,304.		15,752. 90,843.	-611. -8,539.				-611. -8,539.
30	11,313.		11,501.	-188.				-6,339. -188.
31 32	5,187. 1,013.		6,262. 1,001.	-1,075. 12.				-1,075. 12.
33	8,919.		8,509.	410.				410.
34 35	7,060. 7,964.		5,845. 12,478.	1,215. -4,514.				1,215. -4,514.
36	1,014.		1,051.	-37.				-37.
37 38	1,064. 12,797.		963. 12,019.	101. 778.				101. 778.
39	24,234.		23,992.	242.				242.
40 41	2,607. 134,695.		2,547. 135,747.	60. -1,052.				60. -1,052.
42	7,694.		8,377.	-683.				-683.
43 44	2,449. 31,066.		2,074. 27,216.	375. 3,850.				375. 3,850.
45	41,447.		37,158.	4,289.				4,289.
46 47	1,450. 8,737.		1,539. 9,680.	-89. <b>-</b> 943.				-89. -943.
48	1,766.		1,350.	416.				416.
49 50	73. 105,398.		63. 107,779.	10. -2,381.				10. -2,381.
51	12,674.		9,760.	2,914.				2,914.
52 53	13,054. 6,451.		12,575. 9,070.	479. -2,619.				479. -2,619.
	*		•	•				,

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CASTLE FOUNDATION C/O CAROLYN O'MALLEY

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<u>ITEM</u> .	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV <u>12/31/69</u>	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
54 555 57 58 59 50 50 50 50 50 60 60 60 60 60 60 60 60 60 60 60 60 60	GROSS SALES 966. 62,879. 2,602. 3,903. 5,252. 1,152. 58,692. 6,684. 4,859. 3,370. 5,056. 4,237. 7,821. 1,031. 20,579. 11,313. 14,042. 2,101. 2,788. 4,261. 7,089. 3,672. 8,368. 6,559. 34,050. 7,739. 6,559. 37,496. 30,579. 11,156. 16,782. 11,156. 16,782. 15,214.	DEPREC.	COST BASIS  1,037. 63,285. 2,507. 3,769. 4,210. 1,066. 66,694. 8,266. 6,130. 5,540. 4,003. 3,935. 7,360. 1,967. 6,805. 14,435. 9,220. 11,896. 2,075. 2,808. 3,069. 3,419. 2,732. 8,373. 685. 8,242. 30,000. 7,958. 8,112. 36,320. 25,000. 7,332. 22,784. 1,060. 7,332. 22,784. 19,438.	GAIN (LOSS) -71406. 95. 134. 1,042. 868,0021,5821,2712,170. 1,053. 302. 461546. 215. 226. 6,144. 2,093. 2,14620. 1,192. 3,670. 986. 4,0502191,553. 1,176. 5,605. 1,600316. 3,996. 3,996. 4,224.	FMV	ADJ. BAS.	EXCESS	GAIN (LOSS)  -71406. 95. 134. 1,0428,0021,5821,2712,170. 1,053. 302. 461546. 215. 226. 6,144. 2,093. 2,14620. 1,192. 3,670. 9405. 5,620. 986. 4,0502191,553. 1,176. 5,600316. 3,996. 4,224.
93 94 95 96 97 98 99 100 101 102 103 104 105	15,214. 10,934. 12,140. 3,147. 31,791. 140,555. 7,280. 1,647. 6,097. 6,951. 7,837. 14,749. 17,495.		19,438. 12,078. 10,437. 1,586. 34,229. 138,438. 7,264. 992. 6,601. 3,017. 8,092. 21,547. 15,816.	-4,224. -1,144. 1,703. 1,561. -2,438. 2,117. 16. 655. -504. 3,934. -255. -6,798. 1,679.				-4,2241,144. 1,703. 1,5612,438. 2,117. 16. 655504. 3,9342556,798. 1,679.
106	2,370.		2,300.	70.				70.

#### **FEDERAL STATEMENTS**

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**CLIENT 4** 

**CASTLE FOUNDATION** C/O CAROLYN O'MALLEY

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#### **STATEMENT 7 (CONTINUED)** FORM 990-PF, PART IV, LINÉ 1 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)
ITEM	GROSS SALES	DEPREC. ALLOWED	COST BASIS	GAIN (LOSS)	FMV 12/31/69	ADJ. BAS. 12/31/69	EXCESS (I)-(J)	GAIN (LOSS)
107	2,753.	<u> </u>	$\frac{-68313}{2,027}$	<u>(LUSS)</u> 726.	12/31/09	12/31/09	711-101	\$ 726.
108	15,055.		15,756.	-701.				-701.
109	7,291.		6,453.	838.				838.
110	32,250.		25,000.	7,250.				7,250.
111	14,918.		15,000.	-82.				-82.
$\bar{1}\bar{1}\bar{2}$	15,000.		15,000.	0.				0.
113	5,721.		5,000.	721.				721.
114	5,916.		5,000.	916.				916.
115	6,150.		5,000.	1,150.				1,150.
116	2,427.		2,168.	259.				259.
117	8,920.		5,001.	3,919.				3,919.
118	1,237.		876.	361.				361.
119	10,272.		8,303.	1,969.				1,969.
120	26,927.		25,645.	1,282.				1,282.
121	5,150.		4,971.	179.				179.
122	12,190.		12,407.	-217.				-217.
123	288,991.		292,160.	-3,169.				-3,169.
124	5,453.		4,714.	739.				739.
125	17,218.		3,579.	13,639.				13,639.
126	15,855.		15,000.	855.				855.
127 128	982. 60,530.		896.	86.				86.
129	113,891.		67,324.	-6,794. 2,977.				-6,794.
130	3,946.		110,914. 1,794.	2,152.				2,977.
131	72,250.		72,797.	-547.				2,152. -547.
132	9,270.		5,055.	4,215.				4,215.
133	31,429.		32,062.	-633.				-633.
134	11,370.		6,771.	4,599.				4,599.
135	2,640.		1,624.	1,016.				1,016.
136	1,021.		770.	251.				251.
137	4,598.		5,369.	-771.				-771.
138	5,490.		4,154.	1,336.				1,336.
139	10,101.		6,144.	3,957.				3,957.
	•		•	,			TOTAL	

#### **STATEMENT 8** FORM 990-PF, PART XV, LINE 2A-D APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

CARE OF:

STREET ADDRESS:

CITY, STATE, ZIP CODE:

TELEPHONE:

FORM AND CONTENT:

SUBMISSION DEADLINES:

MICHAEL I. POULTER OR SONGA CORBIN US BANK NATIONAL ASSOCIATION

170 SOUTH MAIN STREET SUITE 600

SALT LAKE CITY, UT 84101

WRITTEN APPLICATION SETTING FORTH APPLICANT'S PUBLIC CHARITY STATUS

NONE

PUBLIC CHARITIES, SOME PREFERENCE TO THOSE PERFORMING ACTIVITIES WITHIN THE STATE OF UTAH. RESTRICTIONS ON AWARDS:

(Rev January 2012)

# Application for Extension of Time To File an Exempt Organization Return

OMB No 1545 1709

Department of the Treasury

Internal Revenu	ue Service	File a se	parate appi	ication for each return.	ŀ			
<ul><li>If you a</li></ul>	re filing for an	Automatic 3-Month Extension, cor	mplete only	Part I and check this box			► X	
<ul><li>If you a</li></ul>	re filing for an .	Additional (Not Automatic) 3-Mon	th Extensio	n, complete only Part II (on page 2 of th	ıs forr	n).		
				natic 3-month extension on a previously t				
corporation request an Associated	required to file extension of tin With Certain Pe	Form 990-1), or an additional (no ne to file any of the forms listed in	t automatic) Part I or Pa Just be sept	d a 3-month automatic extension of time 3-month extension of time. You can ele art II with the exception of Form 8870, In to the IRS in paper format (see instructing Charities & Nonprofits.	ctroni	cally file For	m 8868 to for Transfers	
				nt original (no copies needed).				
				-month extension — check this box and	compl	ete Part I or	ılv ► 🗆	
				nd trusts must use Form 7004 to request			ليسا	
income tax	returns.	during 1120-0 moray, partiferanipa,	NEMIOS, a	•				
<del></del>	Name of exempt	organization or other filer, see instructions		Enter filer's identif			number (EIN) or	
Type or					Chipic	yer identification	i number (Eliv) or	
print		OUNDATION		94302320	lгот ,	7 61171	77	
file by the		LYN O'MALLEY  nd room or suite number If a P O box, see in	structions	1130232	_	X 87-6117177 Social security number (SSN)		
lue date for iling your		·						
eturn See nstructions		US BANK NAT L ASSOC. PO BOX 3168  City, town or post office, state, and ZIP code. For a foreign address, see instructions						
	PORTLAND	, OR 97208-3168						
	1202122	7 01: 37200 3200		<del></del>				
Enter the Re	eturn code for t	he return that this application is fo	or (file a sec	parate application for each return)			04	
				,			·	
Application s For	1		Return Code	Application Is For			Return Code	
orm 990			01	Form 990-T (corporation)			07	
orm 990-B			02	Form 1041-A			08	
orm 990-E			01	Form 4720			09	
orm 990-P			04	Form 5227		<del></del>	10	
orm 990-T	(section 401(a)	or 408(a) trust)	05	Form 6069			11	
orm 990-T	(trust other tha	in above)	06	Form 8870			12	
Telephor  If the or  If this is check the external	ne No. ►_(503) ganization does for a Group Rens box. ension is for.	eturn, enter the organization's four	FAX No siness in th digit Group theck this b	e United States, check this box Exemption Number (GEN) If ox If and attach a list with the name	this is	s for the who nd EINs of a	► ☐ ole group, all members	
				ed to file Form 990-T) extension of time eturn for the organization named above.				
		he organization's return for:	,					
▶ [	calendar vear	20 or						
► X	tax year begi	20or nning7/01, 2011	, and endir	ng 6/30 , 20 <u>12</u> .				
<b>1</b> 14 41 -					al reti	ITO.		
	tax year entere nange in accour	d in line 1 is for less than 12 month nting period	ins, check r	eason: [] initial return [] r in	ai iei	200		
	3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions							
<b>b</b> If this paymo	b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit						10,512.	
c Balan EFTP	s <b>ce due.</b> Subtra S (Electronic F	ct line 3b from line 3a. Include you ederal Tax Payment System) See	r payment instructions	with this form, if required, by using	30	\$	0.	
Caution, If		o make an electronic fund withdra	wal with this	s Form 8868, see Form 8453-EO and For	rm 88	79-EO for		