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

2011

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

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

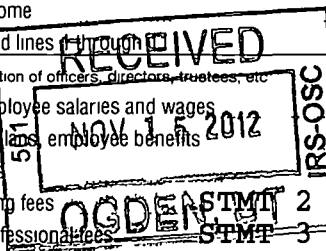
Name of foundation <b>ELLEN BROWNING SCRIPPS FOUNDATION C/O E. DOUGLAS DAWSON</b>		A Employer identification number <b>95-1644633</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>6121 TERRYHILL DRIVE</b>	Room/suite	B Telephone number <b>858-212-3311</b>
City or town, state, and ZIP code <b>LA JOLLA, CA 92037</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 18,623,726.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		469,967.	469,967.	469,967.	STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<21,408.>			
b Gross sales price for all assets on line 6a	6,698,532.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		448,559.	469,967.	469,967.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		5,506.	5,506.	5,506.	1,377.
c Other professional fees		171,808.	171,808.	171,808.	42,953.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	10.	10.	10.	3.
24 Total operating and administrative expenses. Add lines 13 through 23		177,324.	177,324.	177,324.	44,333.
25 Contributions, gifts, grants paid		1,132,181.			1,132,181.
26 Total expenses and disbursements. Add lines 24 and 25		1,309,505.	177,324.	177,324.	1,176,514.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<860,946.>			
b Net investment income (if negative, enter -0-)			292,643.		
c Adjusted net income (if negative, enter -0-)				292,643.	

SCANNED NOV 15 2012

Operating and Administrative Expenses

Revenue



P18

**ELLEN BROWNING SCRIPPS FOUNDATION**  
**C/O E. DOUGLAS DAWSON**

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		172,799.	365,666.	365,666.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations <b>STMT 5</b>		5,679,701.	5,521,087.	5,841,216.
	b	Investments - corporate stock <b>STMT 6</b>		5,254,158.	5,210,777.	6,523,425.
	c	Investments - corporate bonds <b>STMT 7</b>		671,127.	876,253.	916,730.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other <b>STMT 8</b>		5,938,332.	4,878,281.	4,976,689.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets (to be completed by all filers)</b>		17,716,117.	16,852,064.	18,623,726.	
<b>Liabilities</b>	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities (add lines 17 through 22)</b>		0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		3,798,256.	2,934,203.	
30	<b>Total net assets or fund balances</b>		17,716,117.	16,852,064.		
31	<b>Total liabilities and net assets/fund balances</b>		17,716,117.	16,852,064.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	17,716,117.
2	Enter amount from Part I, line 27a	2	<860,946.>
3	Other increases not included in line 2 (itemize) ▶ <b>TAX COST ADJUSTMENTS</b>	3	3,517.
4	Add lines 1, 2, and 3	4	16,858,688.
5	Decreases not included in line 2 (itemize) ▶ <b>EXCISE TAXES</b>	5	6,624.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	16,852,064.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES-LONG TERM</b>	P		
<b>b PUBLICLY TRADED SECURITIES-SHORT TERM</b>	P		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 4,250,689.</b>		<b>4,051,496.</b>	<b>199,193.</b>
<b>b 2,447,843.</b>		<b>2,668,444.</b>	<b>&lt;220,601.&gt;</b>
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>199,193.</b>
<b>b</b>			<b>&lt;220,601.&gt;</b>
c			
d			
e			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>&lt;21,408.&gt;</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>		<b>3</b>	<b>&lt;220,601.&gt;</b>
If gain, also enter in Part I, line 8, column (c). 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.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	2,196,512.	20,007,712.	.109783
2009	35,976.	18,862,225.	.001907
2008	1,170,550.	18,279,302.	.064037
2007	1,451,432.	23,380,427.	.062079
2006	1,169,684.	23,214,811.	.050385

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.288191</b>
<b>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</b>	<b>3</b>	<b>.057638</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>	<b>4</b>	<b>19,266,021.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>1,110,455.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>2,926.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>1,113,381.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>1,176,514.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,926.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,926.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,926.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,865.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,865.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,939.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 3,939. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

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

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>HELEN E. WRIGHT, E. A.</u> Telephone no. ► <u>425-396-5847</u> Located at ► <u>7720 FAIRWAY AVE S. E. #403, SNOQUALMIE, WA</u> ZIP+4 ► <u>98065-9098</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAUL K. SCRIPPS	TRUSTEE			
5360 JACKSON DR SUITE 206				
LA MESA, CA 91942-6003	0.00	0.	0.	0.
DEBORAH M. GODDARD	TRUSTEE			
P.O. BOX 2005				
RANCHO SANTA FE, CA 92067	0.00	0.	0.	0.
ROXANNE DAVIS GREENE	TRUSTEE			
10850 MCBROOM ST				
SUNLAND, CA 91040	0.00	0.	0.	0.

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

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

**Total** number of other employees paid over \$50,000

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	18,673,956.
b	Average of monthly cash balances	1b	885,456.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,559,412.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	19,559,412.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	293,391.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,266,021.
6	Minimum investment return. Enter 5% of line 5	6	963,301.

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

1	Minimum investment return from Part X, line 6	1	963,301.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,926.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,926.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	960,375.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	960,375.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	960,375.

**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	1a	1,176,514.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,176,514.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,926.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,173,588.

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

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**ELLEN BROWNING SCRIPPS FOUNDATION**  
**C/O E. DOUGLAS DAWSON**

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				960,375.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010	1,023,589.			
<b>f</b> Total of lines 3a through e	1,023,589.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	1,176,514.			
<b>a</b> 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.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				960,375.
<b>e</b> Remaining amount distributed out of corpus	216,139.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,239,728.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,239,728.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010	1,023,589.			
<b>e</b> Excess from 2011	216,139.			

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N/A

**b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

Prior 3 years

**b** 85% of line 2a

**c** Qualifying distributions from Part XII,  
line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

**3** Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

**(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)**

**(3) Largest amount of support from an exempt organization**

(4) Gross investment income

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

### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

**c Any submission deadlines:**

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

## ELLEN BROWNING SCRIPPS FOUNDATION

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
PLEASE SEE ATTACHED SCHEDULE OF DONATIONS				1,132,181.
<b>Total</b>			<b>▶ 3a</b>	1,132,181.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.



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

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1a(1)</b>	<b>X</b>
	(2) Other assets	<b>1a(2)</b>	<b>X</b>
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	<b>X</b>
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	<b>X</b>
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	<b>X</b>
	(4) Reimbursement arrangements	<b>1b(4)</b>	<b>X</b>
	(5) Loans or loan guarantees	<b>1b(5)</b>	<b>X</b>
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	<b>X</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	<b>X</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b** If "Yes," complete the following schedule.

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

**Sign  
Here**

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

May the IRS discuss this return with the preparer shown below (see instructions)?

☒ Yes ☐ No

Signature of officer or trustee

Date \_\_\_\_\_

Title

TRUSTEE

Print/Type preparer's name

Preparer's signature

Date

Check ☒ if  
self-employed

PTIN

HELEN E WRIGHT

Preparer's signature Theresa E Wright EA	Date 10/30/12
---	------------------

Date  
10/30/12

P00006049

**Paid  
Preparer  
Use Only**

Firm's name ► HELEN E. WRIGHT, E. A.

Firm's EIN ▶

Firm's address ▶ 7720 FAIRWAY AVE SE, #403  
SNOOQUALMIE, WA 98065-9098

Phone no.

Form **990-PF** (2011)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
BANK OF AMERICA MM INT	546.	0.	546.	
TOTAL DIV & INT INC-SEE ATTACHED SCHEDULE	469,421.	0.	469,421.	
TOTAL TO FM 990-PF, PART I, LN 4	469,967.	0.	469,967.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING/TAX PREPARATION FEES	5,506.	5,506.	5,506.	1,377.	
TO FORM 990-PF, PG 1, LN 16B	5,506.	5,506.	5,506.	1,377.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FIDUCIARY FEES	39,274.	39,274.	39,274.	9,819.	
MANAGEMENT FEES	132,500.	132,500.	132,500.	33,125.	
BANK CHARGES	34.	34.	34.	9.	
TO FORM 990-PF, PG 1, LN 16C	171,808.	171,808.	171,808.	42,953.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FTB FILING FEE	10.	10.	10.	3.	
TO FORM 990-PF, PG 1, LN 23	10.	10.	10.	3.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
U. S. TREASURY NOTES	X		5,521,087.	5,841,216.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			5,521,087.	5,841,216.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,521,087.	5,841,216.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
INVESTMENTS-CORPORATE STOCK	5,210,777.		6,523,425.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,210,777.		6,523,425.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
INVESTMENTS-CORPORATE BONDS	876,253.		916,730.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	876,253.		916,730.	



FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-MUTUAL FUNDS, COMMODITIES, ETC.	COST	4,878,281.	4,976,689.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,878,281.	4,976,689.

ELLEN BROWNING SCRIPPS FOUNDATION  
SCHEDULE A

	<u>Book Value</u>	<u>Market Value</u>
<u>CASH OR CASH EQUIVALENT</u>		
Bank of America Money Market	\$ 365,666	\$ 365,666
	\$ 365,666	\$ 365,666
<u>CORPORATE BONDS</u>		
Bank of New York, Inc. NT Dated 03/27/2008, 4.500% Due 04/01/2013 \$75,000	74,988	77,291
General Electric Cap Corp. NT Dated 01/09/2012, 2.900% Due 01/09/2017 \$100,000	100,811	103,290
Merck & Co., Inc. NT Dated 06/25/2009, 4.00% Due 06/30/2015 \$75,000	81,545	81,826
Novartis Cap Corp. NT Dated 03/16/2010, 1.900% Due 04/24/2013 \$110,000	110,270	111,371
Pfizer, Inc. Note NT Dated 02/19/2003, 4.650% Due 03/01/2018 \$100,000	97,365	114,962
Procter & Gamble Co. NT Dated 8/15/2011, 1.450% Due 08/15/2016 \$100,000	100,056	101,926
Shell INTL FIN BV Note Netherlands NT Dated 03/25/2010, 1.875% Due 03/25/2013 \$100,000	101,734	101,074
Wal-Mart Stores, Inc. Note NT Dated 04/05/2007, 5.375% Due 04/05/2017 \$100,000	102,916	118,755

	<u>Book Value</u>	<u>Market Value</u>
Westpac BKG Corp. Note Australia NT Dated 08/27/2009, 4.200% Due 02/27/2015 \$100,000	<u>106,568</u>	<u>106,235</u>
Total Corporate Bonds	\$ 876,253	\$ 916,730

#### CORPORATE STOCKS

Abbott Labs - 2,323 shs. Com.	\$ 121,014	\$ 149,764
Accenture PLC Ireland - 437 shs. CL A	24,745	26,259
Adobe Systems, Inc. - 950 shs. Com.	37,228	30,752
Alexion Pharmaceuticals, Inc. - 412 shs. Com.	13,212	40,912
Allergan, Inc. - 457 shs. Com.	30,116	42,304
Altria Group, Inc. - 359 shs. Com.	12,122	12,403
Amazon.Com, Inc. - 293 shs. Com.	45,306	66,907
American Electric PWR, Inc. - 176 shs. Com.	6,906	7,022
American Express Co. - 238 shs. Com.	13,363	13,854
Amgen, Inc. - 140 shs. Com.	10,001	10,207
AT&T, Inc. - 793 shs. Com.	27,706	28,278
Automatic Data Processing, Inc. - 211 shs. Com.	11,391	11,744
Baidu, Inc. Cayman Islands - 518 shs. Com.	50,868	59,560
Becton Dickinson & Co. - 200 shs. Com.	14,582	14,950
BHP Billiton LTD SPONS Australia - 1,096 shs. Com.	85,262	71,569
Biogen IDEC, Inc. - 417 shs. Com.	41,601	60,206
Blackrock, Inc. - 50 shs. CL A	8,366	8,491
Boeing, Inc. - 101 shs, Com.	7,194	7,504

	<u>Book Value</u>	<u>Market Value</u>
Bristol Myers Squibb Co. -		
772 shs. Com.	26,402	27,753
Celgene Corp. -		
686 shs. Com.	38,781	44,014
Chevron Corp. -		
314 shs. Com.	32,252	33,127
Chipotle Mexican Grill, Inc. -		
91 shs. Com.	23,073	34,575
Chubb Corp. -		
373 shs. Com.	26,208	27,162
CME Group, Inc. -		
34 shs. Com.	9,097	9,116
CMS Energy Corp. -		
220 shs. Com.	5,092	5,170
Coca Cola Co. -		
275 shs. Com.	20,706	21,502
Cognizant Technology Solutions -		
880 shs. CL A	57,458	52,800
Devon Energy Corp. New -		
1,885 shs. Com.	121,387	109,311
Diageo PLC SPONS UK -		
165 shs. Com.	16,284	17,007
Dominion Res, Inc. -		
95 shs. Com.	5,074	5,130
Dover Corp. -		
254 shs. Com.	13,322	13,617
Du Pont E I DE Nemours & Co. -		
281 shs. Com.	13,862	14,210
Edwards Lifesciences Corp. -		
293 shs. Com.	28,530	30,267
EMC Corp. -		
1,870 shs. Com.	38,648	47,928
Emerson Electric Co. -		
144 shs. Com.	6,423	6,708
Entergy Corp. New -		
1,105 shs. Com.	98,364	75,018
EOG Res., Inc. -		
403 shs. Com.	36,664	36,314
Exelon Corp. -		
1,180 shs. Com.	47,010	44,392
Exxon Mobil Corp. -		
3,052 shs. Com.	55,259	261,160
FMC Technologies, Inc. -		
932 shs. Com.	30,804	36,562
Fossil, Inc. -		
432 shs. Com.	44,744	33,065
F5 Networks, Inc. -		
267 shs. Com.	23,246	26,583
Franklin Res., Inc. -		
508 shs. Com.	57,581	56,383

	<u>Book Value</u>	<u>Market Value</u>
Freeport-McMoran Copper & Gold, Inc. - 1,200 shs. Com.	41,205	40,884
Gallagher Arthur J & Co. - 253 shs. Com.	8,699	8,873
General Electric Co. - 5,665 shs. Com.	6,425	118,059
Glaxosmithkline PLC - 426 shs. Com.	19,543	19,413
Google, Inc. CL A - 84 shs. Com.	41,628	48,726
Heinz H J Co. - 251 shs. Com.	13,370	13,649
Home Depot, Inc. - 541 shs. Com.	27,951	28,668
Honeywell Int'l, Inc. - 241 shs. Com.	12,967	13,457
IBM, Inc. - 2,389 shs. Com.	205,301	467,241
Intel Corp. - 1,026 shs. Com.	26,736	27,343
Intercontinental Exchange, Inc. - 246 shs. Com.	26,902	33,451
J. P. Morgan Chase & Co. - 5,498 shs. Com.	212,092	196,444
Johnson & Johnson - 1,926 shs. Com.	131,748	130,121
Kimberly Clark Corp. - 175 shs. Com.	14,176	14,660
Kinder Morgan, Inc. Del - 354 shs. Com.	10,916	11,406
Kraft Foods, Inc. - 600 shs. Com.	23,290	23,172
Las Vegas Sands Corp. - 1,083 shs. Com.	44,702	47,100
Lauder Estee Cos., Inc. - 784 shs. Com.	32,096	42,430
Limited Brands, Inc. - 150 shs. Com.	6,158	6,380
Linkedin Corp. - 456 shs. Com.	50,668	48,459
Lululemon Athletica, Inc. - 684 shs. Com.	16,458	40,787
Macy's, Inc. - 120 shs. Com.	4,069	4,122
Market Vectors ETF TR Agribusiness - 4,550 shs. Com.	195,931	225,589
McDonald's Corp. - 203 shs. Com.	17,923	17,972
McKesson Corp. - 542 shs. Com.	41,857	50,813

	<u>Book Value</u>	<u>Market Value</u>
Merck & Co., Inc. -		
522 shs. Com.	20,789	21,794
Meredith Corp. -		
164 shs. Com.	5,186	5,238
Metlife, Inc. -		
128 shs. Com.	4,015	3,949
Michael Kors Hldgs, Ltd. -		
1,372 shs. Com.	65,611	57,404
Microsoft Corp. -		
941 shs. Com.	28,076	28,785
Nextera Energy, Inc. -		
107 shs. Com.	7,174	7,363
Nordstrom, Inc. -		
117 shs. Com.	5,621	5,813
Norfolk Southern Corp. -		
89 shs. Com.	6,133	6,388
Novo-Nordisk A S ADR Denmark -		
406 shs. Com.	39,766	59,008
Nucor Corp. -		
202 shs. Com.	7,303	7,656
Occidental Pete Corp. DEL -		
1,679 shs. Com.	98,096	144,008
Parker Hannifin Corp. -		
80 shs. Com.	5,959	6,150
Penn West Pete, LTD. Canada -		
254 shs. Com.	3,187	3,401
Pepsico, Inc. -		
275 shs. Com.	18,998	19,432
Pfizer, Inc. -		
1,125 shs. Com.	23,674	25,875
Philip Morris Int'l., Inc. -		
424 shs. Com.	35,758	36,998
PNC Fin'l Services Group, Inc. -		
210 shs. Com.	12,307	12,833
Praxair, Inc. -		
1,185 shs. Com.	55,312	128,845
Precision Castparts Corp. -		
263 shs. Com.	34,603	43,261
Price T Rowe Group, Inc. -		
134 shs. Com.	7,972	8,437
Priceline.Com. Inc. -		
83 shs. Com.	27,788	55,155
Proctor & Gamble Co. -		
456 shs. Com.	27,238	27,930
Qualcomm, Inc. -		
740 shs. Com.	30,449	41,203
Rio Tinto PLC Spons. ADR -		
3,900 shs. Com.	191,484	186,459
Raytheon Co. -		
185 shs. Com. New	10,056	10,469

	<u>Book Value</u>	<u>Market Value</u>
Royal Dutch Shell PLC SPONS - 366 shs. Com.	23,669	24,680
RPM Int'l, Inc. - 295 shs. Com.	7,613	8,024
Salesforce.Com, Inc. - 491 shs. Com.	58,112	67,886
Schlumberger LTD - 1,075 shs. Com.	68,563	69,778
Sempra Energy - 181 shs. Com.	12,085	12,467
Sherwin Williams Co. - 116 shs. Com.	14,781	15,353
Smucker J M Co. - 300 shs. Com.	22,697	22,656
SPDR S&P 500 ETF TR. - 6,460 shs. Com.	860,860	879,238
Stanley Black & Decker, Inc. - 250 shs. Com.	15,418	16,090
Target Corp. - 250 shs. Com.	14,426	14,548
TE Connectivity Ltd. Switzerland - 400 shs. Com.	12,486	12,764
Texas Instruments, Inc. - 246 shs. Com.	6,641	7,058
Time Warner, Inc. - 334 shs. Com.	12,257	12,858
TJX Cos., Inc. New - 589 shs. Com.	21,997	25,286
United Technologies Corp. - 4,032 shs. Com.	176,448	304,536
US Bancorp DEL New - 526 shs. Com.	16,430	16,916
Verizon Communications, Inc. - 3,071 shs. Com.	93,285	136,475
VISA, Inc. - 394 shs. Com.	36,405	48,710
Wal-Mart Stores, Inc. - 129 shs. Com.	8,795	8,993
Waste MGMT, Inc. DEL - 174 shs. Com.	5,606	5,811
Wells Fargo & Co. New - 5,678 shs. Com.	137,123	189,871
Westar Energy, Inc. - 239 shs. Com.	7,033	7,158
Wisconsin Energy Corp. - 136 shs. Com.	5,271	5,382

	<u>Book Value</u>	<u>Market Value</u>
YUM Brands, Inc. -		
3,614 shs. Com.	117,194	232,814
3M Co. -		
150 shs. Com.	<u>12,962</u>	<u>13,440</u>
 Total Corporate Stocks	 \$ 5,210,777	 \$ 6,523,425

#### U.S. GOVERNMENT & AGENCY ISSUES

Federal Farm Credit Banks		
1.875% due 12/07/2012 \$200,000	203,835	201,456
Federal Farm Credit Banks		
1.750% due 02/21/2013 \$300,000	306,210	302,613
Federal Farm Credit Banks		
1.125% due 02/27/2014 \$150,000	152,493	151,931
Federal Home Loan Banks		
4.500% due 09/16/2013 \$400,000	392,734	420,200
Federal Home Loan Banks		
3.625% due 10/18/2013 \$60,000	62,906	62,549
Federal Home Loan Mortgage Corp.		
4.500% due 01/15/2015 \$400,000	390,790	440,512
Federal Home Loan Mortgage Corp.		
3.750% due 03/27/2019 \$220,000	236,963	254,107
Federal Nat'l Mortgage Assn.		
3.000% due 09/16/2014 \$125,000	133,111	132,259
Federal Nat'l Mortgage Assn.		
2.375% due 04/11/2016 \$175,000	185,507	185,885
United States Treasury Note		
4.250% due 08/15/2013 \$300,000	317,306	313,359
United States Treasury Note		
4.000% due 02/15/2014 \$175,000	182,418	185,385
United States Treasury Note		
1.250% due 04/15/2014 \$365,000	371,986	370,960
United States Treasury Note		
4.250% due 08/15/2015 \$250,000	264,015	279,298
United States Treasury Note		
3.125% due 10/31/2016 \$200,000	201,274	221,110
United States Treasury Note		
4.500% due 05/15/2017 \$300,000	317,837	353,907
United States Treasury Note Ser-B		
3.500% due 02/15/2018 \$380,000	420,815	434,773
United States Treasury Note		
3.875% due 05/15/2018 \$420,000	431,038	491,694
United States Treasury Note		
3.750% due 11/15/2018 \$275,000	277,105	322,116



	<u>Book Value</u>	<u>Market Value</u>
United States Treasury Note 2.750% due 02/15/2019 \$115,000	108,195	127,624
United States Treasury Note 3.500% due 05/15/2020 \$75,000	80,476	87,633
United States Treasury Note 3.125% due 05/15/2021 \$210,000	231,894	239,072
United States Treasury Note 2.125% due 08/15/2021 \$250,000	<u>252,179</u>	<u>262,773</u>
 Total U.S. Government & Agency Issues	 \$ 5,521,087	 \$ 5,841,216

#### MUTUTAL FUNDS

Columbia Convertible Securities Fund 28,338.483 shs. Class Z Shares	399,084	406,090
Columbia Mid Cap Growth Fund 19,540.414 shs. Class Z Shares	612,592	517,039
Columbia Mid Cap Value Fund 40,355.323 shs. Class Z Shares	424,277	546,815
Columbia Small Cap Index Fund 40,191.442 shs. Class Z Shares	606,998	686,470
Ishares Inc. MSCI Australia Index Fund 3,315.000 shs.	52,079	72,433
Ishares Inc. MSCI Brazil Free Index Fund 2,165.000 shs.	117,912	111,920
Ishares Inc. MSCI CDA Index Fund 2,430.000 shs.	53,411	62,791
Ishares MSCI Emerging Mkts Index Fund 10,275.000 shs.	482,206	402,112
Ishares MSCI Hong Kong Index Fund 4,005.000 shs.	54,308	65,682
Ishares MSCI Mexico Investable Mkt Ind Fund 2,910.000 shs.	106,593	178,820

	<u>Book Value</u>	<u>Market Value</u>
Ishares MSCI South Korea Index Fund 1,440 shs.	74,862	78,926
Ishares S&P Global Infrastructure Index Fund 3,715.000 shs.	106,806	126,161
Ishares S&P Latin Amer 40 Index Fund 3,075.000 shs.	107,010	127,459
John Hancock FDS III Intl Growth Fund 1 26,896.469 shs.	588,226	528,785
Thornburg Int'l. Value Fund Class 1 19,848.678 shs.	<u>567,077</u>	<u>500,385</u>
Total Mutual Funds	\$ 4,353,441	\$ 4,411,888
<u>COMMODITIES</u>		
Pimco Commodity Real Return Strategy Fund 44,464.006 shs.	323,339	285,459
SPDR Gold Trust 1,810.000 shs.	<u>201,501</u>	<u>279,342</u>
Total Commodities	<u>524,840</u>	<u>564,801</u>
GRAND TOTAL OF ASSETS	<u>\$16,852,064</u>	<u>\$18,623,726</u>

ELLEN BROWNING SCRIPPS FOUNDATION  
SCHEDULE B

EDUCATION:

Bishop's School La Jolla, CA 92037 - Ellen Browning Scripps Scholarship Fund	\$ 30,000.00	FYE 6-30-12
Francis Parker School 6501 Linda Vista Road San Diego, CA 92111	30,000.00	FYE 6-30-12
Gillespie School 7380 Girard Ave. La Jolla, CA 92037	10,000.00	FYE 6-30-12
Knox College Galesburg, Illinois 61401	30,000.00	FYE 6-30-12
La Jolla Country Day School La Jolla, CA 92037	14,000.00	FYE 6-30-12
Scripps College 1030 Columbia Avenue Claremont, CA 91711	<u>20,000.00</u>	FYE 6-30-12
Total Education	\$ 134,000.00	

HEALTH:

Rady Children's Hospital 3020 Children's Way San Diego, CA 92123	\$ 12,500.00	FYE 6-30-12
Scripps Clinic/Scripps Green La Jolla, CA 92037	94,409.00	FYE 6-30-12

Scripps Memorial Hospital La Jolla, CA 92037	100,000.00	FYE 6-30-12
Scripps Research Institute La Jolla, CA 92037	<u>20,000.00</u>	FYE 6-30-12
Total Health	\$ 226,909.00	
<u>OTHER:</u>		
ARCS Foundation, Inc. San Diego, CA 92101	\$ 15,000.00	FYE 6-30-12
Athenaeum Music & Arts Library (La Jolla Lib. Assoc.) La Jolla, CA 92037	20,000.00	FYE 6-30-12
Boy Scouts of America San Diego, CA	20,000.00	FYE 6-30-12
Community Campership Council, Inc. 7510 Clairemont Mesa Blvd. San Diego, CA 92117	7,799.00	FYE 6-30-12
Elderhelp of San Diego 4069 30th Street San Diego, CA	15,000.00	FYE 6-30-12
The Elizabeth Hospice 150 West Center Street Escondido, CA 92025	20,000.00	FYE 6-30-12
Escondido Humane Society 3450 E. Valley Parkway Escondido, CA 92025	20,000.00	FYE 6-30-12
Girl Scouts of America 1231 Upas Street San Diego, CA 92103	20,000.00	FYE 6-30-12
Helen Woodward Animal Center 6461 El Apajo Box 64 Rancho Santa Fe, CA 92067	20,000.00	FYE 6-30-12

Home Start 5505 Texas St., # 203 San Diego, CA 92108	10,000.00	FYE 6-30-12
Horseless Carriage Foundation, Inc. 502 Fergus San Diego, CA 92114	40,000.00	FYE 6-30-12
I Love A Clean San Diego 4891 Pacific Highway, Suite 115 San Diego, CA 92110	15,000.00	FYE 6-30-12
La Jolla Library 7555 Draper Avenue La Jolla, CA 92037	15,000.00	FYE 6-30-12
La Jolla Playhouse P. O. Box 12039 La Jolla, CA 92039	15,000.00	FYE 6-30-12
La Jolla Recreation Center 615 Prospect Street La Jolla, CA 92037	20,000.00	FYE 6-30-12
La Jolla Women's Club 7791 Draper Street La Jolla, CA 92037	15,310.00	FYE 6-30-12
Maritime Museum Association 1306 North Harbor Drive San Diego, CA 92101	40,000.00	FYE 6-30-12
Project Wildlife 8400 Magnolia Ave., Suite K Santee, CA 92071	10,000.00	FYE 6-30-12
Puget Sound Blood Center 921 Terry Avenue Seattle, WA 98101-1256	49,506.00	FYE 6-30-12
Rancho Costal Humane Society 389 Requeza St. Encinitas, CA 92024	20,000.00	FYE 6-30-12

Ronald McDonald House & Camp Charities Oakbrook, IL	32,500.00	FYE 6-30-12
Rushville Phoenix Opera House P. O. Box 15 Rushville, IL 62681-0015	16,000.00	FYE 6-30-12
Saint Vincent De Paul Center San Diego, CA 92103	29,157.00	FYE 6-30-12
Salvation Army San Diego, CA 92101	20,000.00	FYE 6-30-12
San Diego Food Bank 9850 Distribution Avenue San Diego, CA 92121	10,000.00	FYE 6-30-12
San Diego Hospice Corp. N. Ruffin Road San Diego, CA 92123	20,000.00	FYE 6-30-12
San Diego Humane Society 887 Sherman San Diego, CA 92110	20,000.00	FYE 6-30-12
San Diego Museum of Man Balboa Park San Diego, CA 92103	10,000.00	FYE 6-30-12
San Diego Natural History Museum P.O. Box 1390 San Diego, CA 92112	10,000.00	FYE 6-30-12
San Diego Opera Association 1200 Third Avenue, FL 18 San Diego, CA 92101-4112	10,000.00	FYE 6-30-12
San Diego Symphony Foundation 1245 7 <sup>th</sup> Avenue San Diego, CA 92101-4302	10,000.00	FYE 6-30-12

San Diego Zoological Society P.O. Box 551 San Diego, CA 92112	100,000.00	FYE 6-30-12
Scripps Institute of Oceanography La Jolla, CA 92037	10,000.00	FYE 6-30-12
Scripps Park Historic Rushville, IL 62681	30,000.00	FYE 6-30-12
Search Dog Foundation 501 E. Ojai Avenue Ojai, CA 93023	5,000.00	FYE 6-30-12
Torrey Pines Association P. O. Box 345 La Jolla, CA 92038	6,000.00	FYE 6-30-12
Western States Trail Association 701 High Street Suite 228C Auburn, CA 95603	10,000.00	FYE 6-30-12
YMCA - La Jolla, CA 8355 Cliffridge Avenue La Jolla, CA 92037	<u>15,000.00</u>	FYE 6-30-12
Total Other	\$ <u>771,272.00</u>	
TOTAL ALL	<u>\$1,132,181.00</u>	

ELLEN BROWNING SCRIPPS FOUNDATION  
STATEMENT OF INCOME & DISTRIBUTIONS

Fiscal Year Ending June 30  
2012 2011

ORDINARY INCOME & OUTGO

INCOME FROM DIVIDENDS AND INTEREST

DIVIDENDS:

Abbott Labs	\$ 4,036.50
Allergan, Inc.	99.25
America Movil S A B DE C V Spons	164.00
Amerisourcebergen Corp.	443.39
Andarko Pete Corp.	128.88
Baxter Int'l, Inc.	496.66
BHP Billiton Ltd.	2,200.00
C H Robinson Worldwide, Inc.	133.40
Celanese Corp. DEL	253.92
Chevron Corp.	653.40
Chesapeake Energy Corp.	70.44
Cigna Corp.	63.32
Cimarex Energy Co.	89.70
Cisco Systems, Inc.	301.14
Cliffs Nat Res, Inc.	486.38
Columbia Convertible Sec. Fund	13,711.29
Columbia Mid Cap Value Fund	5,122.70
Columbia Short Term Bond Fund	1,314.74
Columbia Small Cap Index Fund	6,119.05
ConocoPhillips	1,494.90
Corning, Inc.	167.50
Copa Hldgs SA CL A	380.10
Devon Energy Corp. New	1,775.16
Disney Walt Co.	2,325.00
Eaton Corp.	1,211.04
Entergy Corp. New	3,668.60
EOG Res., Inc.	278.75
Exelon Corp.	2,478.01
Expeditors Int'l. Washington, Inc.	239.25
Exxon Mobil Corp.	5,296.50
Franklin Res., Inc.	1,566.54
Freeport-McMoran Copper & Gold	1,936.94
General Electric Co.	3,625.60
Goldman Sachs Group, Inc.	30.45
Harris Corp. DEL	609.78
Hartford Fin'l SVCS Group, Inc.	473.94
Hasbro, Inc.	715.62



Fiscal Year Ending June 30  
2012 2011

International Business Machines	10,118.40
Invesco Ltd. Bermuda	550.47
Ishares MSCI Australia Index Fund	3,671.83
Ishares MSCI Brazil Free Index Fund	3,202.49
Ishares MSCI CDA Index Fund	1,383.10
Ishares MSCI Emerging Mkts Index Fund	8,377.41
Ishares MSCI Mexico INV MKT Index Fund	2,666.92
Ishares MSCI Hong Kong Index Fund	2,179.26
Ishares MSCI South Korea Index Fund	537.13
Ishares S&P GL Clean Eng. Index Fund	3,092.08
Ishares S&P GL Infrastr. Fund	2,532.85
Ishares S&P Latin Amer 40 Index Fund	4,000.34
JP Morgan Chase & Co.	5,804.85
John Hancock Int'l. Growth Fund	7,479.64
Johnson Controls, Inc.	114.48
Johnson & Johnson	3,944.00
Kimberly Clark Corp.	3,990.20
Las Vegas Sands Corp.	541.50
Lauder Estee Cos, Inc. CL A	454.65
Lorillard, Inc.	2,266.15
Lowes Cos., Inc.	1,400.00
Market Vectors ETF Agribusiness	1,383.20
Mastercard, Inc.	64.65
Metlife, Inc.	433.64
McKesson Corp.	325.20
Microsoft Corp.	3,773.40
Newell Rubbermaid, Inc.	347.48
Novo-Nordisk AS ADR Denmark	941.05
Occidental Pete Corp.	2,937.60
Petroleo Brasileiro SA Pet Brazil	1,112.16
Pfizer, Inc.	3,613.68
Pimco Commodity Real Return Fund	67,160.22
Praxair, Inc.	2,488.50
Precision Castparts Corp.	34.08
Qualcomm, Inc.	729.81
Rio Tinto PLC Spons. UK	5,659.34
Schlumberger LTD	1,101.88
SM Energy Co.	20.70
Southern Copper Corp.	429.00
Stanley Black & Decker, Inc.	462.48
St. Jude Medical, Inc.	429.87
Thornburg Int'l. Value Fund	10,062.31
TJX Cos, Inc. New	458.40
Tyco Int'l. LTD New Switzerland	794.00
Union Pacific Corp.	791.20

Fiscal Year Ending June 30	
<u>2012</u>	<u>2011</u>

United Technologies Corp.	7,392.00
US Bancorp DEL	2,154.60
Verizon Communications, Inc.	4,690.50
Visa, Inc.	370.66
Wells Fargo & Co. New	3,566.60
Weyerhaeuser Co.	281.85
Xerox Corp.	386.16
YUM Brands, Inc.	<u>3,428.51</u>

Total Dividends	\$ 260,294.32
Less Foreign Tax	<u>-383.45</u>
Net Dividends	\$ 259,910.87

Fiscal Year Ending June 30	
2012	2011

INTEREST:

Bank of America Money Market	\$	545.64
Bank New York Note 04/01/13		3,375.00
General Electric Co. Note 02/01/13		3,552.08
Merck & Co., Inc. Note 02/01/13		1,500.00
Novartis CAP Corp. 04/24/13		2,090.00
Pfizer, Inc. Note 03/01/18		4,650.00
Proctor & Gamble Co. 08/15/16		725.00
Shell Int'l. FIN BV Note 03/25/13		1,875.00
Wal-Mart Stores, Inc. Note 04/15/17		5,375.00
Westpac BKG Corp. Australia 02/27/15		4,200.00
Federal Farm CR BKS 04/24/12		4,500.00
Federal Farm CR BKS 12/07/12		3,750.00
Federal Farm CR BKS 02/21/13		5,250.00
Federal Farm CR BKS 02/27/14		1,687.50
Federal Farm CR BKS 08/17/16		1,638.02
FHLB Cons. Bond 09/16/13		18,000.00
FHLB Cons. Bond 10/18/13		2,175.00
Federal Home Loan MTG NT 01/15/15		18,000.00
Federal Home Loan MTG NT 03/27/19		8,250.00
Federal Nat'l. MTG NT 10/18/13		500.00
Federal Nat'l. MTG NT 09/16/14		3,750.00
U.S. Treasury Notes		<u>120,032.26</u>

Total Interest	\$	215,420.50
Less Interest Purchased		<u>- 5,363.79</u>
	\$	210,056.71

Fiscal Year Ending June 30  
2012 2011

SALE OF ASSETS:

Gain or Loss

Ace LTD Switzerland		
465 shares Sold	06/25/12	
Selling Price	\$ 32,951.07	
Cost	<u>- 33,696.36</u>	<745.29>
Acme Packet, Inc.		
180 shares Sold	08/09/11	
Selling Price	\$ 8,580.43	
Cost	<u>- 13,464.81</u>	<4,884.38>
Acme Packet, Inc.		
237 shares Sold	08/10/11	
Selling Price	\$ 11,359.04	
Cost	<u>- 17,054.54</u>	<5,695.50>
Acme Packet, Inc.		
141 shares Sold	10/21/11	
Selling Price	\$ 4,321.30	
Cost	<u>- 9,999.34</u>	<5,678.04>
Acme Packet, Inc.		
125 shares Sold	10/24/11	
Selling Price	\$ 3,966.84	
Cost	<u>- 8,577.07</u>	<4,610.23>
Acme Packet, Inc.		
115 shares Sold	10/25/11	
Selling Price	\$ 3,603.77	
Cost	<u>- 7,426.30</u>	<3,822.53>
Acme Packet, Inc.		
50 shares Sold	10/26/11	
Selling Price	\$ 1,488.29	
Cost	<u>- 3,104.33</u>	<1,616.04>

Fiscal Year Ending June 30	
<u>2012</u>	<u>2011</u>

Acme Packet, Inc.		
348 shares Sold	01/17/12	
Selling Price	\$ 9,504.01	
Cost	<u>- 19,918.03</u>	<10,414.02>

Acme Packet, Inc.		
601 shares Sold	01/18/12	
Selling Price	\$ 16,819.50	
Cost	<u>- 23,605.84</u>	<6,786.34>

Acme Packet, Inc.		
323 shares Sold	01/19/12	
Selling Price	\$ 9,659.71	
Cost	<u>- 10,721.75</u>	<1,062.04>

Agco Corp.		
140 shares Sold	03/02/12	
Selling Price	\$ 7,048.69	
Cost	<u>- 7,719.43</u>	<670.74>

Agco Corp.		
122 shares Sold	06/01/12	
Selling Price	\$ 4,772.91	
Cost	<u>- 6,726.93</u>	<1,954.02>

Agco Corp.		
298 shares Sold	06/25/12	
Selling Price	\$ 11,884.98	
Cost	<u>- 16,431.36</u>	<4,546.38>

Alexion Pharmaceuticals, Inc.		
136 shares Sold	08/09/11	
Selling Price	\$ 6,620.61	
Cost	<u>- 5,870.49</u>	750.12

Alexion Pharmaceuticals, Inc.		
12 shares Sold	08/10/11	
Selling Price	\$ 580.28	
Cost	<u>- 409.40</u>	170.88

Fiscal Year Ending June 30	
2012	2011

Alexion Pharmaceuticals, Inc.  
 79 shares Sold 08/11/11  
 Selling Price \$ 3,978.06  
 Cost - 2,669.91

1,308.15

Alexion Pharmaceuticals, Inc.  
 108 shares Sold 10/05/11  
 Selling Price \$ 6,859.65  
 Cost - 3,619.53

3,240.12

Allergan, Inc.  
 30 shares Sold 08/01/11  
 Selling Price \$ 2,387.69  
 Cost - 1,980.96

406.73

Allergan, Inc.  
 67 shares Sold 09/27/11  
 Selling Price \$ 5,693.36  
 Cost - 4,424.15

1,269.21

Allergan, Inc.  
 45 shares Sold 12/05/11  
 Selling Price \$ 3,760.53  
 Cost - 2,971.44

789.09

Alpha Natural Res, Inc.  
 768 shares Sold 03/02/12  
 Selling Price \$ 13,451.82  
 Cost - 46,391.35

<32,939.53>

Amazon.Com, Inc.  
 21 shares Sold 07/13/11  
 Selling Price \$ 4,509.14  
 Cost - 3,505.16

1,003.98

Amazon.Com, Inc.  
 60 shares Sold 08/01/11  
 Selling Price \$ 13,363.12  
 Cost - 8,783.12

4,580.00

Fiscal Year Ending June 30	
2012	2011

Amazon.Com, Inc.		
15 shares Sold 09/27/11		
Selling Price	\$ 3,379.81	
Cost	<u>- 2,190.56</u>	1,189.25

Amazon.Com, Inc.		
27 shares Sold 10/06/11		
Selling Price	\$ 5,948.17	
Cost	<u>- 3,943.01</u>	2,005.16

America Movil S A B DE C V		
574 shares Sold 05/16/12		
Selling Price	\$ 13,971.94	
Cost	<u>- 16,831.74</u>	<2,859.80>

Amerisourcebergen Corp.		
173 shares Sold 06/13/12		
Selling Price	\$ 6,324.24	
Cost	<u>- 7,015.17</u>	<690.93>

Amerisourcebergen Corp.		
705 shares Sold 06/25/12		
Selling Price	\$ 26,622.74	
Cost	<u>- 28,587.82</u>	<1,965.08>

Anadarko Pete Corp.		
358 shares Sold 06/25/12		
Selling Price	\$ 21,548.75	
Cost	<u>- 29,600.01</u>	<8,051.26>

Aon PLC		
208 shares Sold 06/25/12		
Selling Price	\$ 9,462.53	
Cost	<u>- 9,880.96</u>	<418.43>

Apple, Inc.		
24 shares Sold 06/25/12		
Selling Price	\$ 13,721.93	
Cost	<u>- 13,299.12</u>	422.81

Fiscal Year Ending June 30	
<u>2012</u>	<u>2011</u>

Baidu, Inc.

22 shares Sold 07/19/11  
Selling Price \$ 3,327.12  
Cost - 2,725.05

602.07

Baidu, Inc.

37 shares Sold 07/26/11  
Selling Price \$ 6,088.38  
Cost - 4,150.28

1,938.10

Baidu, Inc.

74 shares Sold 08/01/11  
Selling Price \$ 11,622.25  
Cost - 6,406.25

5,216.00

Baxter Int'l, Inc.

385 shares Sold 06/25/12  
Selling Price \$ 19,812.65  
Cost - 20,950.74

<1,138.09>

Berkshire Hathaway, Inc. DEL

263 shares Sold 06/25/12  
Selling Price \$ 21,234.14  
Cost - 21,199.72

34.42

Biogen Idec, Inc.

93 shares Sold 08/09/11  
Selling Price \$ 8,175.76  
Cost - 9,776.67

<1,600.91>

Biogen Idec, Inc.

50 shares Sold 09/27/11  
Selling Price \$ 4,907.86  
Cost - 5,119.17

<211.31>



Fiscal Year Ending June 30	
2012	2011

Biogen Idec,, Inc.		
44 shares Sold 10/27/11		
Selling Price	\$ 5,129.55	
Cost	<u>- 4,504.87</u>	624.68

Biogen Idec, Inc.		
89 shares Sold 12/05/11		
Selling Price	\$ 9,968.60	
Cost	<u>- 9,112.13</u>	856.47

C H Robinson Worldwide, Inc.		
551 shares Sold 08/09/11		
Selling Price	\$ 35,926.34	
Cost	<u>- 43,022.46</u>	<7,096.12>

Celanese Corp. DEL		
60 shares Sold 11/22/11		
Selling Price	\$ 2,472.22	
Cost	<u>- 2,753.33</u>	<281.11>

Celanese Corp. DEL		
90 shares Sold 05/16/12		
Selling Price	\$ 3,791.50	
Cost	<u>- 4,129.99</u>	<338.49>

Celanese Corp. DEL		
175 shares Sold 06/13/12		
Selling Price	\$ 6,573.17	
Cost	<u>- 8,030.54</u>	<1,457.37>

Celanese Corp. DEL		
763 shares Sold 06/25/12		
Selling Price	\$ 26,631.53	
Cost	<u>- 35,013.16</u>	<8,381.63>

Celgene Corp.		
45 shares Sold 08/01/11		
Selling Price	\$ 2,656.38	
Cost	<u>- 2,725.03</u>	<68.65>

Fiscal Year Ending June 30	
2012	2011

Celgene Corp.

92 shares Sold 09/27/11

Selling Price \$ 5,913.25

Cost - 5,085.75

827.50

Celgene Corp.

191 shares Sold 12/05/11

Selling Price \$ 11,675.40

Cost - 10,370.82

1,304.58

Chesapeake Energy Corp.

805 shares Sold 07/29/11

Selling Price \$ 27,651.86

Cost - 27,174.71

477.15

Chipotle Mexican Grill, Inc.

31 shares Sold 07/08/11

Selling Price \$ 10,065.86

Cost - 8,326.77

1,739.09

Chipotle Mexican Grill, Inc.

4 shares Sold 07/11/11

Selling Price \$ 1,287.46

Cost - 1,074.42

213.04

Chipotle Mexican Grill, Inc.

17 shares Sold 09/27/11

Selling Price \$ 5,516.08

Cost - 4,566.29

949.79

Chipotle Mexican Grill, Inc.

6 shares Sold 10/05/11

Selling Price \$ 1,774.43

Cost - 1,611.63

162.80

Chipotle Mexican Grill, Inc.

11 shares Sold 03/13/12

Selling Price \$ 4,376.18

Cost - 2,954.66

1,421.52

Fiscal Year Ending June 30	
2012	2011

Cigna Corp.

1,150 shares Sold 06/21/12	
Selling Price \$ 51,024.01	
Cost - <u>48,044.12</u>	2,979.89

Cigna Corp.

433 shares Sold 06/25/12	
Selling Price \$ 19,364.79	
Cost - <u>18,480.01</u>	884.78

Cimarex Energy Co.

225 shares Sold 06/25/12	
Selling Price \$ 10,661.09	
Cost - <u>18,646.54</u>	<7,985.45>

Cisco Systems, Inc.

1,179 shares Sold 06/25/12	
Selling Price \$ 20,007.18	
Cost - <u>20,315.57</u>	<308.39>

Cliffs Natural Res, Inc.

332 shares Sold 06/01/12	
Selling Price \$ 15,339.42	
Cost - <u>28,666.84</u>	<13,327.42>

Cognizant Technology Solutions

54 shares Sold 10/21/11	
Selling Price \$ 3,779.28	
Cost - <u>4,134.42</u>	<355.14>

Cognizant Technology Solutions

62 shares Sold 03/23/12	
Selling Price \$ 4,713.16	
Cost - <u>4,746.92</u>	<33.76>

Columbia Short Term Bond Fund

75,452.72 shares Sold 06/07/12	
Selling Price \$749,245.47	
Cost - <u>750,000.00</u>	<754.53>

Fiscal Year Ending June 30  
2012 2011

ConocoPhillips  
 103 shares Sold 05/16/12  
 Selling Price \$ 5,409.38  
 Cost - 6,327.40 <918.02>

ConocoPhillips  
 489 shares Sold 06/25/12  
 Selling Price \$ 25,913.18  
 Cost - 30,039.81 <4,126.63>

Consol Energy, Inc.  
 261 shares Sold 07/29/11  
 Selling Price \$ 14,021.38  
 Cost - 13,806.25 215.13

Copa HLDGS SA  
 181 shares Sold 06/25/12  
 Selling Price \$ 14,587.91  
 Cost - 9,623.16 4,964.75

Corning, Inc.  
 1,340 shares Sold 12/14/11  
 Selling Price \$ 17,587.30  
 Cost - 27,627.45 <10,040.15>

Covidien PLC  
 183 shares Sold 06/25/12  
 Selling Price \$ 9,567.88  
 Cost - 9,602.23 <34.35>

CVS Caremark Corp.  
 421 shares Sold 06/25/12  
 Selling Price \$ 19,058.28  
 Cost - 18,534.22 524.06

Dendreon Corp.  
 916 shares Sold 08/12/11  
 Selling Price \$ 9,584.73  
 Cost - 37,148.35 <27,563.88>

Fiscal Year Ending June 30	
2012	2011

Devon Energy Corp. New

93 shares Sold 05/16/12  
Selling Price \$ 5,773.95  
Cost - 8,551.12

<2,777.17>

Devon Energy Corp. New

446 shares Sold 06/25/12  
Selling Price \$ 24,267.83  
Cost - 41,008.58

<16,740.75>

Disney Walt Co

3,875 shares Sold 06/21/12  
Selling Price \$183,380.26  
Cost -117,807.62

65,572.64

Eaton Corp.

841 shares Sold 06/25/12  
Selling Price \$ 31,204.44  
Cost - 46,740.00

<15,535.56>

EBay, Inc.

472 shares Sold 06/25/12  
Selling Price \$ 19,759.36  
Cost - 18,967.77

791.59

EMC Corp.

164 shares Sold 10/21/11  
Selling Price \$ 3,944.96  
Cost - 4,057.59

<112.63>

EMC Corp.

286 shares Sold 03/12/12  
Selling Price \$ 8,282.67  
Cost - 6,284.43

1,998.24

EOG RES, Inc.

114 shares Sold 03/23/12  
Selling Price \$ 12,770.22  
Cost - 10,760.08

2,010.14

Fiscal Year Ending June 30
2012 <span style="float: right;">2011</span>

Expeditors Int'l. Washington, Inc.

108 shares Sold 09/27/11

Selling Price \$ 4,565.02

Cost - 5,771.10

<1,206.08>

Expeditors Int'l. Washington, Inc.

81 shares Sold 02/15/12

Selling Price \$ 3,455.25

Cost - 4,088.78

<633.53>

Expeditors Int'l. Washington, Inc.

88 shares Sold 02/16/12

Selling Price \$ 3,870.47

Cost - 4,318.82

<448.35>

Expeditors Int'l. Washington, Inc.

52 shares Sold 03/12/12

Selling Price \$ 2,285.42

Cost - 2,468.81

<183.39>

Expeditors Int'l. Washington, Inc.

19 shares Sold 03/13/12

Selling Price \$ 844.38

Cost - 881.94

<37.56>

Expeditors Int'l. Washington, Inc.

443 shares Sold 05/15/12

Selling Price \$ 16,850.94

Cost - 19,826.29

<2,975.35>

Expeditors Int'l. Washington, Inc.

274 shares Sold 05/16/12

Selling Price \$ 10,376.42

Cost - 12,170.41

<1,793.99>

Express Scripts HLDG Co.

1,420 shares Sold 06/21/12

Selling Price \$ 75,156.35

Cost - 46,524.48

28,631.87

Fiscal Year Ending June 30	
2012	2011

Express Scripts HLDG Co.

245 shares Sold 06/25/12  
Selling Price \$ 12,727.46  
Cost - 12,939.33

<211.87>

Federal Farm CR Banks

\$150,000 Bond Sold 08/22/11  
Selling Price \$150,000.00  
Cost -150,000.00

.00

Federal Farm CR Banks

\$200,000 Bond Sold 04/24/12  
Selling Price \$200,000.00  
Cost -204,530.00

<4,530.00>

Federal Nat'l. MTG Assn.

\$100,000 Note Sold 10/18/11  
Selling Price \$100,000.00  
Cost -100,000.00

.00

FMC Technologies, Inc.

34 shares Sold 07/13/11  
Selling Price \$ 1,503.89  
Cost - 1,123.75

380.14

FMC Technologies, Inc.

52 shares Sold 07/14/11  
Selling Price \$ 2,235.47  
Cost - 1,718.68

516.79

FMC Technologies, Inc.

183shares Sold 02/15/12  
Selling Price \$ 9,276.93  
Cost - 8,736.47

540.46

FMC Technologies, Inc.

167 shares Sold 03/23/12  
Selling Price \$ 8,064.35  
Cost - 6,273.98

1,790.37

Fiscal Year Ending June 30
2012 <span style="float: right;">2011</span>

Franklin RES, Inc.	
27 shares Sold 08/01/11	
Selling Price \$ 3,405.16	
Cost - <u>3,506.88</u>	<101.72>

Franklin RES, Inc.	
12 shares Sold 08/02/11	
Selling Price \$ 1,495.86	
Cost - <u>1,557.58</u>	<61.72>

Franklin RES, Inc.	
1 share Sold 08/04/11	
Selling Price \$ 122.71	
Cost - <u>129.79</u>	<7.08>

Franklin RES, Inc.	
69 shares Sold 08/26/11	
Selling Price \$ 7,981.17	
Cost - <u>8,852.65</u>	<871.48>

Franklin RES, Inc.	
11 shares Sold 03/23/12	
Selling Price \$ 1,349.08	
Cost - <u>1,372.22</u>	<23.14>

F5 Networks, Inc.	
93 shares Sold 08/09/11	
Selling Price \$ 6,848.54	
Cost - <u>11,212.46</u>	<4,363.92>

F5 Networks, Inc.	
13 shares Sold 08/10/11	
Selling Price \$ 956.48	
Cost - <u>1,434.86</u>	<478.38>

F5 Networks, Inc.	
89 shares Sold 08/11/11	
Selling Price \$ 6,837.26	
Cost - <u>9,533.62</u>	<2,696.36>



Fiscal Year Ending June 30	
2012	2011

F5 Networks, Inc.		
28 shares Sold 02/01/12		
Selling Price	\$ 3,433.25	
Cost	<u>- 2,910.70</u>	522.55

F5 Networks, Inc.		
14 shares Sold 02/02/12		
Selling Price	\$ 1,707.47	
Cost	<u>- 1,446.96</u>	260.51

F5 Networks, Inc.		
44 shares Sold 02/15/12		
Selling Price	\$ 5,578.60	
Cost	<u>- 4,517.26</u>	1,061.34

F5 Networks, Inc.		
79 shares Sold 02/16/12		
Selling Price	\$ 10,010.41	
Cost	<u>- 7,984.57</u>	2,025.84

F5 Networks, Inc.		
30 shares Sold 03/12/12		
Selling Price	\$ 3,774.07	
Cost	<u>- 2,990.62</u>	783.45

F5 Networks, Inc.		
108 shares Sold 04/19/12		
Selling Price	\$ 14,720.21	
Cost	<u>- 10,710.73</u>	4,009.48

Freeport-McMoran Copper & Gold		
85 shares Sold 05/16/12		
Selling Price	\$ 2,810.22	
Cost	<u>- 4,741.02</u>	<1,930.80>

Freeport-McMoran Copper & Gold		
538 shares Sold 06/25/12		
Selling Price	\$ 17,073.63	
Cost	<u>- 30,007.87</u>	<12,934.24>

Fiscal Year Ending June 30	
2012	2011

General Electric Co.

\$75,000 Note Sold 01/19/12  
Selling Price \$ 78,202.50  
Cost - 77,286.00

916.50

Gilead Sciences, Inc.

1,885 shares Sold 06/21/12  
Selling Price \$ 94,464.84  
Cost - 91,562.49

2,902.35

Goldman Sachs Group, Inc.

87 shares Sold 09/27/11  
Selling Price \$ 8,961.54  
Cost - 13,823.10

<4,861.56>

Goggle, Inc.

11 shares Sold 12/05/11  
Selling Price \$ 6,890.97  
Cost - 6,299.83

591.14

Goggle, Inc.

16 shares Sold 06/25/12  
Selling Price \$ 8,995.96  
Cost - 8,712.14

283.82

Green Mountain Coffee Roasters

1,205 shares Sold 05/03/12  
Selling Price \$ 30,826.22  
Cost - 92,781.01

<61,954.79>

Harris Corp. DEL

116 shares Sold 08/24/11  
Selling Price \$ 4,302.64  
Cost - 5,876.40

<1,573.76>

Harris Corp. DEL

143 shares Sold 09/27/12  
Selling Price \$ 5,337.44  
Cost - 7,244.18

<1,906.74>

Fiscal Year Ending June 30  
2012 2011

Harris Corp. DEL		
134 shares Sold	06/01/12	
Selling Price	\$ 5,241.39	
Cost	<u>- 6,788.25</u>	<1,546.86>

Harris Corp. DEL		
333 shares Sold	06/13/12	
Selling Price	\$ 13,497.39	
Cost	<u>- 16,869.31</u>	<3,371.92>

Hartford Fin'l SVCS Group, Inc.		
290 shares Sold	09/27/11	
Selling Price	\$ 5,825.00	
Cost	<u>- 7,614.21</u>	<1,789.21>

Hartford Fin'l SVCS Group, Inc.		
233 shares Sold	09/28/11	
Selling Price	\$ 4,429.24	
Cost	<u>- 6,117.63</u>	<1,688.39>

Hasbro, Inc.		
577 shares Sold	06/25/12	
Selling Price	\$ 19,152.51	
Cost	<u>- 26,563.86</u>	<7,411.35>

Intercontinental Exchange, Inc.		
27 shares Sold	03/12/12	
Selling Price	\$ 3,742.34	
Cost	<u>- 3,498.77</u>	243.57

Intercontinental Exchange, Inc.		
22 shares Sold	03/13/12	
Selling Price	\$ 3,065.85	
Cost	<u>- 2,786.29</u>	279.56

Intercontinental Exchange, Inc.		
51 shares Sold	04/19/12	
Selling Price	\$ 6,610.91	
Cost	<u>- 6,358.86</u>	252.05

Fiscal Year Ending June 30	
2012	2011

Intercontinental Exchange, Inc.

31 shares Sold 04/20/12  
 Selling Price \$ 4,004.12  
 Cost - 3,825.30

178.82

International Business Machines

350 shares Sold 06/25/12  
 Selling Price \$ 67,599.23  
 Cost - 42,717.21

24,882.02

International Business Machines

540 shares Sold 06/26/12  
 Selling Price \$103,755.97  
 Cost - 44,834.64

58,921.33

Invesco LTD

1,028 shares Sold 06/25/12  
 Selling Price \$ 21,789.82  
 Cost - 26,365.15

<4,573.33>

John Hancock FDS III Int'l. Growth Fund

28,107.99 shares Sold 10/27/11  
 Selling Price \$566,657.04  
 Cost - 614,721.70

<48,064.66>

JPMorgan Chase & Co.

74 shares Sold 06/25/12  
 Selling Price \$ 2,616.58  
 Cost - 3,425.27

<808.69>

Johnson Controls, Inc.

636 shares Sold 06/25/12  
 Selling Price \$ 16,887.58  
 Cost - 21,162.39

<4,274.81>

Juniper Networks, Inc.

724 shares Sold 06/13/12  
 Selling Price \$ 11,878.69  
 Cost - 22,425.87

<10,547.18>

Fiscal Year Ending June 30	
2012	2011

Juniper Networks, Inc.

1,548 shares Sold 06/14/12  
Selling Price \$ 25,058.31  
Cost - 39,681.20

<14,622.89>

Kimberly Clark Corp.

1,405 shares Sold 06/21/12  
Selling Price \$113,645.79  
Cost - 81,009.13

32,636.66

Kraft Foods, Inc.

499 shares Sold 06/25/12  
Selling Price \$ 19,297.54  
Cost - 19,489.67

<192.13>

Laboratory Corp. AMER HLDGS.

410 shares Sold 06/21/12  
Selling Price \$ 36,177.54  
Cost - 29,404.17

6,773.37

Lauder Estee Cos., Inc.

69 shares Sold 09/27/11  
Selling Price \$ 6,805.99  
Cost - 6,723.40

82.59

Lauder Estee Cos., Inc.

82 shares Sold 03/13/12  
Selling Price \$ 4,990.75  
Cost - 3,874.01

1,116.74

Lorillard, Inc.

35 shares Sold 11/22/11  
Selling Price \$ 3,766.64  
Cost - 3,327.92

438.72

Lorillard, Inc.

53 shares Sold 05/16/12  
Selling Price \$ 6,752.92  
Cost - 5,039.42

1,713.50

Fiscal Year Ending June 30	
2012	2011

Lorillard, Inc.

351 shares Sold 06/25/12	
Selling Price \$ 45,300.30	
Cost - <u>33,374.27</u>	11,926.03

Lowe's Cos, Inc.

2,500 shares Sold 06/21/12	
Selling Price \$ 69,037.70	
Cost - <u>55,362.00</u>	13,675.70

Lululemon Athletica, Inc.

87 shares Sold 07/08/11	
Selling Price \$ 10,409.84	
Cost - <u>8,247.49</u>	2,162.35

Lululemon Athletica, Inc.

145 shares Sold 07/19/11	
Selling Price \$ 9,054.16	
Cost - <u>6,415.64</u>	2,638.52

Lululemon Athletica, Inc.

76 shares Sold 02/15/12	
Selling Price \$ 4,936.32	
Cost - <u>3,881.17</u>	1,055.15

Lululemon Athletica, Inc.

44 shares Sold 02/16/12	
Selling Price \$ 2,867.25	
Cost - <u>2,113.28</u>	753.97

Lululemon Athletica, Inc.

60 shares Sold 03/13/12	
Selling Price \$ 4,323.94	
Cost - <u>2,881.43</u>	1,442.51

Lululemon Athletica, Inc.

171 shares Sold 05/22/12	
Selling Price \$ 11,956.19	
Cost - <u>7,871.16</u>	4,085.03

Fiscal Year Ending June 30	
2012	2011

Mastercard, Inc.	
11 shares Sold 09/27/11	
Selling Price \$ 3,720.37	
Cost - <u>2,860.08</u>	860.29

Mastercard, Inc.	
84 shares Sold 06/25/12	
Selling Price \$ 36,143.55	
Cost - <u>21,840.63</u>	14,302.92

Medco Health Solutions, Inc.	
977 shares Sold 07/21/11	
Selling Price \$ 62,056.68	
Cost - <u>49,399.31</u>	12,657.37

Metlife, Inc.	
622 shares Sold 06/25/12	
Selling Price \$ 18,187.12	
Cost - <u>27,261.09</u>	<9,073.97>

Microsoft Corp.	
4,965 shares Sold 06/21/12	
Selling Price \$150,659.54	
Cost - <u>131,071.63</u>	19,587.91

Molycorp, Inc. DEL	
327 shares Sold 06/13/12	
Selling Price \$ 6,589.00	
Cost - <u>9,438.53</u>	<2,849.53>

Netflix.Com, Inc.	
16 shares Sold 07/13/11	
Selling Price \$ 4,787.33	
Cost - <u>2,934.47</u>	1,852.86

Netflix.Com, Inc.	
69 shares Sold 09/19/11	
Selling Price \$ 10,087.22	
Cost - <u>13,371.02</u>	<3,283.80>

Fiscal Year Ending June 30	
2012	2011

Netflix.Com, Inc.		
119 shares Sold	09/20/11	
Selling Price	\$ 15,660.32	
Cost	<u>- 20,756.34</u>	<5,096.02>

Newell Rubbermaid, Inc.		
233 shares Sold	06/19/12	
Selling Price	\$ 4,335.26	
Cost	<u>- 4,468.36</u>	<133.10>

Newell Rubbermaid, Inc.		
789 shares Sold	06/25/12	
Selling Price	\$ 13,929.55	
Cost	<u>- 15,131.05</u>	<1,201.50>

Nielsen HLDGS N V.		
448 shares Sold	06/25/12	
Selling Price	\$ 11,860.08	
Cost	<u>- 12,212.12</u>	<352.04>

Novo-Nordisk A S		
9 shares Sold	12/05/11	
Selling Price	\$ 998.48	
Cost	<u>- 1,147.33</u>	<148.85>

Novo-Nordisk A S		
27 shares Sold	12/06/11	
Selling Price	\$ 3,064.22	
Cost	<u>- 3,436.75</u>	<372.53>

Novo-Nordisk A S		
20 shares Sold	12/07/11	
Selling Price	\$ 2,305.80	
Cost	<u>- 2,527.51</u>	<221.71>

Novo-Nordisk A S		
8 shares Sold	12/08/11	
Selling Price	\$ 914.55	
Cost	<u>- 938.98</u>	<24.43>



Fiscal Year Ending June 30	
2012	2011

Novo-Nordisk A S Denmark		
12 shares Sold 03/12/12		
Selling Price	\$ 1,704.07	
Cost	<u>- 1,247.65</u>	456.42

Novo-Nordisk A S Denmark		
36 shares Sold 03/13/12		
Selling Price	\$ 5,116.57	
Cost	<u>- 3,716.91</u>	1,399.66

Pepsico, Inc.		
283 shares Sold 06/25/12		
Selling Price	\$ 19,429.24	
Cost	<u>- 19,593.70</u>	<164.46>

Petroleo Brasileiro SA		
215 shares Sold 05/16/12		
Selling Price	\$ 4,247.29	
Cost	<u>- 8,893.93</u>	<4,646.64>

Petroleo Brasileiro SA		
748 Shares Sold 06/25/12		
Selling Price	\$ 13,366.46	
Cost	<u>- 30,942.59</u>	<17,576.13>

Pfizer, Inc.		
3,500 shares Sold 06/21/12		
Selling Price	\$ 79,520.66	
Cost	<u>- 50,802.50</u>	28,718.16

Phillips 66		
296 shares Sold 05/21/12		
Selling Price	\$ 9,247.37	
Cost	<u>- 10,807.79</u>	<1,560.42>

Praxair, Inc.		
29 shares Sold 07/13/11		
Selling Price	\$ 3,113.22	
Cost	<u>- 2,556.45</u>	556.77

Fiscal Year Ending June 30	
2012	2011

Praxair, Inc.

148 shares Sold 08/19/11  
Selling Price \$ 13,371.67  
Cost - 14,280.08

<908.41>

Praxair, Inc.

199 shares Sold 08/22/11  
Selling Price \$ 17,813.95  
Cost - 17,542.50

271.45

Praxair, Inc.

109 shares Sold 08/23/11  
Selling Price \$ 9,982.20  
Cost - 9,608.71

373.49

Precision Castparts Corp.

26 shares Sold 10/27/11  
Selling Price \$ 4,407.50  
Cost - 3,643.17

764.33

Priceline.Com, Inc.

15 shares Sold 08/01/11  
Selling Price \$ 8,020.79  
Cost - 7,700.59

320.20

Priceline.Com, Inc.

10 shares Sold 09/27/11  
Selling Price \$ 5,115.38  
Cost - 4,915.04

200.34

Priceline.Com, Inc.

12 shares Sold 03/12/12  
Selling Price \$ 7,796.18  
Cost - 5,922.57

1,873.61

Priceline.Com, Inc.

8 shares Sold 03/23/12  
Selling Price \$ 5,701.18  
Cost - 3,742.11

1,959.07

Fiscal Year Ending June 30	
2012	2011

Priceline.Com, Inc.

18 shares Sold 05/08/12

Selling Price \$ 12,952.93

Cost - 7,443.52

5,509.41

Priceline.Com, Inc.

1 share Sold 05/09/12

Selling Price \$ 708.45

Cost - 334.80

373.65

Qualcomm, Inc.

170 shares Sold 09/27/11

Selling Price \$ 8,899.48

Cost - 8,844.44

55.04

Qualcomm, Inc.

144 shares Sold 10/21/11

Selling Price \$ 7,503.72

Cost - 6,728.76

774.96

Salesforce.Com, Inc.

29 shares Sold 08/01/11

Selling Price \$ 4,206.04

Cost - 3,916.59

289.45

Salesforce.Com, Inc.

2 shares Sold 08/04/11

Selling Price \$ 284.87

Cost - 251.23

33.64

Salesforce.Com, Inc.

63 shares Sold 09/27/11

Selling Price \$ 7,899.94

Cost - 7,611.80

288.14

Fiscal Year Ending June 30
2012 <span style="float: right;">2011</span>

Sensata Tech HLDG NV		
98 shares Sold 07/19/11		
Selling Price	\$ 3,650.72	
Cost	<u>- 3,435.64</u>	215.08

Sensata Tech HLDG NV		
72 shares Sold 07/29/11		
Selling Price	\$ 2,568.41	
Cost	<u>- 2,524.14</u>	44.27

Sensata Tech HLDG NV		
211 shares Sold 08/01/11		
Selling Price	\$ 7,514.52	
Cost	<u>- 7,397.13</u>	117.39

SM Energy Co.		
207 shares Sold 06/13/12		
Selling Price	\$ 9,688.94	
Cost	<u>- 15,614.73</u>	<5,925.79>

Southern Copper Corp.		
325 shares Sold 11/15/11		
Selling Price	\$ 10,057.94	
Cost	<u>- 13,135.69</u>	<3,077.75>

SPDR S&P 500 ETF TR		
800 shares Sold 06/22/12		
Selling Price	\$106,824.64	
Cost	<u>-106,608.00</u>	216.64

Stanley Black & Decker, Inc.		
282 shares Sold 06/25/12		
Selling Price	\$ 17,105.45	
Cost	<u>- 21,338.24</u>	<4,232.79>

St. Jude Medical, Inc.		
139 shares Sold 09/27/11		
Selling Price	\$ 5,432.00	
Cost	<u>- 6,859.40</u>	<1,427.40>

Fiscal Year Ending June 30	
2012	2011

St. Jude Medical, Inc.		
406 shares Sold 10/27/11		
Selling Price \$ 16,650.95		
Cost - <u>14,948.11</u>	1,702.84	
St. Jude Medical, Inc.		
315 shares Sold 10/28/11		
Selling Price \$ 12,653.17		
Cost - <u>15,364.02</u>	<2,710.85>	
St Jude Medical, Inc.		
91 shares Sold 10/31/11		
Selling Price \$ 3,545.44		
Cost - <u>3,283.97</u>	261.47	
St Jude Medical, Inc.		
347 shares Sold 11/01/11		
Selling Price \$ 13,108.20		
Cost - <u>12,522.36</u>	585.84	
Thornburg Int'l. Value Fund		
20,161.38 shares Sold 10/27/11		
Selling Price \$540,929.92		
Cost - <u>576,010.74</u>	<35,080.82>	
TJX Cos, Inc. New		
286 shares Sold 06/19/12		
Selling Price \$ 12,461.91		
Cost - <u>7,093.82</u>	5,368.09	
TJX Cos, Inc. New		
671 shares Sold 06/25/12		
Selling Price \$ 28,545.91		
Cost - <u>16,643.18</u>	11,902.73	
Tyco Int'l. LTD		
185 shares Sold 04/04/11		
Selling Price \$ 10,370.76		
Cost - <u>8,557.51</u>	1,813.25	

Fiscal Year Ending June 30	
2012	2011

Tyco Int'l. LTD		
609 shares Sold 06/25/12		
Selling Price	\$ 31,029.61	
Cost	<u>- 28,170.39</u>	2,859.22
Union Pacific Corp.		
368 shares Sold 06/25/12		
Selling Price	\$ 41,993.67	
Cost	<u>- 36,267.54</u>	5,726.13
United States Treasury Note		
\$125,000 Sold 08/19/11		
Selling Price	\$126,620.67	
Cost	<u>-126,528.32</u>	92.35
United States Treasury Note		
\$230,000 Sold 09/27/11		
Selling Price	\$234,165.42	
Cost	<u>-235,674.13</u>	<1,508.71>
United States Treasury Note		
\$185,000 Sold 10/07/11		
Selling Price	\$187,074.02	
Cost	<u>-187,261.91</u>	<187.89>
United States Treasury Note		
\$75,000 Sold 12/21/11		
Selling Price	\$ 80,935.55	
Cost	<u>- 78,179.01</u>	2,756.54
United States Treasury Note Inflation Index		
\$363,772.50 Sold 04/15/12		
Selling Price	\$363,772.50	
Cost	<u>-375,974.53</u>	<12,202.03>
US Bancorp DEL		
3,780 shares Sold 06/21/12		
Selling Price	\$118,950.91	
Cost	<u>-109,908.50</u>	9,042.41

Fiscal Year Ending June 30	
2012	2011

Viacom, Inc.

373 shares Sold	06/25/12	
Selling Price	\$ 17,312.78	
Cost	<u>- 17,672.61</u>	<359.83>

Visa, Inc.

166 shares Sold	06/25/12	
Selling Price	\$ 20,201.66	
Cost	<u>- 13,667.52</u>	6,534.14

Warner Chilcott PLC

353 shares Sold	05/01/12	
Selling Price	\$ 7,720.61	
Cost	<u>- 8,453.15</u>	<732.54>

Warner Chilcott PLC

112 shares Sold	05/14/12	
Selling Price	\$ 2,451.66	
Cost	<u>- 2,682.02</u>	<230.36>

Warner Chilcott PLC

460 shares Sold	06/01/12	
Selling Price	\$ 8,311.78	
Cost	<u>- 11,015.43</u>	<2,703.65>

Weyerhaeuser Co.

1,088 shares Sold	04/19/12	
Selling Price	\$ 22,499.77	
Cost	<u>- 18,098.24</u>	4,401.53

Xerox Corp.

2,496 shares Sold	06/25/12	
Selling Price	\$ 18,876.32	
Cost	<u>- 25,446.31</u>	<6,569.99>

Fiscal Year Ending June 30	
2012	2011

Nortel Networks Corp. Securities Litigation - Short Term Capital Gain 10/27/11	18.77
Columbia Mid Cap Growth Fund Long Term Capital Gain Distribution 12/06/11	16,135.69
Pimco Commodity Real Return Fund Long Term Capital Gain Distribution 12/07/11	1,541.57
Columbia Small Cap Index Fund Long Term Capital Gain Distribution 12/12/11	17,544.48
AOL Time Warner, Inc. Securities Litigation - Short Term Capital Gain 05/18/12	75.83
Columbia Small Cap Index Fund Long Term Capital Gain Distribution 06/19/12	<u>22,076.89</u>
Total Gain or Loss	\$ < <u>21,408.24</u> >
TOTAL INCOME	\$ 448,559.34

EXPENSES:

Net Fiduciary Fees	\$ 39,274.29	
Accounting & Tax Preparation	5,506.04	
Bank Deposit Fees -		
Petroleo Brasileiro Dep Fee	19.26	
ADR Fee on Stock Split	14.35	
California Filing Fee	10.00	
Estimated IRS Excise Tax	6,624.00	
E. Douglas Dawson Mgmt. Fees	\$ <u>132,500.00</u>	\$ <u>183,947.94</u>

NET INCOME AFTER EXPENSES	\$ <u>264,611.40</u>	\$ <u>686,494.97</u>
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## NOTICE

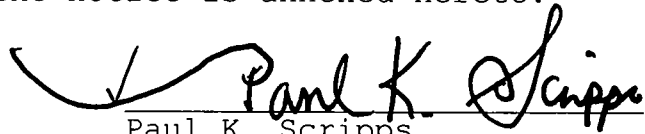
The annual report of The Ellen Browning Scripps Foundation for the year ended June 30, 2012 is available at the trustee's office, 5360 Jackson Drive, Suite 206, La Mesa, California 91942-6003, for inspection during regular business hours by any citizen who requests it within 180 days after the date of publication of this notice. The Principal Trustee's of the Foundation are Paul K. Scripps, Deborah M. Goddard and Roxanne Davis Greene.

THE ELLEN BROWNING SCRIPPS FOUNDATION

PROOF OF PUBLICATION OF NOTICE

OF AVAILABILITY OF ANNUAL REPORT

The notice required by Section 6104(d) was published on October 29, 2012 in The San Diego Daily Transcript. A copy of the notice is annexed hereto.

  
Paul K. Scripps

# CERTIFICATE OF PUBLICATION

Helen E. Wright  
7720 Fairway Avenue S.E. #403  
Snoqualine WA 98065-9098

## IN THE MATTER OF Ellen Browning Scripps

## CASE NO.

I, C Davis, am a citizen of the United States and a resident of the county aforesaid; I am over the age of eighteen years, and not party to or interested in the above entitled matter. I am the principal clerk of the San Diego Daily Transcript, a newspaper of general circulation, printed and published daily, except on Saturdays and Sundays, in the City of San Diego, County of San Diego and which newspaper has been adjudged a newspaper of general circulation by the Superior Court of the County of San Diego, State of California, under the date of January 23, 1909, Decree No. 14894; and the

### NOTICE

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Pub Oct 29-00104457

### Notice of Availability

is a true and correct copy of which the annexed is a printed copy and was published in said newspaper on the following date(s), to wit:

**October 29**

I certify under penalty of perjury that the forgoing is true and correct.

Dated at San Diego, California this October 29, 2012



Signature