



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



Form **990-PF**

**Return 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

For calendar year 2011 or tax year beginning **7/1/2011**, and ending **6/30/2012**

Name of foundation: **LEROY, ALFRED T/U/W**  
 Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank N A 101N Independence Mall E MACY1372-062**  
 City or town, state, and ZIP code: **Philadelphia PA 19106-2112**

**A** Employer identification number: **95-6137858**  
**B** Telephone number (see instructions): **(888) 730-4933**

**C** If exemption application is pending, check here

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

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

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

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

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

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 532,322**  
**J** Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
<b>3</b>	Interest on savings and temporary cash investments	0	0		
<b>4</b>	Dividends and interest from securities	17,337	17,206		
<b>5 a</b>	Gross rents		0		
<b>b</b>	Net rental income or (loss)	0			
<b>6 a</b>	Net gain or (loss) from sale of assets not on line 10	13,487			
<b>b</b>	Gross sales price for all assets on line 6a	377,304			
<b>7</b>	Capital gain net income (from Part IV, line 2)		13,487		
<b>8</b>	Net short-term capital gain		0		
<b>9</b>	Income modifications				
<b>10 a</b>	Gross sales less returns and allowances	0			
<b>b</b>	Less: Cost of goods sold	0			
<b>c</b>	Gross profit or (loss) (attach schedule)	0			
<b>11</b>	Other income (attach schedule)	0	0	0	
<b>12</b>	<b>Total.</b> Add lines 1 through 11	30,824	30,693	0	
<b>13</b>	Compensation of officers, directors, trustees, etc	7,046	5,284		1,762
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16 a</b>	Legal fees (attach schedule)	0	0	0	0
<b>b</b>	Accounting fees (attach schedule)	650	0	0	650
<b>c</b>	Other professional fees (attach schedule)	0	0	0	0
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions)	562	194	0	0
<b>19</b>	Depreciation (attach schedule) and depletion	0	0	0	
<b>20</b>	Occupancy				
<b>21</b>	Travel, conferences, and meetings				
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule)	10	0	0	10
<b>24</b>	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	8,268	5,478	0	2,422
<b>25</b>	Contributions, gifts, grants paid	30,438			30,438
<b>26</b>	<b>Total expenses and disbursements.</b> Add lines 24 and 25	38,706	5,478	0	32,860
<b>27</b>	Subtract line 26 from line 12				
<b>a</b>	Excess of revenue over expenses and disbursements	-7,882			
<b>b</b>	Net investment income (if negative, enter -0-)		25,215		
<b>c</b>	Adjusted net income (if negative, enter -0-)			0	

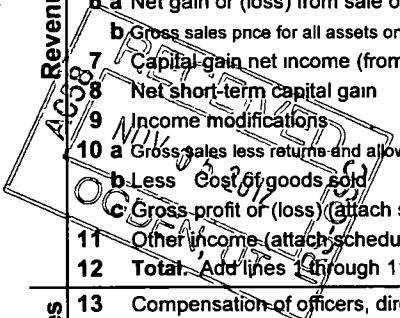
For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

(HTA)

POSTMARK DATE NOV 01 2012

SCANNED NOV 07 2012



1546

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	0	0	
	2	Savings and temporary cash investments	26,812	22,746	22,746
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use	0	0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	476,948	469,508	509,576	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe )	0	0	0	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	503,760	492,254	532,322	
Liabilities	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable			
	19	Deferred revenue	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe )	0	0	
23	<b>Total liabilities</b> (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	503,760	492,254	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	503,760	492,254		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	503,760	492,254		

**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	503,760
2	Enter amount from Part I, line 27a	2	-7,882
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> CTF Income Timing Difference	3	104
4	Add lines 1, 2, and 3	4	495,982
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	3,728
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	492,254

**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 bnck 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</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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</b>	0	0	0	
<b>b</b>	0	0	0	
<b>c</b>	0	0	0	
<b>d</b>	0	0	0	
<b>e</b>	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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		
<b>a</b>	0	0	0	
<b>b</b>	0	0	0	
<b>c</b>	0	0	0	
<b>d</b>	0	0	0	
<b>e</b>	0	0	0	
<b>2</b> 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			<b>2</b>	13,487
<b>3</b> 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			<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	14,065	531,337	0.026471
2009	19,268	499,153	0.038601
2008	22,599	465,949	0.048501
2007			0.000000
2006			0.000000
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.113573
<b>3</b> 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>3</b> 0.037858
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			<b>4</b> 534,426
<b>5</b> Multiply line 4 by line 3			<b>5</b> 20,232
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 252
<b>7</b> Add lines 5 and 6			<b>7</b> 20,484
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			<b>8</b> 32,860

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

<b>1 a</b> 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>b</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	<b>1</b>	252	
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0	
<b>3</b> Add lines 1 and 2	<b>3</b>	252	
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>		
<b>5</b> Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	252	
<b>6</b> Credits/Payments			
<b>a</b> 2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	727	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	0	
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b> Total credits and payments Add lines 6a through 6d	<b>7</b>	727	
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	0	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	475	
<b>11</b> Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 252 Refunded <input type="checkbox"/> 223	<b>11</b>		223

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
<b>c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> 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	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
<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? <i>If "No," attach explanation</i>	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		Yes	No
		16		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 checked="" type="checkbox"/> Yes <input 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 ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions )	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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 )	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

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

**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? **7b** N/A

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4.00 7,046	0	0
.....	.....	00 0	0	0
.....	.....	00 0	0	0
.....	.....	00 0	0	0

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

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

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

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
<b>Total number of others receiving over \$50,000 for professional services</b>		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
<b>1</b> NONE	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

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

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



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	519,804
<b>b</b>	Average of monthly cash balances	<b>1b</b>	22,760
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	542,564
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	542,564
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	8,138
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	534,426
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	26,721

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	26,721
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	252
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI.)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	252
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	26,469
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	26,469
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	26,469

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	32,860
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	32,860
<b>5</b>	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)	<b>5</b>	252
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	32,608

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

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

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				26,469
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only			16,679	
b	Total for prior years 20____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2011				
a	From 2006	0			
b	From 2007	0			
c	From 2008	0			
d	From 2009	0			
e	From 2010	0			
f	Total of lines 3a through e	0			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 32,860				
a	Applied to 2010, but not more than line 2a			16,679	
b	Applied to undistributed income of prior years (Election required—see instructions)		0		
c	Treated as distributions out of corpus (Election required—see instructions)	0			
d	Applied to 2011 distributable amount				16,181
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions		0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				0
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				10,288
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
a	Excess from 2007	0			
b	Excess from 2008	0			
c	Excess from 2009	0			
d	Excess from 2010	0			
e	Excess from 2011	0			

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

N/A

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

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

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	
0				0
<b>b</b> 85% of line 2a	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	0			0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

**c** Any submission deadlines

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

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	30,438
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	0



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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... 1a(1) Cash X, 1a(2) Other assets X, 1b(1) Sales of assets to a noncharitable exempt organization X, 1b(2) Purchases of assets from a noncharitable exempt organization X, 1b(3) Rental of facilities, equipment, or other assets X, 1b(4) Reimbursement arrangements X, 1b(5) Loans or loan guarantees X, 1b(6) Performance of services or membership or fundraising solicitations X, 1c Sharing of facilities, equipment, mailing lists, other assets, or paid employees X

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1: 0, Not Applicable

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 [X]

2b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Sign Here John A. Silante SVP Wells Fargo Bank N.A., 10/29/2012 SVP Wells Fargo Bank N.A.

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only Pnn/Type preparer's name JOSEPH J CASTRIANO, Preparer's signature, Date 10/29/2012, Check [X] if self-employed, PTIN P01251603, Firm's name PricewaterhouseCoopers, LLP, Firm's EIN 13-4008324, Firm's address 600 GRANT STREET, PITTSBURGH, PA 15219-2777, Phone no 412-355-6000

Name: LEROY, ALFRED T/U/W  
 ACCOUNT EIN 95-6137858  
 FYE: 06/30/12

Security Category	Account #	EIN	CUSIP	Asset Name	FMV	Fed Cost
Savings & Temp Inv	807973	95-6137858	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	15,963.38	15,963.38
Savings & Temp Inv	807973	95-6137858	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	6,782.58	6,782.58
				Total Savings & Temp Inv	<u>22,745.96</u>	<u>22,745.96</u>
Invest - Other	807973	95-6137858	589509108	MERGER FD SH BEN INT #260	11,115.94	11,065.28
Invest - Other	807973	95-6137858	693390882	PIMCO FOREIGN BD FD USD H-INST #103	10,074.44	9,887.72
Invest - Other	807973	95-6137858	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	10,257.15	8,682.56
Invest - Other	807973	95-6137858	81369Y605	AMEX FINANCIAL SELECT SPDR	14,722.81	13,486.29
Invest - Other	807973	95-6137858	81369Y100	AMEX MATERIALS SPDR	2,082.11	1,970.72
Invest - Other	807973	95-6137858	81369Y803	AMEX TECHNOLOGY SELECT SPDR	21,716.10	18,312.79
Invest - Other	807973	95-6137858	81369Y506	AMEX ENERGY SELECT SPDR	8,760.84	7,969.00
Invest - Other	807973	95-6137858	464287804	ISHARES TR SMALLCAP 600 INDEX FD	33,484.39	28,064.90
Invest - Other	807973	95-6137858	464287705	ISHARES S&P MIDCAP 400 VALUE	15,018.08	13,353.30
Invest - Other	807973	95-6137858	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	9,727.72	10,061.06
Invest - Other	807973	95-6137858	464287606	ISHARES S&P MIDCAP 400 GROWTH	17,996.20	15,964.64
Invest - Other	807973	95-6137858	464287465	ISHARES MSCI EAFE	64,548.32	59,857.28
Invest - Other	807973	95-6137858	81369Y704	AMEX INDUSTRIAL SPDR	9,416.88	8,221.52
Invest - Other	807973	95-6137858	81369Y209	AMEX HEALTH CARE SPDR	12,503.64	10,683.50
Invest - Other	807973	95-6137858	81369Y407	AMEX CONSUMER DISCR SPDR	9,981.84	8,083.13
Invest - Other	807973	95-6137858	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	22,889.63	23,540.29
Invest - Other	807973	95-6137858	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	21,628.33	25,832.94
Invest - Other	807973	95-6137858	922908553	VANGUARD REIT VIPER	21,788.19	10,701.21
Invest - Other	807973	95-6137858	922042858	VANGUARD MSCI EMERGING MARKETS ETF	41,766.78	36,782.56
Invest - Other	807973	95-6137858	921937827	VANGUARD SHORT TERM BOND ETF	41,700.82	41,775.57
Invest - Other	807973	95-6137858	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	21,332.40	17,888.18
Invest - Other	807973	95-6137858	921937819	VANGUARD INTERMEDIATE TERM B	22,471.46	22,067.09
Invest - Other	807973	95-6137858	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	15,728.77	14,296.99
Invest - Other	807973	95-6137858	76628T645	RIDGEWORTH SEIX HY BD-I #5855	23,262.47	21,857.16
Invest - Other	807973	95-6137858	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	25,600.73	29,102.55
				Total Invest - Other	<u>509,576.04</u>	<u>469,508.23</u>

**Total Assets 532,322.00 492,254.19**

LEROY, ALFRED T/U/W

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

Recipient(s) paid during the year

Name

LOS ANGELES FIREMAN'S RELIEF ASSOC.

Street

815 COLORADO BOULEVARD - 4TH FLOOR

City

LOS ANGELES

State

CA

Zip Code

90041

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,438

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0



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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Cost, Other Basis and Expenses		Net Gain or Loss
											Valuation Method	Expense of Cost and Improvements	
Long Term CG Distributions				Amount		563		Totals		377,304		13,487	
Short Term CG Distributions								Other sales		0		0	
1	X	ISHARES S&P MIDCAP 400 GF	464287606			4/30/2010		2/9/2012	768	629			139
2	X	ISHARES S&P MIDCAP 400 VA	464287705			4/30/2010		2/9/2012	2,179	1,982			197
3	X	ISHARES S&P MIDCAP 400 VA	464287705			4/30/2010		4/30/2012	1,954	1,753			201
4	X	ISHARES TR SMALLCAP 600 I	464287804			10/7/2010		2/9/2012	5,075	4,018			1,057
5	X	MERGER FD SH BEN INT #260	589509108			10/12/2010		8/15/2011	411	415			-4
6	X	MERGER FD SH BEN INT #260	589509108			2/9/2011		8/15/2011	396	400			-4
7	X	MERGER FD SH BEN INT #260	589509108			5/4/2010		8/15/2011	4,499	4,474			25
8	X	MERGER FD SH BEN INT #260	589509108			5/4/2010		10/14/2011	315	314			1
9	X	MERGER FD SH BEN INT #260	589509108			5/4/2010		11/22/2011	255	251			4
10	X	PIMCO FOREIGN BD FD USD	693390882			8/7/2011		9/30/2011	7,625	7,618			7
11	X	PIMCO FOREIGN BD FD USD	693390882			8/7/2011		10/14/2011	8,366	8,406			-40
12	X	PIMCO FOREIGN BD FD USD	693390882			8/7/2011		11/22/2011	4,471	4,458			13
13	X	RIDGEWORTH SEIX HY BD-I #	786287645			2/13/2012		5/8/2012	547	542			5
14	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		8/15/2011	1,100	1,248			-148
15	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		5/8/2012	1,127	1,290			-163
16	X	AMEX MATERIALS SPDR	81369Y100			5/8/2012		5/24/2012	919	958			-39
17	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		5/24/2012	34	35			-1
18	X	CONSUMER STAPLES SECTC	81369Y308			4/30/2010		4/30/2012	1,944	1,591			353
19	X	AMEX CONSUMER DISCR SPDR	81369Y407			4/30/2010		5/8/2012	801	640			161
20	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		2/9/2012	1,920	1,573			347
21	X	CAPITAL PARTNERS CORE E	140995127			1/22/2010		9/30/2011	249	273			-24
22	X	CAPITAL PARTNERS CORE E	140995127			2/7/2011		9/30/2011	1,128	1,351			-223
23	X	CAPITAL PARTNERS CORE E	140995127			4/29/2011		9/30/2011	100	119			-19
24	X	CAPITAL PARTNERS CORE E	140995127			4/30/2010		9/30/2011	6,331	6,788			-457
25	X	CAPITAL PARTNERS CORE E	140995127			4/30/2010		10/14/2011	6,023	6,029			-6
26	X	CAPITAL PARTNERS CORE E	140995127			4/30/2010		11/22/2011	1,236	1,238			-2
27	X	CAPITAL PARTNERS CORE E	140995127			7/22/2010		11/22/2011	1,100	1,023			77
28	X	CAPITAL PARTNERS CORE E	140995127			8/15/2011		11/22/2011	787	772			15
29	X	DIAMOND HILL LONG-SHORT	25264S833			10/16/2011		5/8/2012	1,289	1,195			94
30	X	DREYFUS EMG MKT DEBT LC	261980494			8/7/2011		5/8/2012	572	608			-36
31	X	DRIEHAUS ACTIVE INCOME F	262028855			8/17/2011		9/30/2011	3,864	4,095			-231
32	X	DRIEHAUS ACTIVE INCOME F	262028855			8/17/2011		10/14/2011	4,002	4,212			-210
33	X	DRIEHAUS ACTIVE INCOME F	262028855			8/17/2011		11/22/2011	2,081	2,221			-140
34	X	HUSSMAN STRATEGIC GROW	448108100			2/11/2008		8/15/2011	931	1,169			-238
35	X	ISHARES MSCI LEAFE	464287465			11/22/2010		8/15/2011	1,448	1,543			-95
36	X	ISHARES MSCI LEAFE	464287465			4/30/2010		8/15/2011	3,111	3,198			-87
37	X	AMEX ENERGY SELECT SPDR	81369Y506			10/14/2011		4/30/2012	1,065	987			78
38	X	AMEX ENERGY SELECT SPDR	81369Y506			10/14/2011		5/24/2012	977	987			-10
39	X	AMEX FINANCIAL SELECT SP	81369Y605			4/29/2011		2/9/2012	603	673			-70
40	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		2/9/2012	1,617	1,818			-201
41	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		5/8/2012	932	1,025			-93
42	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		4/30/2012	2,248	2,036			212
43	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		8/15/2011	926	905			21
44	X	AMEX UTILITIES SPDR	81369Y886			4/30/2010		5/8/2012	807	667			140
45	X	AMEX UTILITIES SPDR	81369Y886			4/30/2010		4/30/2012	712	608			104
46	X	AMEX UTILITIES SPDR	81369Y886			9/30/2011		4/30/2012	534	510			24
47	X	AMEX UTILITIES SPDR	81369Y886			10/14/2011		4/30/2012	890	847			43
48	X	AMEX UTILITIES SPDR	81369Y886			11/22/2011		4/30/2012	463	443			20
49	X	VANGUARD INTERMEDIATE T	921937819			9/30/2011		4/30/2012	3,079	3,070			9
50	X	VANGUARD MSCI EMERGING	922042858			8/15/2011		2/9/2012	2,471	2,419			52
51	X	VANGUARD REIT VIPER	922908553			2/6/2009		8/15/2011	889	469			420



**Line 16b (990-PF) - Accounting Fees**

		650	0	0	650	0	650
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)		
1	TAX PREP FEES	650			650		
2							
3							
4							
5							
6							
7							
8							
9							
10							

**Line 18 (990-PF) - Taxes**

		562	194	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	0			
2	ESTIMATED EXCISE TAX PAID	368			
3	FOREIGN TAX WITHHELD	194	194		
4					
5					
6					
7					
8					
9					
10					

**Line 23 (990-PF) - Other Expenses**

		10	0	0	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	TRUSTEE FEES					
2	ADR FEES					
3	STATE AG FEES	10				10
4						
5						
6						
7						
8						
9						



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

---

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

1	CTF Income Timing Difference	1	104
2	Total	2	104

---

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

1	Cost Basis Adjustment	1	144
2	CTF Book to Tax Difference	2	2,634
3	Undistributed CTF Capital Loss	3	950
4	Total	4	3,728

---

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	ISHARES S&P MIDCAP 400 GROWTH	464287606		4/30/2010	2/9/2012	768	0	629	139			0	139
2	ISHARES S&P MIDCAP 400 VALUE	464287705		4/30/2010	2/9/2012	2,179	0	1,982	197			0	197
3	ISHARES S&P MIDCAP 400 VALUE	464287705		4/30/2010	4/30/2012	1,954	0	1,753	201			0	201
4	ISHARES TR SMALLCAP 600 INDEX FD	464287804		10/7/2010	2/9/2012	5,075	0	4,018	1,057			0	1,057
5	MERGER FD SH BEN INT #260	589509108		10/12/2010	8/15/2011	411	0	415	-4			0	-4
6	MERGER FD SH BEN INT #260	589509108		2/9/2011	8/15/2011	396	0	400	-4			0	-4
7	MERGER FD SH BEN INT #260	589509108		5/4/2010	8/15/2011	4,499	0	4,474	25			0	25
8	MERGER FD SH BEN INT #260	589509108		5/4/2010	10/14/2011	315	0	314	1			0	1
9	MERGER FD SH BEN INT #260	589509108		5/4/2010	11/22/2011	255	0	251	4			0	4
10	PIMCO FOREIGN BD FD USD H-INST #11	693390882		8/17/2011	9/30/2011	7,625	0	7,618	7			0	7
11	PIMCO FOREIGN BD FD USD H-INST #11	693390882		8/17/2011	10/14/2011	8,366	0	8,406	-40			0	-40
12	PIMCO FOREIGN BD FD USD H-INST #11	693390882		8/17/2011	11/22/2011	4,471	0	4,458	13			0	13
13	RIDGEWORTH SEIX HY BD-I #5855	76628T645		2/13/2012	5/8/2012	547	0	542	5			0	5
14	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		5/2/2011	8/15/2011	1,100	0	1,248	-148			0	-148
15	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		5/2/2011	5/8/2012	1,127	0	1,290	-163			0	-163
16	AMEX MATERIALS SPDR	81369Y100		5/8/2012	5/24/2012	919	0	958	-39			0	-39
17	AMEX MATERIALS SPDR	81369Y100		4/30/2010	5/24/2012	34	0	35	-1			0	-1
18	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	4/30/2012	1,944	0	1,591	353			0	353
19	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	5/8/2012	801	0	640	161			0	161
20	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	2/9/2012	1,920	0	1,573	347			0	347
21	CAPITAL PARTNERS CORE EQUITY FUI	140995127		11/22/2010	9/30/2011	249	0	273	-24			0	-24
22	CAPITAL PARTNERS CORE EQUITY FUI	140995127		2/7/2011	9/30/2011	1,128	0	1,351	-223			0	-223
23	CAPITAL PARTNERS CORE EQUITY FUI	140995127		4/29/2011	9/30/2011	100	0	119	-19			0	-19
24	CAPITAL PARTNERS CORE EQUITY FUI	140995127		4/30/2010	9/30/2011	6,331	0	6,788	-457			0	-457
25	CAPITAL PARTNERS CORE EQUITY FUI	140995127		4/30/2010	10/14/2011	6,023	0	6,029	-6			0	-6
26	CAPITAL PARTNERS CORE EQUITY FUI	140995127		4/30/2010	11/22/2011	1,236	0	1,238	-2			0	-2
27	CAPITAL PARTNERS CORE EQUITY FUI	140995127		7/22/2010	11/22/2011	1,100	0	1,023	77			0	77
28	CAPITAL PARTNERS CORE EQUITY FUI	140995127		8/15/2011	11/22/2011	787	0	772	15			0	15
29	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		10/18/2011	5/8/2012	1,289	0	1,195	94			0	94
30	DREYFUS EMG MKT DEBT LOC C-I #608	261980484		8/17/2011	5/8/2012	572	0	608	-36			0	-36
31	DRIEHAUS ACTIVE INCOME FUND	262028855		8/17/2011	9/30/2011	3,864	0	4,095	-231			0	-231
32	DRIEHAUS ACTIVE INCOME FUND	262028855		8/17/2011	10/14/2011	4,002	0	4,212	-210			0	-210
33	DRIEHAUS ACTIVE INCOME FUND	262028855		8/17/2011	11/22/2011	2,081	0	2,221	-140			0	-140
34	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/11/2008	8/15/2011	931	0	1,169	-238			0	-238
35	ISHARES MSCI EAFE	464287465		11/22/2010	8/15/2011	1,448	0	1,543	-95			0	-95
36	ISHARES MSCI EAFE	464287465		4/30/2010	8/15/2011	3,111	0	3,198	-87			0	-87
37	AMEX ENERGY SELECT SPDR	81369Y506		10/14/2011	4/30/2012	1,065	0	987	78			0	78
38	AMEX ENERGY SELECT SPDR	81369Y506		10/14/2011	5/24/2012	977	0	987	-10			0	-10
39	AMEX FINANCIAL SELECT SPDR	81369Y605		4/29/2011	2/9/2012	603	0	673	-70			0	-70
40	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	2/9/2012	1,617	0	1,818	-201			0	-201
41	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	5/8/2012	932	0	1,025	-93			0	-93
42	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	4/30/2012	2,248	0	2,036	212			0	212
43	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	8/15/2011	926	0	905	21			0	21
44	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	5/8/2012	807	0	667	140			0	140
45	AMEX UTILITIES SPDR	81369Y886		4/30/2010	4/30/2012	712	0	608	104			0	104
46	AMEX UTILITIES SPDR	81369Y886		4/30/2010	4/30/2012	534	0	510	24			0	24
47	AMEX UTILITIES SPDR	81369Y886		10/14/2011	4/30/2012	890	0	847	43			0	43
48	AMEX UTILITIES SPDR	81369Y886		11/22/2011	4/30/2012	483	0	443	20			0	20
49	VANGUARD INTERMEDIATE TERM B	921837819		8/15/2011	2/9/2012	2,471	0	2,419	52			0	52
50	VANGUARD MSCI EMERGING MARKETS	922042858		2/6/2009	8/15/2011	889	0	469	420			0	420
51	VANGUARD REIT VIPER	922908553		11/22/2011	2/9/2012	1,189	0	1,025	164			0	164
52	VANGUARD REIT VIPER	922908553		10/14/2011	2/9/2012	1,064	0	896	168			0	168
53	VANGUARD REIT VIPER	922908553		10/14/2011	4/30/2012	1,304	0	1,054	250			0	250
54	VANGUARD REIT VIPER	922908553		10/12/2010	8/15/2011	36,997	0	36,580	417			0	417
55	WELLS FARGO ADV INTL BOND-IS #470	94985D582		7/26/2010	8/15/2011	2,476	0	2,243	233			0	233
56	WELLS FARGO ADV INTL BOND-IS #470	94985D582		11/24/2010	9/30/2011	6,172	0	6,167	5			0	5
57	WELLS FARGO ADV INTL BOND-IS #470	94985D582		2/9/2011	9/30/2011	2,861	0	2,800	61			0	61
58	WELLS FARGO ADV INTL BOND-IS #470	94985D582					0					0	



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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	Totals	
														Amount	583
59	WELLS FARGO ADV INTL BOND-IS #470	94985D582		7/26/2010	9/30/2011	1,862	0	0	67	12,904	0	0	12,904	0	0
60	AMEX ENERGY SELECT SPDR	81369Y506		11/22/2011	4/30/2012	1,846	0	0	116	0	0	0	0	116	0
61	WELLS FARGO ADV INTL BOND-IS #470	94985D582		7/26/2010	10/14/2011	11,349	0	10,830	519	0	0	0	519	0	0
62	WELLS FARGO ADV INTL BOND-IS #470	94985D582		7/26/2010	11/22/2011	5,931	0	5,689	242	0	0	0	242	0	0
63	WELLS FARGO ADV HI INC-INS #3110	949917538		2/3/2006	9/30/2011	11,749	0	13,002	-1,253	0	0	0	-1,253	0	0
64	WELLS FARGO ADV HI INC-INS #3110	949917538		2/3/2006	10/14/2011	742	0	809	-67	0	0	0	-67	0	0
65	WELLS FARGO ADV HI INC-INS #3110	949917538		7/24/2008	10/14/2011	1,178	0	1,168	10	0	0	0	10	0	0
66	WELLS FARGO ADV HI INC-INS #3110	949917538		10/12/2010	10/14/2011	384	0	401	-17	0	0	0	-17	0	0
67	WELLS FARGO ADV HI INC-INS #3110	949917538		2/9/2011	10/14/2011	94	0	100	-6	0	0	0	-6	0	0
68	WELLS FARGO ADV HI INC-INS #3110	949917538		5/3/2011	10/14/2011	428	0	461	-33	0	0	0	-33	0	0
69	WELLS FARGO ADV HI INC-INS #3110	949917538		8/11/2009	10/14/2011	9,477	0	8,998	479	0	0	0	479	0	0
70	WELLS FARGO ADV HI INC-INS #3110	949917538		10/17/2008	11/22/2011	3,347	0	2,706	641	0	0	0	641	0	0
71	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	5/8/2012	1,067	0	910	157	0	0	0	157	0	0
72	CONSUMER STAPLES SECTOR SPDR	81369Y308		10/14/2011	2/9/2012	1,464	0	1,386	78	0	0	0	78	0	0
73	WELLS FARGO ADV HI INC-INS #3110	949917538		8/11/2009	11/22/2011	3,152	0	2,980	172	0	0	0	172	0	0
74	TAXABLE TOTAL RETURN BOND FUND	991283912		11/22/2010	9/30/2011	168	0	167	1	0	0	0	1	0	0
75	TAXABLE TOTAL RETURN BOND FUND	991283912		4/29/2011	9/30/2011	6,658	0	6,562	96	0	0	0	96	0	0
76	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	9/30/2011	15,271	0	14,791	480	0	0	0	480	0	0
77	TAXABLE TOTAL RETURN BOND FUND	991283912		7/29/1983	10/14/2011	12,464	0	11,191	1,273	0	0	0	1,273	0	0
78	TAXABLE TOTAL RETURN BOND FUND	991283912		7/22/2008	10/14/2011	1,574	0	1,411	163	0	0	0	163	0	0
79	TAXABLE TOTAL RETURN BOND FUND	991283912		2/6/2009	10/14/2011	3,661	0	3,169	492	0	0	0	492	0	0
80	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	10/14/2011	3,051	0	2,990	61	0	0	0	61	0	0
81	TAXABLE TOTAL RETURN BOND FUND	991283912		6/29/1984	10/14/2011	1,775	0	1,519	256	0	0	0	256	0	0
82	TAXABLE TOTAL RETURN BOND FUND	991283912		6/29/1984	11/22/2011	11,997	0	10,203	1,794	0	0	0	1,794	0	0
83	TAXABLE SHORT-TERM BOND FUND	999612906		1/7/2004	8/15/2011	7,550	0	7,601	-51	0	0	0	-51	0	0
84	TAXABLE SHORT-TERM BOND FUND	999612906		1/31/2006	8/15/2011	8,449	0	8,490	-41	0	0	0	-41	0	0
85	TAXABLE SHORT-TERM BOND FUND	999612906		10/14/2005	9/30/2011	169	0	171	-2	0	0	0	-2	0	0
86	TAXABLE SHORT-TERM BOND FUND	999612906		1/31/2006	9/30/2011	16,497	0	16,658	-161	0	0	0	-161	0	0
87	TAXABLE SHORT-TERM BOND FUND	999612906		1/31/2006	10/14/2011	17,185	0	17,351	-166	0	0	0	-166	0	0
88	TAXABLE SHORT-TERM BOND FUND	999612906		4/7/2004	11/22/2011	365	0	368	-3	0	0	0	-3	0	0
89	TAXABLE SHORT-TERM BOND FUND	999612906		7/15/2005	11/22/2011	3,645	0	3,682	-37	0	0	0	-37	0	0
90	TAXABLE SHORT-TERM BOND FUND	999612906		1/31/2006	11/22/2011	4,166	0	4,212	-46	0	0	0	-46	0	0
91	TAXABLE SHORT-TERM BOND FUND	999612906		8/7/2009	11/22/2011	849	0	857	-8	0	0	0	-8	0	0
92	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/29/2011	9/30/2011	2,239	0	2,241	-2	0	0	0	-2	0	0
93	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/7/2011	9/30/2011	19,462	0	19,232	230	0	0	0	230	0	0
94	TAXABLE INTERMEDIATE TERM BD FD	999708902		1/31/2006	10/14/2011	3,313	0	3,156	157	0	0	0	157	0	0
95	TAXABLE INTERMEDIATE TERM BD FD	999708902		6/15/2007	10/14/2011	1,023	0	967	56	0	0	0	56	0	0
96	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/7/2011	10/14/2011	2,935	0	2,923	12	0	0	0	12	0	0
97	TAXABLE INTERMEDIATE TERM BD FD	999708902		9/13/1974	10/14/2011	14,947	0	13,607	1,340	0	0	0	1,340	0	0
98	TAXABLE INTERMEDIATE TERM BD FD	999708902		9/13/1974	11/22/2011	11,735	0	10,675	1,060	0	0	0	1,060	0	0
99	Short Term CTF					1,218	0	0	1,218	0	0	0	1,218	0	0
100	Long Term CTF					1,051	0	0	1,051	0	0	0	1,051	0	0



**Part**

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

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

	Date	Amount
1 Credit from prior year return		359
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment	12/9/2011	4
4 Third quarter estimated tax payment	3/9/2012	182
5 Fourth quarter estimated tax payment	6/11/2012	182
6 Other payments		0
7 Total		727

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	16,679
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	16,679