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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 8/1/2011, and ending 7/31/2012

Name of foundation FRANK L WEYENBERG CHARITABLE TRUST		A Employer identification number 39-1461670
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		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,058,945		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	126,986	126,986		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	71,886			
	b Gross sales price for all assets on line 6a	1,258,988			
	7 Capital gain net income (from Part IV, line 2)		71,886		
	8 Net short-term capital gain		0		
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
Operating and Administrative Expenses	b Less Cost of goods sold	0			
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	0	0	0	
	12 Total Add lines 1 through 11	198,872	198,872	0	
	13 Compensation of officers, directors, trustees, etc	64,284	48,213		16,071
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,020	1,238	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	23	23	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	78,327	49,474	0	16,071
	25 Contributions, gifts, grants paid	165,000			165,000
	26 Total expenses and disbursements Add lines 24 and 25	243,327	49,474	0	181,071
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-44,455			
	b Net investment income (if negative, enter -0-)		149,398		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

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Form 990-PF (2011) FRANK L WEYENBERG CHARITABLE TRUST

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		0	0	
	2	Savings and temporary cash investments		70,305	80,246	80,246
	3	Accounts receivable	0			
		Less allowance for doubtful accounts	0	0	0	0
	4	Pledges receivable	0			
		Less allowance for doubtful accounts	0	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	0
	8	Inventories for sale or use		0	0	
	9	Prepaid expenses and deferred charges				
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		0	1,706,057	2,511,247
	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	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		4,201,708	2,441,378	2,467,452	
14	Land, buildings, and equipment basis	0				
	Less accumulated depreciation (attach schedule)	0	0	0	0	
15	Other assets (describe)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		4,272,013	4,227,681	5,058,945	
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	Total liabilities (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.	☐			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☒			
	27	Capital stock, trust principal, or current funds		4,272,013	4,227,681	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		4,272,013	4,227,681	
	31	Total liabilities and net assets/fund balances (see instructions)		4,272,013	4,227,681	

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	4,272,013
2	Enter amount from Part I, line 27a	2	-44,455
3	Other increases not included in line 2 (itemize) <u>COST BASIS ADJUSTMENT</u>	3	123
4	Add lines 1, 2, and 3	4	4,227,681
5	Decreases not included in line 2 (itemize)	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,227,681

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	71,886
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

(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	44,373	4,851,961	0.009145
2009	98,246	4,389,465	0.022382
2008	181,115	3,945,746	0.045901
2007	224,020	5,064,939	0.044230
2006	285,328	4,099,871	0.069594
2 Total of line 1, column (d)			2 0.191252
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.038250
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,889,420
5 Multiply line 4 by line 3			5 187,020
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,494
7 Add lines 5 and 6			7 188,514
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 181,071

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	2,988
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, 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	2,988
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,988
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,392	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	6,392	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,404	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 2,988 Refunded	11	416	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes No	X

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

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

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

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4 00	64,284	0
		00	0	0
		00	0	0
		00	0	0
		00	0	0

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,871,636
b	Average of monthly cash balances	1b	92,242
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,963,878
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,963,878
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	74,458
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,889,420
6	Minimum investment return. Enter 5% of line 5	6	244,471

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	244,471
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,988
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	2,988
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	241,483
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	241,483
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	241,483

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	181,071
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	181,071
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	181,071

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				241,483
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			163,313	
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 ▶ \$ 181,071				
a Applied to 2010, but not more than line 2a			163,313	
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				17,758
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				223,725
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	(d) 2008	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0	0	0	0	0

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

a "Assets" alternative test—enter

(1) Value of all assets 0

(2) Value of assets qualifying under section 4942(j)(3)(B)(i) 0

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed 0

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) 0

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) 0

(3) Largest amount of support from an exempt organization 0

(4) Gross investment income 0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	165,000
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	126,986	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	71,886	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		198,872	0
13	Total. Add line 12, columns (b), (d), and (e)				198,872	198,872

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Yes	No
-----	----

(1) Cash

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

[illegible]

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

☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

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

11/2/2012

▶ SVP Wells Fargo Bank N A

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN

JOSEPH J CASTRIANO

John Doe

11/2/2012

Check ☒ if
self-employed

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶	13-4008324
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Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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FRANK L WEYENBERG CHARITABLE TRUST

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

Recipient(s) paid during the year

Name

SUMMER URBAN ACADEMY, MILWAUKEE PUBLIC MUSEUM INC

Street

800 WEST WELLS STREET

City

MILWAUKEE

State

WI

Zip Code

53233-1478

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

WOMENS HEALTH RESEARCH PROGRAM MEDICAL COLLEGE OF WISCONSIN

Street

8701 WATERTOWN PLANK ROAD

City

MILWAUKEE

State

WI

Zip Code

53226

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

KRADWELL SCHOOL, INC

Street

1220 DEWEY AVENUE

City

WAUWATOSA

State

WI

Zip Code

53213

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIPS

Amount

15,000

Name

EXPAND SCIENCE LITERACY AND EDUCATIONAL MISSION, SOUTH FLORIDA SCIENCE MUSEUM

Street

4801 DREHER TRAIL NORTH

City

WEST PALM BEACH

State

FL

Zip Code

33405

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

UNITED WAY OF GREATER MILWAUKEE

Street

225 WEST VINE STREET

City

MILWAUKEE

State

WI

Zip Code

53212

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

UNITED PERFORMING ARTS FUND, INC

Street

929 NORTH WATER STREET

City

MILWAUKEE

State

WI

Zip Code

53202

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

FRANK L WEYENBERG CHARITABLE TRUST

39-1461670 Page 2 of 2

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

Recipient(s) paid during the year

Name

UNIVERSITY SCHOOL OF MILWAUKEE

Street

2100 WEST FAIRY CHASM ROAD

City

MILWAUKEE

State

WI

Zip Code

53217

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIPS

Amount

10,000

Name

WOMENS FUND OF GREATER MILWAUKEE INC

Street

316 NORTH MILWAUKEE STREET #215

City

MILWAUKEE

State

WI

Zip Code

53202

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

YMCA YOUTH LEADERSHIP ACADEMY, INC

Street

161 W WISCONSIN AVENUE #400

City

MILWAUKEE

State

WI

Zip Code

53203-2607

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,000

Name

PROGRAM SUPPORT FOR NATURAL SCIENCE CLASSES, FRIENDS OF SCHLITZ-AUDUBON CENTER

Street

1111 E BROWN DEER ROAD

City

MILWAUKEE

State

WI

Zip Code

53217

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,000

Name

TOWN OF PALM BEACH UNITED WAY INC

Street

44 COCOANUT ROW

City

PALM BEACH

State

FL

Zip Code

33480

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										18,936				
										0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	ACCO BRANDS CORP	00081T108			1/28/2011		5/15/2012	5	4				1
2	X	ACCO BRANDS CORP	00081T108			1/28/2011		5/25/2012	3,075	3,172				-97
3	X	ACCO BRANDS CORP	00081T108			8/25/2011		5/25/2012	1,247	1,153				94
4	X	AFLAC INC	001055102			1/15/2010		8/25/2011	33,223	47,799				-14,576
5	X	AMERICAN EXPRESS CO	025816109			6/28/2010		10/25/2011	34,633	29,453				5,180
6	X	AMERICAN EXPRESS CO	025816109			8/25/2011		10/25/2011	11,212	10,838				374
7	X	AMERIPRISE FINL INC	03076C106			6/28/2010		1/4/2012	40,761	30,680				10,081
8	X	AMERIPRISE FINL INC	03076C106			8/25/2011		1/4/2012	12,738	10,667				2,071
9	X	ARTIO GLOBAL HIGH INCOME	04315J860			10/15/2007		4/20/2012	50,000	55,694				-5,694
10	X	BMC SOFTWARE INC	055921100			10/10/2007		1/4/2012	16,356	16,264				92
11	X	BMC SOFTWARE INC	055921100			12/31/2008		1/4/2012	21,262	17,537				3,725
12	X	BAKER HUGHES INC COM	057224107			9/20/2011		3/30/2012	16,764	23,464				-6,700
13	X	BAKER HUGHES INC COM	057224107			1/4/2012		3/30/2012	9,430	11,632				-2,202
14	X	CARDINAL HEALTH INC COM	14149Y108			6/28/2010		7/11/2012	36,776	30,214				6,562
15	X	CARDINAL HEALTH INC COM	14149Y108			8/25/2011		7/11/2012	12,681	12,117				564
16	X	CIMAREX ENERGY CO	171798101			8/20/2010		9/20/2011	22,916	23,880				-964
17	X	CONOCOPHILLIPS	20825C104			3/30/2006		6/13/2012	8,125	7,506				619
18	X	CONOCOPHILLIPS	20825C104			12/5/2005		6/13/2012	27,084	24,257				2,827
19	X	COSTCO WHOLESALE CORP	22160K105			10/25/2011		3/30/2012	47,685	43,919				3,766
20	X	DANAHER CORP	235851102			11/24/2010		3/30/2012	52,933	42,019				10,914
21	X	DOW CHEMICAL CO	260543103			2/16/2011		8/25/2011	29,713	42,918				-13,205
22	X	FORD MOTOR COMPANY	345370860			5/12/2011		8/25/2011	25,037	37,053				-12,016
23	X	HARBOR SMALL-CAP VALUE	411511843			10/22/2002		6/19/2012	51,975	25,055				26,920
24	X	HARBOR SMALL-CAP VALUE	411511843			1/27/2003		6/19/2012	52,341	25,000				27,341
25	X	HONEYWELL INTERNATIONAL	438516106			1/28/2011		8/25/2011	28,104	34,618				-6,514
26	X	INTERCONTINENTAL EXCH	45865V100			10/25/2011		3/30/2012	37,990	34,498				3,492
27	X	INTUIT COM	461202103			1/4/2012		6/13/2012	36,860	33,993				2,867
28	X	MEDCO HEALTH SOLUTIONS	58405U102			8/20/2010		10/25/2011	28,383	27,114				1,269
29	X	MEDCO HEALTH SOLUTIONS	58405U102			5/12/2011		10/25/2011	10,643	14,472				-3,829
30	X	NATIONAL OILWELL INC COM	637071101			3/30/2006		3/30/2012	45,821	39,054				6,767
31	X	PHILLIPS 66	718546104			5/25/2012		5/25/2012	2,335	2,231				104
32	X	PHILLIPS 66	718546104			12/5/2005		5/25/2012	7,783	7,209				574
33	X	T ROWE PRICE GROUP INC	74144T108			5/12/2011		8/25/2011	27,424	34,551				-7,127
34	X	PUBLIC SVC ENTERPRISE GR	744573106			9/20/2011		3/30/2012	9,629	11,095				-1,466
35	X	PUTNAM FLOATING RATE INC	746763226			4/16/2010		4/20/2012	50,000	50,057				-57
36	X	QUALCOMM INC	747525103			7/11/2011		7/11/2012	24,142	26,068				-1,926
37	X	QUALCOMM INC	747525103			8/25/2011		7/11/2012	24,142	21,208				2,934
38	X	TEXAS INSTRUMENTS INC	882508104			7/6/2009		6/13/2012	27,859	21,330				6,529
39	X	TEXAS INSTRUMENTS INC	882508104			8/25/2011		6/13/2012	11,144	10,232				912
40	X	3M CO	88579Y101			1/15/2010		10/25/2011	40,568	43,659				-3,091
41	X	TIMKEN CO	887389104			10/25/2011		6/13/2012	49,587	45,332				4,255
42	X	UNITEDHEALTH GROUP INC	91324P102			1/28/2011		9/20/2011	11,342	9,279				2,063
43	X	UNUM GROUP	91529Y106			1/15/2010		6/13/2012	33,844	37,998				-4,154
44	X	WAL MART STORES INC	931142103			1/24/2010		10/25/2011	42,807	40,536				2,271
45	X	WYNN RESORTS LTD	983134107			7/11/2011		1/4/2012	22,602	31,348				-8,746
46	X	WYNN RESORTS LTD	983134107			7/11/2011		6/13/2012	5,017	7,837				-2,820
47	X	WYNN RESORTS LTD	983134107			8/25/2011		6/13/2012	10,035	13,877				-3,842
48	X	ACCENTURE PLC	G1151C101			2/24/2009		7/11/2012	34,019	17,211				16,808

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	6,390			
2	ESTIMATED EXCISE TAX PAID	6,392			
3	FOREIGN TAX WITHHELD	1,238	1,238		
4					
5					
6					
7					
8					
9					
10					
		14,020	1,238	0	0

Line 23 (990-PF) - Other Expenses

		23	23	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	TRUSTEE FEES			Disbursements for Charitable Purposes
2	ADR FEES	23	23	
3	STATE AG FEES			
4				
5				
6				
7				
8				
9				

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

		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	INVESTMENTS - CORP STOCK			1,706,057		2,511,247
2						
3						
4						
5						
6						
7						
8						
9						
10						

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	INVESTMENTS - OTHER		4,201,708	2,441,378	2,467,452
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals				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 of Losses
						Long Term CG Distributions	Short Term CG Distributions	Amount	1240.052	1,187.102	52.950	0	0	0	0	52.950
1	ACCO BRANDS CORP	000811108		1/28/2011	5/15/2012			18,935	5	0	4	1			0	1
2	ACCO BRANDS CORP	000811108		1/28/2011	5/25/2012				3,075	0	3,172	-97			0	-97
3	ACCO BRANDS CORP	000811108		8/25/2011	5/25/2012				1,247	0	1,153	94			0	94
4	AFLAC INC	001055102		1/15/2010	8/25/2011				33,223	0	47,799	-14,576			0	-14,576
5	AMERICAN EXPRESS CO	025816109		6/28/2010	10/25/2011				34,633	0	29,453	5,180			0	5,180
6	AMERICAN EXPRESS CO	025816109		8/25/2011	10/25/2011				11,212	0	10,838	374			0	374
7	AMERIPRISE FINL INC	03076C106		6/28/2010	1/4/2012				40,761	0	30,680	10,081			0	10,081
8	AMERIPRISE FINL INC	03076C106		8/25/2011	1/4/2012				12,738	0	10,667	2,071			0	2,071
9	ARTIO GLOBAL HIGH INCOME-I #1525	04315J860		10/15/2007	4/20/2012				50,000	0	55,694	-5,694			0	-5,694
10	BMC SOFTWARE INC	055921100		10/10/2007	1/4/2012				16,356	0	16,264	92			0	92
11	BMC SOFTWARE INC	055921100		12/31/2008	1/4/2012				21,262	0	17,537	3,725			0	3,725
12	BAKER HUGHES INC COM	057224107		9/20/2011	3/30/2012				16,764	0	23,484	-6,700			0	-6,700
13	BAKER HUGHES INC COM	057224107		1/4/2012	3/30/2012				9,430	0	11,632	-2,202			0	-2,202
14	CARDINAL HEALTH INC COM	14149Y108		6/28/2010	7/11/2012				36,776	0	30,214	6,562			0	6,562
15	CARDINAL HEALTH INC COM	14149Y108		8/25/2011	7/11/2012				12,681	0	12,117	564			0	564
16	CIMAREX ENERGY CO	171798101		8/20/2010	9/20/2011				22,916	0	23,880	-964			0	-964
17	CONOCOPHILLIPS	20825C104		3/30/2006	6/13/2012				8,125	0	7,506	619			0	619
18	CONOCOPHILLIPS	20825C104		12/5/2005	6/13/2012				27,084	0	24,257	2,827			0	2,827
19	COSTCO WHOLESALE CORP	22160K105		10/25/2011	3/30/2012				47,685	0	43,919	3,766			0	3,766
20	DANAHER CORP	235851102		1/24/2010	3/30/2012				52,933	0	42,019	10,914			0	10,914
21	DOW CHEMICAL CO	260543103		2/16/2011	8/25/2011				29,713	0	42,918	-13,205			0	-13,205
22	FORD MOTOR COMPANY	345370860		5/12/2011	8/25/2011				25,037	0	37,053	-12,016			0	-12,016
23	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		10/22/2002	6/19/2012				51,975	0	25,055	26,920			0	26,920
24	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		1/27/2003	6/19/2012				52,341	0	25,000	27,341			0	27,341
25	HONEYWELL INTERNATIONAL INC	438516106		1/28/2011	8/25/2011				28,104	0	34,618	-6,514			0	-6,514
26	INTERCONTINENTAL EXCHANGE INC	45865V100		10/25/2011	3/30/2012				37,990	0	34,498	3,492			0	3,492
27	INTUIT COM	461202103		1/4/2012	6/13/2012				36,860	0	33,993	2,867			0	2,867
28	MEDCO HEALTH SOLUTIONS INC	58405U102		8/20/2010	10/25/2011				28,383	0	27,114	1,269			0	1,269
29	MEDCO HEALTH SOLUTIONS INC	58405U102		5/12/2011	10/25/2011				10,643	0	14,472	-3,829			0	-3,829
30	NATIONAL OILWELL INC COM	637071101		5/12/2011	3/30/2012				45,821	0	39,054	6,767			0	6,767
31	PHILLIPS 66	718546104		3/30/2006	5/25/2012				2,335	0	2,231	104			0	104
32	PHILLIPS 66	718546104		12/5/2005	5/25/2012				7,783	0	7,209	574			0	574
33	T ROWE PRICE GROUP INC	74144T108		5/12/2011	8/25/2011				27,424	0	34,551	-7,127			0	-7,127
34	PUBLIC SVC ENTERPRISE GROUP INC	744573106		9/20/2011	3/30/2012				9,629	0	11,095	-1,466			0	-1,466
35	PUTNAM FLOATING RATE INC FUND #1	746763226		4/16/2010	4/20/2012				50,000	0	50,057	-57			0	-57
36	QUALCOMM INC	747525103		7/11/2011	7/11/2012				24,142	0	26,068	-1,926			0	-1,926
37	QUALCOMM INC	747525103		8/25/2011	7/11/2012				24,142	0	21,208	2,934			0	2,934
38	TEXAS INSTRUMENTS INC	882508104		7/6/2009	6/13/2012				27,859	0	21,330	6,529			0	6,529
39	TEXAS INSTRUMENTS INC	882508104		8/25/2011	6/13/2012				11,144	0	10,232	912			0	912
40	3M CO	88579Y101		1/15/2010	10/25/2011				40,568	0	43,659	-3,091			0	-3,091
41	TIMKEN CO	887389104		10/25/2011	6/13/2012				49,587	0	45,332	4,255			0	4,255
42	UNITEDHEALTH GROUP INC	91324P102		1/28/2011	9/20/2011				11,342	0	9,279	2,063			0	2,063
43	UNUM GROUP	91529Y106		1/15/2010	6/13/2012				33,844	0	37,998	-4,154			0	-4,154
44	WAL MART STORES INC	931142103		1/24/2010	10/25/2011				42,807	0	40,536	2,271			0	2,271
45	WYNN RESORTS LTD	983134107		7/11/2011	1/4/2012				22,602	0	31,348	-8,746			0	-8,746
46	WYNN RESORTS LTD	983134107		7/11/2011	6/13/2012				5,017	0	7,837	-2,820			0	-2,820
47	WYNN RESORTS LTD	983134107		8/25/2011	6/13/2012				10,035	0	13,877	-3,842			0	-3,842
48	ACCENTURE PLC	G1151C101		2/24/2009	7/11/2012				34,019	0	17,211	16,808			0	16,808

[illegible]

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		1	0
2 First quarter estimated tax payment	12/9/2011	2	1,598
3 Second quarter estimated tax payment	1/11/2012	3	1,598
4 Third quarter estimated tax payment	4/11/2012	4	1,598
5 Fourth quarter estimated tax payment	7/11/2012	5	1,598
6 Other payments		6	0
7 Total		7	6,392

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	163,313
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	163,313

Statement A

Frank L. Weyenberg Charitable Trust

EIN: 39-1461670

Florida Attorney General does not require and prefers that we do not furnish a copy of Form 990-PF to their office.

Name: WEYENBERG F L CHAR TR

Account # 4119461471

BALANCE SHEET

FYE: 07/31/2012

<u>SECURITY CATEGORY</u>	<u>CUSIP</u>	<u>ASSET NAME</u>	<u>FMV</u>	<u>FED COST</u>
Invest - Corp Stock	001055102	AFLAC INC	39,402 00	36,539 91
Invest - Corp Stock	008252108	AFFILIATED MANAGERS GROUP, INC COM	61,374 50	60,029 79
Invest - Corp Stock	031162100	AMGEN INC	51,212 00	35,857 70
Invest - Corp Stock	037411105	APACHE CORP	45,213 00	43,669 45
Invest - Corp Stock	037833100	APPLE INC	88,560 20	38,951 40
Invest - Corp Stock	110122108	BRISTOL MYERS SQUIBB CO	51,620 00	33,299 30
Invest - Corp Stock	126650100	CVS/CAREMARK CORPORATION	52,037 50	51,715 39
Invest - Corp Stock	14040H105	CAPITAL ONE FINANCIAL CORP	55,925 10	44,052 23
Invest - Corp Stock	17275R102	CISCO SYSTEMS INC	22,728 75	26,376 75
Invest - Other	246248306	DELAWARE POOLED TR INTL EQUITY #31	196,317 39	232,264 05
Invest - Corp Stock	268648102	E M C CORP MASS	47,833 25	42,759 57
Invest - Corp Stock	369604103	GENERAL ELECTRIC CO	51,875 00	37,973 50
Invest - Corp Stock	375558103	GILEAD SCIENCES INC	58,404 75	44,466 83
Invest - Corp Stock	428236103	HEWLETT PACKARD CO	20,428 80	20,912 15
Invest - Corp Stock	437076102	HOME DEPOT INC	67,834 00	33,410 00
Invest - Corp Stock	458140100	INTEL CORP	51,400 00	7,875 00
Invest - Corp Stock	459200101	INTERNATIONAL BUSINESS MACHS CORP	74,472 40	31,669 20
Invest - Corp Stock	478160104	JOHNSON & JOHNSON	51,915 00	8,430 93
Invest - Other	52106N889	LAZARD EMERGING MKTS PTFL #638	88,212 17	58,014 03
Invest - Corp Stock	580135101	MCDONALDS CORP	58,084 00	27,131 00
Invest - Corp Stock	594918104	MICROSOFT CORP	51,572 50	4,443 36
Invest - Corp Stock	674599105	OCCIDENTAL PETE CORP	52,653 15	36,523 85
Invest - Corp Stock	68389X105	ORACLE CORPORATION	45,300 00	41,775 00
Invest - Other	693390700	PIMCO TOTAL RET FD-INST #35	339,516 66	318,423 44
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	145,258 66	133,000 00
Invest - Corp Stock	74005P104	PRAXAIR INC COM	33,203 20	17,660 80
Invest - Corp Stock	742718109	PROCTER & GAMBLE CO	51,632 00	21,859 49
Invest - Corp Stock	778296103	ROSS STORES INC	118,263 20	26,412 97
Invest - Corp Stock	806857108	SCHLUMBERGER LTD	51,663 50	50,923 93
Invest - Corp Stock	89151E109	TOTAL S A - ADR	25,272 50	24,259 84
Invest - Corp Stock	907818108	UNION PACIFIC CORP	61,305 00	53,970 00
Invest - Corp Stock	913017109	UNITED TECHNOLOGIES CORP	52,108 00	22,115 50
Invest - Corp Stock	191216100	COCA COLA CO	52,520 00	41,925 00
Invest - Corp Stock	58155Q103	MCKESSON CORP	59,428 15	40,511 68
Invest - Corp Stock	38141G104	GOLDMAN SACHS GROUP INC	27,747 50	34,256 75
Invest - Corp Stock	156700106	CENTURYLINK, INC	45,527 84	27,548 00
Savings & Temp Inv	VP7000061	WF ADV TREAS PLUS MM FD-INST #793	53,278 83	53,278 83
Savings & Temp Inv	VP7000061	WF ADV TREAS PLUS MM FD-INST #793	26,966 87	26,966 87
Invest - Corp Stock	30231G102	EXXON MOBIL CORPORATION	56,452 50	14,090 97
Invest - Corp Stock	438516106	HONEYWELL INTERNATIONAL INC	24,671 25	23,645 85
Invest - Corp Stock	87612E106	TARGET CORP	37,603 00	33,849 21
Invest - Other	693390593	PIMCO MODERATE DURATION-INST #120	315,812 64	305,000 00
Invest - Corp Stock	91324P102	UNITEDHEALTH GROUP INC	48,535 50	35,852 24
Invest - Other	04315J860	ARTIO GLOBAL HIGH INCOME-I #1525	84,402 50	94,306 43
Invest - Other	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	124,385 65	158,000 00
Invest - Corp Stock	H89128104	TYCO INTERNATIONAL LTD NEW	61,258 10	41,186 09
Invest - Corp Stock	46625H100	JPMORGAN CHASE & CO	66,600 00	61,314 42
Invest - Corp Stock	902973304	US BANCORP DEL NEW	15,075 00	13,954 46
Invest - Other	641233200	NEUBERGER BERMAN GEN INSTL CL #1229	101,878 68	102,800 00
Invest - Corp Stock	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	59,415 00	45,160 72
Invest - Corp Stock	50075N104	KRAFT FOODS INC	49,041 85	35,234 55
Invest - Corp Stock	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	37,737 00	35,684 20

Invest - Corp Stock	166764100	CHEVRON CORP	52,598 40	35,611 20
Invest - Other	025083320	AMER CENT SMALL CAP GRWTH INST #336	42,529 73	47,601 16
Invest - Corp Stock	583334107	MEADWESTVACO CORP	39,902.00	35,080 42
Invest - Other	693390791	PIMCO LOW DURATION II-INSTL 107	434,714 69	420,000.00
Invest - Corp Stock	084670702	BERKSHIRE HATHAWAY INC	78,477 00	74,727 79
Invest - Other	780905451	ROYCE PREMIER FUND W CLASS #566	44,540 12	49,370 06
Invest - Other	411511868	HARBOR SMALL CAP GROWTH-I #2010	93,142 07	71,898 85
Invest - Other	900297763	TURNER MIDCAP GROWTH FUND-IN #1309	87,787 66	100,000 00
Invest - Corp Stock	20030N101	COMCAST CORP CLASS A	67,541 25	48,485 98
Invest - Other	92934R769	CRM MID CAP VALUE FD-INSTL #32	138,272 92	120,019 26
Invest - Corp Stock	38259P508	GOOGLE INC	22,153 95	19,694 15
Invest - Corp Stock	04351G101	ASCENA RETAIL GROUP INC	49,518 00	36,019 89
Invest - Other	784924425	SSGA EMERGING MARKETS FD S #1510	81,417 21	80,737 59
Invest - Other	746763226	PUTNAM FLOATING RATE INC FUND #1857	149,263 23	149,943 25
Invest - Corp Stock	H0023R105	ACE LIMITED	66,150 00	47,158 20
Cash			-	-

TOTALS:	5,058,944 27	4,227,680 43
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TOTAL SAVINGS & TEMP INV:	80,245 70	80,245 70
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TOTAL INVEST - CORP STOCK:	2,511,246 59	1,706,056 61
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TOTAL INVEST - OTHER:	2,467,451 98	2,441,378 12
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