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Form 990-PF

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

OMB No. 1545-0052

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

2011

For calendar year 2011 or tax year beginning

9/1/2011

, and ending

8/31/2012

Name of foundation

ALBERT & HELEN MESERVE MEM FUND

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N A. 101N Independence Mall E MACY1372-062

City or town, state, and ZIP code

Philadelphia PA 19106-2112

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) ► \$ 3,782,560 **J Accounting method.** Cash Accrual
 Other (specify) _____

A Employer identification number

06-6254956

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 ►**

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 ► <input checked="" type="checkbox"/> 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	107,251	107,251		
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	94,701			
b	Gross sales price for all assets on line 6a	363,551			
7	Capital gain net income (from Part IV, line 2)		94,701		
8	Net short-term capital gain			0	
9	Income modifications				
10 a	Gross sales less returns and allowances	0			
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	201,952	201,952	0	
	Operating and Administrative Expenses				
13	Compensation of officers, directors, trustees, etc.	62,105	46,579		15,526
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)	2,463	0	0	2,463
b	Accounting fees (attach schedule)	1,681	0	0	1,681
c	Other professional fees (attach schedule)	0	0	0	0
17	Interest				
18	Taxes (attach schedule) (see instructions)	3,764	1,802	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)	6,485	6,485	0	0
24	Total operating and administrative expenses.	76,498	54,866	0	19,670
	Add lines 13 through 23	201,050			201,050
25	Contributions, gifts, grants paid	277,548	54,866	0	220,720
26	Total expenses and disbursements. Add lines 24 and 25.				
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-75,596			
b	Net investment income (if negative, enter -0-)		147,086		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form 990-PF (2011)

SCANNED DEC 14 2012

SCANNED JAN 08 2013

10/12

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
	1	Cash—non-interest-bearing	0	0	
	2	Savings and temporary cash investments	24,712	205,534	205,534
	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
	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
	b	Investments—corporate stock (attach schedule)		0	0
	c	Investments—corporate bonds (attach schedule)		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)	3,199,206	2,945,690	3,577,026
	14	Land, buildings, and equipment basis ►	0		
		Less accumulated depreciation (attach schedule) ►	0	0	0
	15	Other assets (describe ►)		0	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,223,918	3,151,224	3,782,560
	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	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,223,918	3,151,224	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	3,223,918	3,151,224	
	31	Total liabilities and net assets/fund balances (see instructions)	3,223,918	3,151,224	

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	3,223,918
2	Enter amount from Part I, line 27a	2	-75,596
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	2,902
4	Add lines 1, 2, and 3	4	3,151,224
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	3,151,224

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	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	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	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	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	94,701	
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.

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	203,658	3,886,547	0.052401
2009	302,831	3,723,574	0.081328
2008	65,171	3,343,765	0.019490
2007	217,692	4,477,516	0.048619
2006	207,269	4,488,763	0.046175

2 Total of line 1, column (d)	2	0 248013
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 049603
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,708,592
5 Multiply line 4 by line 3	5	183,957
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,471
7 Add lines 5 and 6	7	185,428
8 Enter qualifying distributions from Part XII, line 4	8	220,720

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

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

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)

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

6a	1,244
6b	
6c	0
6d	

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

7	1,244
8	0
9	227
10	0
11	0

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2012 estimated tax ► 0 Refunded ►

Part VII-A Statements Regarding Activities

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?

1a	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1b	X	
1c	X	

c Did the foundation file Form 1120-POL for this year?

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 ► \$ _____

1c	X	
2		

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2	X	
3		

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

3		
4a	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

4a	X	
4b	N/A	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b	N/A	
5	X	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

5	X	
6	X	

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6	X	
7	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

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

CT

7	X	
8b	X	

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

8b	X	
9		

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV

9	X	
10	X	

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A			
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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>	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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	6b	X		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	62,105	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
Total number of others receiving over \$50,000 for professional services		►

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3	► 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 3,591,481
b	Average of monthly cash balances	1b 173,587
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 3,765,068
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 3,765,068
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 56,476
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 3,708,592
6	Minimum investment return. Enter 5% of line 5	6 185,430

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	1 185,430
2a	Tax on investment income for 2011 from Part VI, line 5	2a 1,471
b	Income tax for 2011 (This does not include the tax from Part VI)	2b 0
c	Add lines 2a and 2b	2c 1,471
3	Distributable amount before adjustments Subtract line 2c from line 1	3 183,959
4	Recoveries of amounts treated as qualifying distributions	4 734
5	Add lines 3 and 4	5 184,693
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	7 184,693

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 220,720
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	4 220,720
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5 1,471
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 219,249

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				184,693
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				32,520
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 ► \$ 220,720				
a Applied to 2010, but not more than line 2a				32,520
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				184,693
e Remaining amount distributed out of corpus	3,507			
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	3,507			
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				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				0
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	3,507			
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	3,507			

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)				
a Paid during the year See Attached Statement				
Total			► 3a	201,050
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a				
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		201,952	0
13 Total. Add line 12, columns (b), (d), and (e)				13	201,952

Part XVI B. Relationship of Activities to the Achievement of Five AD

Name: ALBERT & HELEN MESERVE MEM FUND
Account # 9513840551
FYE: 08/31/12

Security Category	CUSIP	Asset Name	FMV	Fed Cost
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	199,988	199,988
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	5,546	5,546
Cash			-	-
			205,534	205,534
Invest - Corp Stock	031162100	AMGEN INC	25,176	17,123
Invest - Corp Stock	037411105	APACHE CORP	19,294	7,689
Invest - Corp Stock	037833100	APPLE INC	16,631	15,336
Invest - Corp Stock	110122108	BRISTOL MYERS SQUIBB CO	23,107	15,687
Invest - Corp Stock	126650100	CVS/CAREMARK CORPORATION	59,215	17,817
Invest - Corp Stock	14040H105	CAPITAL ONE FINANCIAL CORP	11,306	10,081
Invest - Corp Stock	14149Y108	CARDINAL HEALTH INC COM	23,730	23,777
Invest - Corp Stock	437076102	HOME DEPOT INC	28,375	20,920
Invest - Corp Stock	458140100	INTEL CORP	32,279	26,285
Invest - Corp Stock	459200101	INTERNATIONAL BUSINESS MACHS CORP	82,811	32,330
Invest - Corp Stock	478160104	JOHNSON & JOHNSON	48,887	30,868
Invest - Corp Stock	594918104	MICROSOFT CORP	22,345	18,586
Invest - Corp Stock	654106103	NIKE INC CL B	38,944	8,985
Invest - Corp Stock	68389X105	ORACLE CORPORATION	44,310	12,068
Invest - Corp Stock	693475105	PNC FINANCIAL SERVICES GROUP	13,986	13,700
Invest - Corp Stock	713448108	PEPSICO INC	72,430	44,654
Invest - Corp Stock	74005P104	PRAXAIR INC COM	26,375	12,299
Invest - Corp Stock	742718109	PROCTER & GAMBLE CO	30,236	19,978
Invest - Corp Stock	857477103	STATE STREET CORP	12,480	15,267
Invest - Corp Stock	882508104	TEXAS INSTRUMENTS INC	49,368	30,666
Invest - Corp Stock	913017109	UNITED TECHNOLOGIES CORP	51,903	22,259
Invest - Corp Stock	30231G102	EXXON MOBIL CORPORATION	26,190	23,898
Invest - Corp Stock	438516106	HONEYWELL INTERNATIONAL INC	24,841	23,122
Invest - Corp Stock	87612E106	TARGET CORP	46,465	23,927
Invest - Corp Stock	189754104	COACH INC	10,173	5,481
Invest - Corp Stock	166764100	CHEVRON CORP	25,236	17,252
Invest - Corp Stock	H0023R105	ACE LIMITED	22,119	16,722
			888,211	526,777
Invest - Other	256219106	DODGE & COX STOCK FUND #145	70,558	56,075
Invest - Other	52106N889	LAZARD EMERGING MKTS PTFL #638	152,714	141,460
Invest - Other	693390841	PIMCO HIGH YIELD FD-INST #108	111,046	100,000
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	32,640	30,525
Invest - Other	693390866	PIMCO TOTAL RETURN III-INSTL #105	797,461	735,000
Invest - Other	04315J209	ARTIO TOTAL RETURN BD FD CL I #1524	294,808	275,000
Invest - Other	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	110,310	108,281
Invest - Other	780905451	ROYCE PREMIER FUND W CLASS #566	207,852	168,000
Invest - Other	72201F516	PIMCO EMERGING LOCAL BOND IS #332	50,813	50,000
Invest - Other	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	135,397	100,000
Invest - Other	94984B348	WELLS FARGO ADV INTL EQ FD INS #4117	382,165	330,572
Invest - Other	94975P843	WELLS FARGO ADV S/T H/Y-ADM #3769	99,758	100,000
Invest - Other	921937827	VANGUARD SHORT TERM BOND ETF	160,982	159,953
Invest - Other	314172560	FEDERATED STRAT VAL DIV FD IS #662	82,263	64,000
Invest - Other	921937850	VANGUARD S/T BD IND SIGNAL #1349	47	47

	<u>2,688,815</u>	<u>2,418,913</u>
Investements - Corp Stock & Other	<u>3,577,026</u>	<u>2,945,690</u>
Total Assets	<u>3,782,559</u>	<u>3,151,224</u>

ALBERT & HELEN MESERVE MEM FUND

06-6254956 Page 1 of 1

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

Name

SEE ATTACHED

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

201,050

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

Wells Fargo

Page 1 of 6

Tax Transaction Detail (Distributions + Beneficiary)

10/29/2012 10:57:31

Main Account Id:

ALBERT AND HELEN MESERVE MEM FUND

Account Id: 9513840551

Trust Year 9/1/2011 - 8/31/2012

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked		
12/28/11	0 Units	Reg Code. 000	0 00	-2,000 00
	DISCRETIONARY DISTRIBUTION MAPS AND BROCHURES DANBURY GARDEN CLUB PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code: 000	0 00	-2,500 00
	DISCRETIONARY DISTRIBUTION YOUTH SELF ADVOCACY PROGRAM WESTERN CONNECTICUT ASSOCIATION FOR HUMAN RIGHTS-WECAHR PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code 000	0 00	-2,000 00
	DISCRETIONARY DISTRIBUTION THE RIDGEFIELD PLAYHOUSE OUTREACH PROGRAM RIDGEFIELD PLAYHOUSE FOR MOVIES AND THE PERFORMING ARTS, INC PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code: 000	0 00	-1,500 00
	DISCRETIONARY DISTRIBUTION EARLY LEARNING PLACEMENTS DANBURY'S PROMISE FOR CHILDREN PARTNERSHIP PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code 000	0 00	-3,000 00
	DISCRETIONARY DISTRIBUTION TECHNOLOGY PLAN IMPLEMENTATION THE CHILDREN'S CENTER OF NEW MILFORD, INC PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code 000	0 00	-5,000.00
	DISCRETIONARY DISTRIBUTION TOOLS, WINDOW BOX, PICNIC TABLE, MINI GREENHOUSE, ANN'S PLACE, THE HOME OF I CAN, INC. PER DDR APPROVED 12/28/2011			
	TREE, ANNUAL PLANTS (VALUZZO GRANT)			
12/28/11	0 Units	Reg Code: 000	0 00	-3,000.00
	DISCRETIONARY DISTRIBUTION DISASTER ACTION TEAM - EQUIPMENT AND TRAINING AMERICAN NATIONAL RED CROSS PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code 000	0 00	-1,500 00
	DISCRETIONARY DISTRIBUTION 10 DRUMS OBEY FOUNDATION, INC PER DDR APPROVED 12/28/2011			

Wells Fargo

Page 2 of 6

Tax Transaction Detail (Distributions + Beneficiary)

10/29/2012 10:57:31

Main Account Id:

ALBERT AND HELEN MESERVE MEM FUND

Account Id: 9513840551

Trust Year 9/1/2011 - 8/31/2012

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked		
12/28/11		0 Units Reg Code: 000	0 00	-3,250 00
		DISCRETIONARY DISTRIBUTION INCREASING ORGANIZATIONAL PRODUCTIVITY, ASSOCIATION OF RELIGIOUS COMMUNITIES, INC PER DDR APPROVED 12/28/2011 ORGANIZATIONAL SECURITY & DOMESTIC VIOLENCE PROGRAM CAPACITY		
12/28/11		0 Units Reg Code 000	0 00	-1,000 00
		DISCRETIONARY DISTRIBUTION MILE-A-MINUTE CONTROL PROJECT MAD GARDENERS INC PER DDR APPROVED 12/28/2011		
12/28/11		0 Units Reg Code 000	0 00	-3,500 00
		DISCRETIONARY DISTRIBUTION BOOKS AND INSTRUCTIONAL MATERIALS LITERACY VOLUNTEERS ON THE GREEN PER DDR APPROVED 12/28/2011		
12/28/11		0 Units Reg Code 000	0 00	-1,000 00
		DISCRETIONARY DISTRIBUTION EYE GAZE COMPUTER PURCHASE VOICE FOR JOANIE, INC PER DDR APPROVED 12/28/2011		
12/28/11		0 Units Reg Code: 000	0 00	-3,000 00
		DISCRETIONARY DISTRIBUTION RADIO PROGRAMMING FOR RESIDENTS OF DANBURY AND CONNECTICUT RADIO INFORMATION SYSTEM, INC PER DDR APPROVED 12/28/2011 FAIRFIELD COUNTY		
12/28/11		0 Units Reg Code: 000	0 00	-2,000 00
		DISCRETIONARY DISTRIBUTION CAREER DEVELOPMENT LEARNING INSTITUTE CHRISTIAN COMMUNITY OUTREACH MINISTRIES PER DDR APPROVED 12/28/2011		
12/28/11		0 Units Reg Code 000	0 00	-3,000 00
		DISCRETIONARY DISTRIBUTION SPEECH EVALUATION EQUIPMENT ABILITY BEYOND DISABILITY, INC PER DDR APPROVED 12/28/2011		
12/28/11		0 Units Reg Code: 000	0 00	-3,000 00
		DISCRETIONARY DISTRIBUTION LVA SCHOOL SUPPORT LITERACY VOLUNTEERS OF AMERICA - DANBURY, INC PER DDR APPROVED 12/28/2011		

Wells Fargo

Page 3 of 6

Tax Transaction Detail (Distributions + Beneficiary)

10/29/2012 10:57:31

Main Account Id:

ALBERT AND HELEN MESERVE MEM FUND

Account Id: 9513840551

Trust Year 9/1/2011 - 8/31/2012

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked		
12/28/11	0 Units	Reg Code 000	0 00	-2,500 00
	DISCRETIONARY DISTRIBUTION GALILEO'S GARDEN COMPLETION JOHN J. MCCARTHY OBSERVATORY CORPORATION PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code: 000	0 00	-2,500 00
	DISCRETIONARY DISTRIBUTION HOME CARE FOR UNDERINSURED AND UNINSURED PATIENTS RIDGEFIELD VISITING NURSES ASSOCIATION (RVNA) PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code: 000	0 00	-1,500 00
	DISCRETIONARY DISTRIBUTION POULENC'S GLORIA - FOR MUSIC AND A HARPIST DANBURY MUSIC CENTRE, INC PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code 000	0 00	-3,000.00
	DISCRETIONARY DISTRIBUTION DATABASE SOFTWARE AND SUPPORT COMMUNITY CULINARY SCHOOL OF NORTHWESTERN CT PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code: 000	0.00	-3,000 00
	DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT FOR HARMONY HOUSE, A FAMILY & CHILDRENS AID, INC PER DDR APPROVED 12/28/2011 SHELTER FOR HOMELESS MOTHERS & CHILDREN			
12/28/11	0 Units	Reg Code. 000	0 00	-2,500 00
	DISCRETIONARY DISTRIBUTION HEALTHY EYES FOR CONNECTICUT KIDS PROJECT PREVENT BLINDNESS TRI-STATE PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code. 000	0 00	-3,000.00
	DISCRETIONARY DISTRIBUTION TECHNOLOGY SOLUTIONS FOR NON PROFITS COLLABORATION THE PRATT CENTER PER DDR APPROVED 12/28/2011			
12/28/11	0 Units	Reg Code 000	0 00	-2,500 00
	DISCRETIONARY DISTRIBUTION STUDENTS CAN RUN AND MOVE (S.C R.A M) REGIONAL YMCA, INC CT PER DDR APPROVED 12/28/2011			

Wells Fargo

Page 4 of 6

Tax Transaction Detail (Distributions + Beneficiary)

10/29/2012 10:57:31

Main Account Id:

ALBERT AND HELEN MESERVE MEM FUND

Account Id: 9513840551

Trust Year 9/1/2011 - 8/31/2012

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked		
01/04/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-4,000 00
		TRAN # EA004393000001		
		DISCRETIONARY DISTRIBUTION		
		UNITED WAY OF WESTERN CONNECTICUT YOUTH LEADERSHIP		
		UNITED WAY OF WESTERN		
		CONNECTICUT, INC		
		PER DDR APPROVED 12/28/2011		
		COMMUNITY SERVICE PROGRAMS		
01/04/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-4,000 00
		TRAN # EA004394000001		
		DISCRETIONARY DISTRIBUTION		
		RENEWAL HOUSE PROGRAM		
		SHELTER OF THE CROSS, INC		
		DBA RENEWAL HOUSE		
		PER DDR APPROVED 12/28/2011		
01/04/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-5,000.00
		TRAN # EA004397000001		
		DISCRETIONARY DISTRIBUTION		
		FAMILY LOAN PROGRAM OF CATHOLIC CHARITIES DANBURY		
		CATHOLIC CHARITIES OF FAIRFIELD		
		COUNTY, INC.		
		PER DDR APPROVED 12/28/2011		
01/04/12		0 Units	Reg Code 000	0.00
		CASH DISBURSEMENT		-4,000 00
		TRAN # EA004399000001		
		DISCRETIONARY DISTRIBUTION		
		BETHEL PUBLIC LIBRARY BUSINESS AND TECHNOLOGY		
		FRIENDS OF BETHEL PUBLIC LIBRARY, INC		
		PER DDR APPROVED 12/28/2011		
		CENTER TRAINING PROGRAMS		
01/04/12		0 Units	Reg Code: 000	0 00
		CASH DISBURSEMENT		-4,300 00
		TRAN # EA004401000001		
		DISCRETIONARY DISTRIBUTION		
		FOUNTAIN AND REFLECTION POOL		
		FRIENDS OF THE IVES, INC		
		PER DDR APPROVED 12/28/2011		
01/04/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-5,000 00
		TRAN # EA004403000001		
		DISCRETIONARY DISTRIBUTION		
		JOHN DODD HAT SHOP & HUNTINGTON HALL INTERACTIVE		
		FRIENDS OF THE DANBURY MUSEUM &		
		HISTORICAL SOCIETY AUTHORITY, INC		
		PER DDR APPROVED 12/28/2011		
		EXHIBIT COMPONENTS		

Wells Fargo

Page 5 of 6

Tax Transaction Detail (Distributions + Beneficiary)

10/29/2012 10:57:31

Main Account Id:

ALBERT AND HELEN MESERVE MEM FUND

Account Id: 9513840551

Trust Year 9/1/2011 - 8/31/2012

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked		
01/04/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-5,000 00
		TRAN # EA004405000001		
		DISCRETIONARY DISTRIBUTION		
		PURCHASE OF A NEW TROLLEY		
		MUSICALS AT RICHTER INC		
		PER DDR APPROVED 12/28/2011		
01/13/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-4,000 00
		TRAN # EA021854000001		
		DISCRETIONARY DISTRIBUTION		
		SUPPORT FOR THE CENTER OF NONPROFIT EXCELLENCE		
		FAIRFIELD COUNTY COMMUNITY		
		FOUNDATION		
		PER DDR APPROVED 12/28/2011		
01/13/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-4,000 00
		TRAN # EA021858000001		
		DISCRETIONARY DISTRIBUTION		
		TREE REMOVAL		
		HARRYBROOKE PARK & MUSEUM		
		PER DDR APPROVED 12/28/2011		
01/13/12		0 Units	Reg Code: 000	0 00
		CASH DISBURSEMENT		-4,000.00
		TRAN # EA021860000001		
		DISCRETIONARY DISTRIBUTION		
		AGENCY WIDE SERVER TO SUPPORT COMPUTERS		
		INTERLUDE, INC		
		PER DDR APPROVED 12/28/2011		
01/13/12		0 Units	Reg Code 000	0 00
		CASH DISBURSEMENT		-5,000 00
		TRAN # EA021861000001		
		DISCRETIONARY DISTRIBUTION		
		ELEMENTARY SCHOOL CLASSES AT THE ACADEMY FOR		
		JUNIOR ACHIEVEMENT OF WESTERN		
		CT, INC		
		PER DDR APPROVED 12/28/2011		
		INTERNATIONAL STUDIES IN DANBURY		
01/13/12		0 Units	Reg Code: 000	0 00
		CASH DISBURSEMENT		-6,000 00
		TRAN # EA021863000001		
		DISCRETIONARY DISTRIBUTION		
		HOSTED SERVICES AND TRAINING		
		TECHNOLOGY SOLUTIONS FOR NON-PROFITS		
		PER DDR APPROVED 12/28/2011		

Wells Fargo

Tax Transaction Detail (Distributions + Beneficiary)

Main Account Id: 9513840551
Account Id: 9513840551

ALBERT AND HELEN MESERVE MEM FUND
Trust Year 9/1/2011 - 8/31/2012

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
000000000	No Beny Linked			
01/13/12	0 Units	Reg Code: 000	0.00	-5,000.00
	CASH DISBURSEMENT			
	TRAN # EA021864000001			
	DISCRETIONARY DISTRIBUTION			
	COMMUNITY EDUCATION, PREVENTION AND TRAINING			
	WOMENS CENTER OF GREATER			
	DANBURY CT, INC			
	PER DDR APPROVED 12/28/2011			
	SUPPORT			
		Total For: No Beny	0.00	-120,050.00
066254956				
06/14/12	0 Units	Reg Code: 000	-81,000.00	0.00
	CASH DISBURSEMENT			
	TRAN # EA022344000001			
	DISCRETIONARY DISTRIBUTION			
	ANNUAL SCHOLARSHIP DISTRIBUTION			
	CENTER FOR SCHOLARSHIP ADMINISTRATIO			
	PER DDR APPROVED 05/31/2012			
		Total For:	-81,000.00	0.00
				-120,050.00

Total For:

11/26/2012 1:36:16 PM - 9513840551 - 6445 - WWW - ALBERT AND HELEN MESERVE MEM, FUND

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	Valuation Method	Totals	
												Securities	
												Gross Sales	Cost, Other Basis and Expenses
1	X	HEWLETT PACKARD CO	428236103			1/14/2003		1/9/2012	26.439	20.540		5,899	54,701
2	X	HOME DEPOT INC	437076102			5/30/2001		1/9/2012	21.520	25.077			-3,457
3	X	HOME DEPOT INC	437076102			3/13/2001		1/9/2012	21.520	20.920			700
4	X	INTEL CORP	458140100			5/17/2004		1/9/2012	7.644	8.025			-381
5	X	INTEL CORP	458140100			5/13/2002		1/9/2012	1.274	1.409			-135
6	X	INTEL CORP	458140100			10/27/2005		1/9/2012	17.836	16.170			1,666
7	X	JPMORGAN CHASE & CO	46625H100			9/24/2009		1/9/2012	12.306	16.005			-3,699
8	X	MEDCO HEALTH SOLUTIONS	58405U102			3/16/2011		1/9/2012	23.041	21.333			1,709
9	X	MICROSOFT CORP	594918104			7/21/2005		1/9/2012	21.514	20.444			1,070
10	X	NIKE INC CL B	654106103			12/5/2002		1/9/2012	34.499	7.861			26,638
11	X	CAPITAL ONE FINANCIAL COR	14040H105			3/16/2011		1/9/2012	18.456	20.163			-1,707
12	X	COACH INC	189754104			10/3/2005		1/9/2012	9.408	4.698			4,710
13	X	DEVON ENERGY CORP	25179M103			9/26/2002		1/9/2012	32.675	11.575			21,300
14	X	PNC FINANCIAL SERVICES GI	693475105			3/16/2011		1/9/2012	13.486	13,710			-214
15	X	3M CO	88579Y101			3/16/2011		1/9/2012	23.050	24,058			-1,018
16	X	WELLPOINT INC	94973V107			7/10/2003		7/1/2012	12.218	7,859			4,359
17	X	PARTNERRTE LTD COM	G6882T105			3/16/2011		1/9/2012	20.908	23.757			-2,849
18	X	WEATHERFORD INTL LTD	H27013103			1/17/2003		1/9/2012	8.514	5,246			3,268

Line 16a (990-PF) - Legal Fees

	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	LEGAL FEES	2,463			2,463
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

	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	1,681			1,681
2					
3					
4					
5					
6					
7					
8					
9					
10					

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	718			
2	ESTIMATED EXCISE TAX PAID	1,244			
3	FOREIGN TAX WITHHELD	1,802	1,802		
4					
5					
6					
7					
8					
9					
10					

3.764 1,802 0 0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Miscellaneous Expenses	6,485	6,485	6,485	0
2	ADR FEES				
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

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	Other Investments		3,199,206	2,945,690	3,577,026
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

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

1	Cost Basis Adjustment	1	638
2	Return of Grant	2	734
3	Federal Excise Tax Refund	3	1,530
4	Total	4	2,902

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

Long Term CG Distributions		Short Term CG Distributions		Amount		36,843		Totals		326,708		57,858		0		0		57,858	
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Date	Gross Sales	Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis or Losses	Gains Minus Excess of FMV Over Adjusted Basis or Losses	0	0	0	0	0	57,858
1 HEWLETT PACKARD CO	428236103	1/14/2003	1/19/2012	26,439	0	20,540	5,899	0	0	5,899	0	0	5,899	0	0	0	0	0	5,899
2 HOME DEPOT INC	431076102	5/30/2001	1/19/2012	21,620	0	25,077	-3,457	0	0	0	0	0	-3,457	0	0	0	0	0	0
3 HOME DEPOT INC	431076102	3/13/2001	1/19/2012	21,620	0	20,920	700	0	0	0	0	0	700	0	0	0	0	0	700
4 INTEL CORP	517172004	5/17/2010	1/19/2012	7,844	0	-381	0	0	0	0	0	0	-381	0	0	0	0	0	0
5 INTEL CORP	458140100	5/13/2002	1/19/2012	1,274	0	1,409	-135	0	0	0	0	0	-135	0	0	0	0	0	0
6 INTEL CORP	458140100	10/27/2005	1/19/2012	17,836	0	16,170	1,666	0	0	0	0	0	1,666	0	0	0	0	0	0
7 JPMORGAN CHASE & CO	46625H100	9/24/2009	1/19/2012	12,306	0	16,005	-3,699	0	0	0	0	0	-3,699	0	0	0	0	0	0
8 MEDCO HEALTH SOLUTIONS INC	58405U102	3/16/2011	1/19/2012	23,041	0	21,333	1,708	0	0	0	0	0	1,708	0	0	0	0	0	0
9 MICROSOFT CORP	594918104	7/21/2005	1/19/2012	21,514	0	20,444	1,070	0	0	0	0	0	1,070	0	0	0	0	0	0
10 NIKE INC CL B	654106103	1/25/2002	1/19/2012	34,499	0	7,861	26,638	0	0	0	0	0	26,638	0	0	0	0	0	0
11 CAPITAL ONE FINANCIAL CORP	14040H105	3/16/2011	1/19/2012	18,456	0	20,163	-1,707	0	0	0	0	0	-1,707	0	0	0	0	0	0
12 COACH INC	188754104	1/3/2005	1/19/2012	9,408	0	4,698	4,710	0	0	0	0	0	4,710	0	0	0	0	0	0
13 DEVON ENERGY CORPORATION	25179M103	9/26/2002	1/19/2012	32,875	0	11,575	21,300	0	0	0	0	0	21,300	0	0	0	0	0	0
14 PNC FINANCIAL SERVICES GROUP	693475005	3/16/2011	1/19/2012	13,486	0	13,700	-214	0	0	0	0	0	-214	0	0	0	0	0	0
15 3MC CO	88579Y101	3/16/2011	1/19/2012	23,050	0	24,068	-1,018	0	0	0	0	0	-1,018	0	0	0	0	0	0
16 WELLPOINT INC	94873V107	7/1/2003	1/19/2012	22,218	0	7,859	4,359	0	0	0	0	0	4,359	0	0	0	0	0	0
17 PARTNERSURE LTD INT'L LTD	68622T105	3/16/2011	1/19/2012	20,908	0	23,751	-2,849	0	0	0	0	0	-2,849	0	0	0	0	0	0
18 WEAVERFORD INT'L LTD	H2013103	1/17/2003	1/19/2012	8,514	0	5,246	3,268	0	0	0	0	0	3,268	0	0	0	0	0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

62-105						
	Name	Check "X" if Business	Street	City	State	Foreign Country
1	Wells Fargo Bank NA Trust T		101N Independence Mall E	MACY13Philadelphia	PA	Zip Code 19106-2112
2						
3						
4						
5						
6						
7						
8						
9						
10						

<u>Part</u>	<u>Benefits</u>	<u>Expense Account</u>	<u>Explanation</u>
1		0	0
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	2	311
3 Second quarter estimated tax payment	3	311
4 Third quarter estimated tax payment	4	311
5 Fourth quarter estimated tax payment	5	311
6 Other payments	6	0
7 Total	7	1,244

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	32,520
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	32,520