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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**

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

For calendar year 2011 or tax year beginning **SEP 1, 2011**, and ending **AUG 31, 2012**

Name of foundation
**JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER**

Number and street (or P.O. box number if mail is not delivered to street address)
11 EAST NORTH STREET

City or town, state, and ZIP code
DANVILLE, IL 61832

Room/suite

A Employer identification number
37-1389249

B Telephone number
(217) 442-0350

C If exemption application is pending, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 5,391,168. (Part I, column (d) must be on cash basis.)

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).)		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	32,256.	32,256.		STATEMENT 1
	4 Dividends and interest from securities	15,411.	15,411.		STATEMENT 2
	5a Gross rents	929,569.	929,569.		STATEMENT 3
	b Net rental income or (loss) 405,427.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	58,701.			
	b Gross sales price for all assets on line 6a	1,441,926.			
	7 Capital gain net income (from Part IV, line 2)		58,701.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	1,035,937.	1,035,937.		
	13 Compensation of officers, directors, trustees, etc.	39,200.	3,920.		35,280.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	5,309.	2,654.		2,655.
	c Other professional fees STMT 6	19,169.	19,169.		0.
	17 Interest	24,004.	24,004.		0.
	18 Taxes STMT 7	17,143.	17,143.		0.
	19 Depreciation and depletion	10,386.	10,386.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	479,115.	472,609.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	594,326.	549,885.		37,935.
	25 Contributions, gifts, grants paid	300,623.			300,623.
	26 Total expenses and disbursements. Add lines 24 and 25	894,949.	549,885.		338,558.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	140,988.			
	b Net investment income (if negative, enter -0-)		486,052.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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20

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

Form 990-PF (2011)

37-1389249 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		66,034.	136,320.	136,320.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶	2,000.			
		Less: allowance for doubtful accounts ▶	0.	2,000.	2,000.	2,000.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9		821,017.	745,920.	768,616.
	b	Investments - corporate stock STMT 10		855,377.	960,453.	1,208,430.
	c	Investments - corporate bonds STMT 11		302,673.	251,794.	265,246.
11	Investments - land, buildings, and equipment basis ▶	3,110,618.				
	Less accumulated depreciation STMT 12 ▶	102,119.	3,018,885.	3,008,499.	3,008,499.	
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ <u>HEDGING ACCOUNT</u>)		357.	2,057.	2,057.	
16	Total assets (to be completed by all filers)		5,066,343.	5,107,043.	5,391,168.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable STMT 13		596,698.	498,193.	
	22	Other liabilities (describe ▶ <u>ACCRUED TAXES</u>)		3,364.	1,581.	
23	Total liabilities (add lines 17 through 22)		600,062.	499,774.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		4,466,281.	4,607,269.		
30	Total net assets or fund balances		4,466,281.	4,607,269.		
31	Total liabilities and net assets/fund balances		5,066,343.	5,107,043.		

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	4,466,281.
2	Enter amount from Part I, line 27a	2	140,988.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,607,269.
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	4,607,269.

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 OLD NATIONAL AGENCY LT SALES - SEE ATTACHED	P	VARIOUS	VARIOUS
b SCHERING PLOUGH LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
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 1,441,694.		1,383,225.	58,469.
b 232.			232.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			58,469.
b			232.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	58,701.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	325,238.	4,846,740.	.067104
2009	287,401.	4,466,283.	.064349
2008	289,746.	4,511,896.	.064218
2007	296,799.	4,623,505.	.064194
2006	254,055.	4,622,756.	.054957

2 Total of line 1, column (d)	2	.314822
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	.062964
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,252,999.
5 Multiply line 4 by line 3	5	330,750.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,861.
7 Add lines 5 and 6	7	335,611.
8 Enter qualifying distributions from Part XII, line 4	8	338,558.

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.

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

Form 990-PF (2011)

37-1389249 Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,861.
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	4,861.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,861.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,280.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,280.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,581.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

Form 990-PF (2011)

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 ► PHILLIP STEPHEN MILLER		Telephone no. ► (217) 442-0350	
Located at ► 11 E. NORTH ST., DANVILLE, IL		ZIP+4 ► 61832	
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			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)?	N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► _____ , _____ , _____ , _____			
b Are there any years listed in 2a for which the foundation is 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.)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	► _____ , _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b	X

Form **990-PF** (2011)

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:

☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No

N/A

► ☐☐ Yes ☐ No

N/A

☐ Yes ☒ No☐ Yes ☒ No

N/A

5b

6b

7b

X

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

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?

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEVE MILLER	TRUSTEE			
11 EAST NORTH STREET				
DANVILLE, IL 61832	2.00	11,050.	0.	0.
THOMAS BECKNER	TRUSTEE			
35369 N 1830 E ROAD				
ROSSVILLE, IL 60963	2.00	11,050.	0.	0.
STAN SEAMAN	TRUSTEE			
PO BOX 50				
ALVIN, IL 61811	2.00	11,050.	0.	0.
JOHN C. ALEXANDER	TRUSTEE			
3022 GOLF CIRCLE				
DANVILLE, IL 61832	2.00	6,050.	0.	0.

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

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

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

0

Form 990-PF (2011)

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2011)

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	2,214,918.
b	Average of monthly cash balances	1b	101,177.
c	Fair market value of all other assets	1c	3,016,899.
d	Total (add lines 1a, b, and c)	1d	5,332,994.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,332,994.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,995.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,252,999.
6	Minimum investment return. Enter 5% of line 5	6	262,650.

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	262,650.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,861.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,861.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	257,789.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	257,789.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	257,789.

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	338,558.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	338,558.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,861.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	333,697.

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.

Form 990-PF (2011)

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

Form 990-PF (2011)

37-1389249 Page 9

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				257,789.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009	55,036.			
e From 2010	89,455.			
f Total of lines 3a through e	144,491.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 338,558.				
a Applied to 2010, but not more than line 2a			0.	
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				257,789.
e Remaining amount distributed out of corpus	80,769.			
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	225,260.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	225,260.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	55,036.			
d Excess from 2010	89,455.			
e Excess from 2011	80,769.			

**JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER**

Form 990-PF (2011)

37-1389249 Page 10

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)

	Tax year				Prior 3 years	(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008		
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						
b 85% of line 2a						
c Qualifying distributions from Part XII, line 4 for each year listed						
d Amounts included in line 2c not used directly for active conduct of exempt activities						
e Qualifying distributions made directly for active conduct of exempt activities.						
Subtract line 2d from line 2c						
3 Complete 3a, b, or c for the alternative test relied upon:						
a "Assets" alternative test - enter:						
(1) Value of all assets						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c "Support" alternative test - enter:						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
(3) Largest amount of support from an exempt organization						
(4) Gross investment income						

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**PHILLIP STEPHEN MILLER, (217)442-0350
11 EAST NORTH ST., DANVILLE, IL 61832**

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

PREPRINTED FORM PROVIDED

c Any submission deadlines:

OCTOBER 31 OF EACH YEAR

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

EXEMPT ORGANIZATIONS ONLY

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				
ALLERTON FIRE PROTECTION DISTRICT 102 N CHICAGO ALLERTON, IL 61810	NONE	115(1)	OPERATING/CAPITAL EXPENDITURES	3,500.
ALVIN CHRISTIAN CHURCH 109 CENTER STREET ALVIN, IL 61811	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
BIG BROTHERS/BIG SISTERS 100 NORTH FRANKLIN DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,000.
BISMARCK HENNING SCHOOL DISTRICT 17268 E 2750 NORTH RD BISMARCK, IL 61814	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,650.
CATLIN COMMUNITY SCHOOL DISTRICT 701 W VERMILION CATLIN, IL 61817	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				300,623.
b Approved for future payment				
NONE				
Total				0

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
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12-02-11



Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
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		Yes	No
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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	 Signature of officer or trustee		01/04/13 Date		TRUSTEE Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Check <input type="checkbox"/> if self-employed	
	PHIL MUEHL		 12/21/12		PTIN	
	Firm's name ▶ CLIFTONLARSONALLEN LLP				Firm's EIN ▶ 41-0746749	
	Firm's address ▶ 2 E. MAIN STREET, SUITE 120, P.O. BOX DANVILLE, IL 61834-0016				Phone no. (217) 442-1643	

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHAMPAIGN SALVATION ARMY 109 WEST JOHN ST CHAMPAIGN, IL 61820	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
CHILDREN'S DYSLEXIA CENTER OF E.CENTRAL IL 109 WEST NORTH ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
DANVILLE AREA COMMUNITY COLLEGE FOUNDATION 2000 EAST MAIN DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
DANVILLE ART LEAGUE 320 NORTH FRANKLIN STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
DANVILLE CENTER FOR CHILDREN'S SERVICES 702 N LOGAN AVE DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
DANVILLE LIBRARY FOUNDATION 319 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,000.
DANVILLE PUBLIC SCHOOL FOUNDATION 516 NORTH JACKSON DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,500.
DANVILLE SAINTS YOUTH FOOTBALL DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,500.
DANVILLE SYMPHONY ORCHESTRA 2917 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
DANVILLE YMCA 1111 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
Total from continuation sheets				269,473.

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DANVILLE YOUTH HOCKEY ASSOCIATION 100 WEST MAIN STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,500.
FAIR HOPE CHILDREN'S MINISTRY 1400 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
HOOPESTON AREA SCHOOL DISTRICT 615 EAST ORANGE STREET HOOPESTON, IL 60942	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	8,164.
HOOPESTON MULTI-AGENCY 206 SOUTH FIRST AVE HOOPESTON, IL 60942	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
ILLINI LAND FCA 115 N NEIL ST CHAMPAIGN, IL 61820	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
MUSTARD SEED CHRISTIAN DAYCARE 350A NORTH CHICAGO ST ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,500.
POTOMAC AMERICAN LEGION POST 428 101 N GRANT ST POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
PROVENA USMC FOUNDATION 812 NORTH LOGAN DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,500.
ROSS/SOUTH ROSS CEMETERY ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,500.
ROSS/SOUTH VET MEM COMM ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,500.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ROSSVILLE ALVIN SCHOOL DISTRICT 350 NORTH CHICAGO ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	21,959.
ROSSVILLE FIRE PROTECTION DISTRICT 120 EAST ATTICA ROSSVILLE, IL 60963	NONE	115(1)	OPERATING/CAPITAL EXPENDITURES	12,000.
ROSSVILLE HISTORICAL & GENEALOGICAL SOCIETY 108 W ATTICA ST ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
SALVATION ARMY 855 EAST FAIRCHILD DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
SCHLARMAN HIGH SCHOOL 2112 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	15,000.
ST. JAMES FOOD PANTRY 504 N VERMILION ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
UNIVERSITY OF ILLINOIS I-FUND 1700 SOUTH FOURTH STREET CHAMPAIGN, IL 61820	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	8,000.
VERMILION ADVANTAGE 28 WEST NORTH ST #201 DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
VERMILION ASSOC FOR SPECIAL ED (VASE) 15009 CATLIN-TILTON RD DANVILLE, IL 61834	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
VERMILION COUNTY FARM BUREAU 1905 US RTE 150 DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,250.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
VERMILION COUNTY MUSEUM SOCIETY 116 NORTH GILBERT STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,500.
VERMILION FESTIVAL CHORUS 444 E MAIN DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	500.
VILLAGE OF ALVIN ALVIN, IL 61811	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
VILLAGE OF POTOMAC 310 W STATE ST POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
WOMEN'S CARE CLINIC 200 WEST WILLIAMS STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,500.
WORKSOURCE ENTERPRISES 3715 NORTH VERMILION STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
YOUR FAMILY RESOURCES 201 NORTH HAZEL ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
DANVILLE AREA UNITED WAY 28 WEST NORTH ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
ARTISTIC REPERTORY THEATRE 203 EAST MAIN ST HOOPESTON, IL 60942	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
DANVILLE BOYS & GIRLS CLUB 850 N GRIFFIN ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DANVILLE FIRST ASSEMBLY OF GOD 428 N WALNUT ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
DANVILLE AMERICAN BUSINESS CLUB PO BOX 266 DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
DANVILLE RESCUE MISSION 834 N BOWMAN AVE DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
EASTERN IL FOODBANK 2405 N SHORE DR URBANA, IL 61802	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,000.
GEORGETOWN FIRST UNITED METHODIST CHURCH 400 N MAIN ST GEORGETOWN, IL 61846	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
GEORGETOWN FAIR ASSOC GEORGETOWN, IL 61846	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
DANVILLE HABITAT FOR HUMANITY 705 N WALNUT ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
JAMAICA HIGH SCHOOL 7087 N 600 E RD SIDELL, IL 61876	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,000.
POTOMAC GRADE SCHOOL 7915 US RTE 136 POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,600.
POTOMAC SCHOOL DISTRICT 7915 US RTE 136 POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	8,000.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RED MASK PLAYERS 601 N VERMILION ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
ROSSVILLE AMERICAN LEGION POST 733 104 W THOMPSON AVE ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
ROSSVILLE CHURCH OF CHRIST 514 E ATTICA ST ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
ROSSVILLE COMM. AMBULANCE SERVICE 107 W ATTICA ST ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
SIDELL FIRE & RESCUE 207 MARKET ST SIDELL, IL 61876	NONE	115(1)	OPERATING/CAPITAL EXPENDITURES	4,000.
VERMILION COUNTY FAIR DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,500.
VERMILION COUNTY HANDICAPPED ASSOC PO BOX 1151 DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,000.
VERMILION COUNTY WOMEN'S CLUB DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
OLD NATIONAL CHECKING	5.
OLD NATIONAL FARM ACCOUNTS	204.
OLD NATIONAL TRUST AGENCY	32,047.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	32,256.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
OLD NATIONAL TRUST AGENCY	15,411.	0.	15,411.
TOTAL TO FM 990-PF, PART I, LN 4	15,411.	0.	15,411.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FARM INCOME AND EXPENSES	1	929,569.
TOTAL TO FORM 990-PF, PART I, LINE 5A		929,569.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		10,386.	
SEED		107,165.	
FERTILIZER		134,985.	
CHEMICALS		32,407.	
MACHINE HIRE		114,165.	
REAL ESTATE TAXES		17,143.	
GRAIN DRYING		17,188.	
INSURANCE		37,510.	

MISCELLANEOUS	1,887.	
MANAGEMENT FEE	2,100.	
INTEREST	24,004.	
HEDGING LOSS	7,850.	
STORAGE	15,557.	
REPAIRS	1,795.	
- SUBTOTAL -	1	524,142.
TOTAL RENTAL EXPENSES		524,142.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B		405,427.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING/LEGAL FEES	5,309.	2,654.		2,655.
TO FORM 990-PF, PG 1, LN 16B	5,309.	2,654.		2,655.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT SERVICES	19,169.	19,169.		0.
TO FORM 990-PF, PG 1, LN 16C	19,169.	19,169.		0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	17,143.	17,143.		0.
TO FORM 990-PF, PG 1, LN 18	17,143.	17,143.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
990-PF TAX	4,861.	0.		0.	
ADMINISTRATIVE	1,630.	0.		0.	
IL-AG990 FILING FEE	15.	0.		0.	
SEED	107,165.	107,165.		0.	
FERTILIZER	134,985.	134,985.		0.	
CHEMICALS	32,407.	32,407.		0.	
MACHINE HIRE	114,165.	114,165.		0.	
GRAIN DRYING	17,188.	17,188.		0.	
INSURANCE	37,510.	37,510.		0.	
MISCELLANEOUS	1,887.	1,887.		0.	
MANAGEMENT FEE	2,100.	2,100.		0.	
HEDGING LOSS	7,850.	7,850.		0.	
STORAGE	15,557.	15,557.		0.	
REPAIRS	1,795.	1,795.		0.	
TO FORM 990-PF, PG 1, LN 23	479,115.	472,609.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
OLD NATIONAL AGENCY US GOVT OBLIGATIONS	X		565,517.	578,270.	
OLD NATIONAL AGENCY MUNICIPAL BONDS		X	180,403.	190,346.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			565,517.	578,270.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			180,403.	190,346.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			745,920.	768,616.	

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OLD NATIONAL AGENCY EQUITY INVESTMENTS	960,453.	1,208,430.
TOTAL TO FORM 990-PF, PART II, LINE 10B	960,453.	1,208,430.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OLD NATIONAL AGENCY CORPORATE BONDS	251,794.	265,246.
TOTAL TO FORM 990-PF, PART II, LINE 10C	251,794.	265,246.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT 12
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND-187.9 ACRES	280,800.	0.	280,800.
LAND-114.848 ACRES	209,687.	0.	209,687.
LAND-361 ACRES	494,619.	0.	494,619.
TILE-187.9 ACRES	18,790.	16,016.	2,774.
TILE-119 ACRES	11,900.	10,144.	1,756.
TILE-361 ACRES	36,100.	30,771.	5,329.
TILE-2001 ADDITION	9,075.	7,000.	2,075.
LAND-74 ACRES	144,850.	0.	144,850.
TILE-74 ACRES	7,400.	5,434.	1,966.
LAND-172 ACRES	378,400.	0.	378,400.
TILE-172 ACRES	17,200.	11,615.	5,585.
TILE (C72 FARM)	9,348.	5,554.	3,794.
LAND-HUNLEY (79.03 ACRES)	313,239.	0.	313,239.
TILE-HUNLEY PROPERTY (79.03 ACRES)	7,903.	3,937.	3,966.
LAND-POTTER FARM (157 ACRES)	579,520.	0.	579,520.
TILE-POTTER FARM (157 ACRES)	15,700.	7,820.	7,880.
LAND-SWANK FARM	549,687.	0.	549,687.
TILE-SWANK FARM (88 ACRES)	26,400.	3,828.	22,572.
TOTAL TO FM 990-PF, PART II, LN 11	3,110,618.	102,119.	3,008,499.

FORM 990-PF

MORTGAGES PAYABLE

STATEMENT 13

DESCRIPTION

BALANCE DUE

OLD NATIONAL BANK

363,495.

TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B

363,495.

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Account Number 60-0279-01-2

Page 26 of 65

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
Cash and Equivalents						
Goldman Sachs Financial Square Money Market #474						
08/31/12	Sales (9) 09/01/11 To 08/31/12	1 000	0 00	246,008 71	-246,008 71	0 00
Goldman Sachs Financial Square						
08/31/12	Sales (24) 09/01/11 To 08/31/12	1 000	0 00	225,219 48	-225,219 48	0 00
Total Cash and Equivalents					\$ 471,228.19	\$ -471,228.19

Equities

Driehaus Emerging Mkts Growth Fd #3						
09/12/11	Sold 48 Shs 09/09/11 @ 30.29	30 290	0.00	1,453.92	-1,659.36	-205 44
Goldman Sachs Growth Opportunities CFI Fd #1132						
09/12/11	Sold 85 Shs 09/09/11 @ 21.4	21.400	0.00	1,819.00	-1,717.85	101 15



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 27 of 65

Account Number: 60-0279-01-2

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
Royce Pennsylvania Mut Cl I Fd #260						
09/12/11	Sold 110 Shs 09/09/11 @ 10.39	10.390	0.00	1,142.90	-1,335.16	-192.26
Abbott Labs						
09/14/11	Sold 8 Shs 09/09/11 To BNY Brokerage @ 50.49	50.490	0.81	403.11	-426.64	-23.53
	Commission					80
	Sec Fee/Other Cost.					01
Albemarle Corp						
09/14/11	Sold 9 Shs 09/09/11 To BNY Brokerage @ 45.92	45.920	0.73	412.55	-545.25	-132.70
	Commission					72
	Sec Fee/Other Cost.					.01
Apple Inc						
09/14/11	Sold 11 Shs 09/09/11 To BNY Brokerage @ 376.5147	376.515	0.96	4,140.70	-1,027.07	3,113.63
	Commission					.88
	Sec Fee/Other Cost					08

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 28 of 65

Account Number: 60-0279-01-2

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Barclays Bk Ipsth Indl Commodity Etn						
09/14/11	Sold 18 Shs 09/09/11 To BNY Brokerage @ 41.152	41.152	1.45	739.28	-744.30	-5.02
	Commission: 1.44					
	Sec Fee/Other Cost: .01					
Church & Dwight Inc						
09/14/11	Sold 152 Shs 09/09/11 To Abel Noser Corp @ 42.2453	42.245	7.72	6,413.56	-4,021.51	2,392.05
	Commission 7.60					
	Sec Fee/Other Cost 12					
Citigroup Inc						
09/14/11	Sold 10 Shs 09/09/11 To BNY Brokerage @ 26.83	26.830	1.01	267.29	-449.50	-182.21
	Commission: 1.00					
	Sec Fee/Other Cost: .01					
Costco Whsl Corp New						
09/14/11	Sold 6 Shs 09/09/11 To BNY Brokerage @ 79.03	79.030	0.61	473.57	-407.58	65.99
	Commission: 60					
	Sec Fee/Other Cost .01					



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 29 of 65

Account Number 60-0279-01-2

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
Danaher Corp						
09/14/11	Sold 16 Shs 09/09/11 To BNY Brokerage @ 42.63 Commission: 1.60 Sec Fee/Other Cost .01	42.630	1.61	680.47	-635.04	45.43
Deere & Co						
09/14/11	Sold 5 Shs 09/09/11 To BNY Brokerage @ 75.07 Commission: .40 Sec Fee/Other Cost. .01	75.070	0.41	374.94	-438.45	-63.51
EMC Corp						
09/14/11	Sold 17 Shs 09/09/11 To BNY Brokerage @ 21.27 Commission: 1.36 Sec Fee/Other Cost: .01	21.270	1.37	360.22	-290.54	69.68
El Paso Corp						
09/14/11	Sold 19 Shs 09/09/11 To BNY Brokerage @ 18.19 Commission: 1.52 Sec Fee/Other Cost. .01	18.190	1.53	344.08	-370.69	-26.61

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Account Number: 60-0279-01-2

Page 30 of 65

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
<u>Exxon Mobil Corp</u>						
09/14/11	Sold 13 Shs 09/09/11 To Stifel Nicolaus and Co Inc @ 71.12	71.120	1.06	923 50	-1,111.24	-187 74
	Commission 1 04					
	Sec Fee/Other Cost .02					
<u>Franklin Res Inc</u>						
09/14/11	Sold 48 Shs 09/09/11 To Morgan Stanley @ 111 9798	111 980	2.50	5,372 53	-4,615.20	757.33
	Commission 2 40					
	Sec Fee/Other Cost .10					
<u>Goldman Sachs</u>						
09/14/11	Sold 4 Shs 09/09/11 To BNY Brokerage @ 102 71	102 710	0.41	410 43	-664 49	-254 06
	Commission .40					
	Sec Fee/Other Cost .01					
<u>Intl Business Machs Corp</u>						
09/14/11	Sold 4 Shs 09/09/11 To BNY Brokerage @ 161 4782	161 478	0.41	645 50	-468 16	177 34
	Commission 40					
	Sec Fee/Other Cost .01					



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 31 of 65

Account Number 60-0279-01-2

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
McDonalds Corp						
09/14/11	Sold 11 Shs 09/09/11 To BNY Brokerage @ 84.93	84.930	1.12	933.11	-544.39	388.72
	Commission 1.10					
	Sec Fee/Other Cost: .02					
Noble Energy Inc						
09/14/11	Sold 8 Shs 09/09/11 To BNY Brokerage @ 81.8622	81.861	0.65	654.24	-580.80	73.44
	Commission .64					
	Sec Fee/Other Cost: .01					
Oracle Corp						
09/14/11	Sold 24 Shs 09/09/11 To BNY Brokerage @ 25.92	25.920	1.93	620.15	-841.49	-221.34
	Commission 1.92					
	Sec Fee/Other Cost: .01					
Pepsico Inc						
09/14/11	Sold 275 Shs 09/09/11 To Abel Noser Corp @ 60.0695	60.070	14.07	16,505.05	-11,345.10	5,159.95
	Commission 13.75					
	Sec Fee/Other Cost: .32					

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Account Number 60-0279-01-2

Page 32 of 65

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Praxair Inc						
09/14/11	Sold 8 Shs 09/09/11 To BNY Brokerage @ 94.8073	94.806	0.65	757.80	-661.36	96.44
	Commission .64					
	Sec Fee/Other Cost. 01					
Quanta Svcs Inc						
09/14/11	Sold 18 Shs 09/09/11 To BNY Brokerage @ 17.75	17.750	1.45	318.05	-393.44	-75.39
	Commission 1.44					
	Sec Fee/Other Cost 01					
Schlumberger Ltd						
09/14/11	Sold 10 Shs 09/09/11 To BNY Brokerage @ 71.82	71.820	0.81	717.39	-620.94	96.45
	Commission: 80					
	Sec Fee/Other Cost 01					
Select Sector SPDR Hlth Care Etf						
09/14/11	Sold 41 Shs 09/09/11 To BNY Brokerage @ 31.9709	31.971	3.31	1,307.50	-1,467.80	-160.30
	Commission 3.28					
	Sec Fee/Other Cost: .03					



John P Cadle Foundation Pldgd
September 1, 2011 - August 31, 2012
Account Number 60-0279-01-2

Page 33 of 65

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Select Sector SPDR Consumer Discretionary						
09/14/11	Sold 7 Shs 09/09/11 To BNY Brokerage @ 35.40	35.400	0.70	247.10	-129.99	117.11
	Commission:					.70
Stericycle Inc						
09/14/11	Sold 44 Shs 09/09/11 To Stifel Nicolaus and Co Inc @ 80.2314	80.231	2.27	3,527.91	-1,385.71	2,142.20
	Commission:					2.20
	Sec Fee/Other Cost:					.07
Tjx Co Inc						
09/14/11	Sold 9 Shs 09/09/11 To BNY Brokerage @ 51.84	51.840	0.91	465.65	-413.24	52.41
	Commission:					.90
	Sec Fee/Other Cost:					.01
Target Corp						
09/14/11	Sold 13 Shs 09/09/11 To BNY Brokerage @ 50.13	50.130	1.31	650.38	-794.09	-143.71
	Commission:					1.30
	Sec Fee/Other Cost:					.01

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 34 of 65

Account Number 60-0279-01-2

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Thermo Fisher Scientific Inc						
09/14/11	Sold 10 Shs 09/09/11 To BNY Brokerage @ 50.5401 Commission: 80 Sec Fee/Other Cost: 01	50.540	0.81	504.59	-570.68	-66.09
Vanguard REIT Etf						
09/14/11	Sold 19 Shs 09/09/11 To BNY Brokerage @ 55.09 Commission: 1.52 Sec Fee/Other Cost: .02	55.090	1.54	1,045.17	-823.90	221.27
Visa Inc Cl A						
09/14/11	Sold 49 Shs 09/09/11 To Stifel Nicolaus and Co Inc @ 86.7014 Commission: 2.45 Sec Fee/Other Cost: .08	86.701	2.53	4,245.84	-3,331.16	914.68
Walmart Stores Inc						
09/14/11	Sold 5 Shs 09/09/11 To BNY Brokerage @ 51.41 Commission: 50 Sec Fee/Other Cost: 01	51.410	0.51	256.54	-270.45	-13.91



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 35 of 65

Account Number: 60-0279-01-2

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
El Paso Corp						
11/17/11	Sold 530 Shs 11/14/11 To Stifel Nicolaus and Co Inc @ 24.7249 Commission: 26.50 Sec Fee/Other Cost: 25	24.725	26.75	13,077.45	-10,340.30	2,737.15
Goldman Sachs Growth Opportunities CII Fd #1132						
12/09/11	Long Term Capital Gains Dist At \$ 1.326 Per Share	0.000	0.00	3,571.02	0.00	3,571.02
12/09/11	Short Term Capital Gains Dist At \$.065 Per Share	0.000	0.00	176.91	0.00	176.91
Royce Pennsylvania Mut CII Fd #260						
12/12/11	Long Term Capital Gains Dist At \$.379 Per Share	0.000	0.00	1,549.70	0.00	1,549.70
Citigroup Inc						
12/20/11	Sold 355 Shs 12/15/11 To Stifel Nicolaus and Co Inc @ 26.7037 Commission: 17.75 Sec Fee/Other Cost: .18	26.704	17.93	9,461.88	-15,957.25	-6,495.37

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 36 of 65

Account Number 60-0279-01-2

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
Goldman Sachs						
12/20/11	Sold 114 Shs 12/15/11 To Abel Noser Corp @ 93.1423 Commission: 5.70 Sec Fee/Other Cost: 20	93.142	5.90	10,612.32	-15,180.59	-4,568.27
Driehaus Emerging Mkts Growth Fd #3						
12/22/11	Long Term Capital Gains Dist At \$.067 Per Share	0.000	0.00	89.83	0.00	89.83
12/22/11	Short Term Capital Gains Dist At \$ 1.597 Per Share	0.000	0.00	2,124.53	0.00	2,124.53
Select Sector SPDR Finl						
02/06/12	Sold 1588 Shs 02/01/12 To Stifel Nicolaus and Co Inc @ 14.355 Commission 79.40 Sec Fee/Other Cost 44	14.355	79.84	22,715.90	-20,204.44	2,511.46
Thornburg Intl Value C11 Fd #209						
02/23/12	Sold 625 Shs 02/22/12 @ 27.35	27.350	0.00	17,093.75	-16,153.95	939.80



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Account Number 60-0279-01-2

Page 37 of 65

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Church & Dwight Inc						
02/24/12	Sold 226 Shs 02/21/12 To Abel Noser Corp @ 47.4076 Commission: 11.30 Sec Fee/Other Cost .19	47.408	11.49	10,702.62	-5,371.70	5,330.92
Select Sector SPDR Hlth Care Etf						
02/24/12	Sold 188 Shs 02/21/12 To Abel Noser Corp @ 35.9801 Commission: 9.40 Sec Fee/Other Cost 12	35.980	9.52	6,754.74	-6,730.40	24.34
Tjx Co Inc						
02/24/12	Sold 210 Shs 02/21/12 To Abel Noser Corp @ 35.1801 Commission: 10.50 Sec Fee/Other Cost 13	35.180	10.63	7,377.19	-4,655.07	2,722.12
Visa Inc Cl A						
02/24/12	Sold 75 Shs 02/21/12 To Abel Noser Corp @ 114.1911 Commission: 3.75 Sec Fee/Other Cost 15	114.191	3.90	8,560.43	-5,354.41	3,206.02

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012
Account Number 60-0279-01-2

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Select Sector SPDR Hlth Care Etf						
04/16/12	Sold 755 Shs 04/11/12 To Morgan Stanley @ 36.818	36.818	38.37	27,759.22	-26,715.24	1,043.98
	Commission					37.75
	Sec Fee/Other Cost:					.62
Albemarle Corp						
06/27/12	Sold 54 Shs 06/22/12 To Stifel Nicolaus and Co Inc @ 58.2715	58.271	2.77	3,143.89	-3,271.52	-127.63
	Commission:					2.70
	Sec Fee/Other Cost:					.07
Citigroup Inc						
06/27/12	Sold 10 Shs 06/22/12 To Morgan Stanley @ 28.15	28.150	0.81	280.69	-320.00	-39.31
	Commission:					80
	Sec Fee/Other Cost					01
McDonalds Corp						
06/27/12	Sold 77 Shs 06/22/12 To Stifel Nicolaus and Co Inc @ 88.0969	88.097	4.00	6,779.46	-3,964.93	2,814.53
	Commission					3.85
	Sec Fee/Other Cost:					.15



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 39 of 65

Account Number: 60-0279-01-2

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Noble Energy Inc						
06/27/12	Sold 130 Shs 06/22/12 To Stifel Nicolaus and Co Inc @ 79.0752 Commission 6.50 Sec Fee/Other Cost: 23	79.075	6.73	10,273.05	-6,427.77	3,845.28
Praxair Inc						
06/27/12	Sold 30 Shs 06/22/12 To Stifel Nicolaus and Co Inc @ 105.2428 Commission 1.50 Sec Fee/Other Cost: 07	105.243	1.57	3,155.71	-2,465.13	690.58
Schlumberger Ltd						
06/27/12	Sold 50 Shs 06/22/12 To Stifel Nicolaus and Co Inc @ 61.8234 Commission 2.50 Sec Fee/Other Cost: 07	61.823	2.57	3,088.60	-3,265.21	-176.61
Total Equities				\$ 227,482.91	\$ -191,480.48	\$ 36,002.43

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
Fixed Income						
Amern Express Centurion Bk						
CTF Dep 1.1% 11/18/2013						
02/29/12	Sold 40000 02/24/12 To Robert Baird and Co @ 100.069	100.069	0.00	40,027.60	-39,960.00	67.60
Barclays Bk PLC Step Cpn 4.5%						
08/19/2025-2011						
08/20/12	Full Call @ 100 On 08/20/12 25,000 Par Value	100.000	0.00	25,000.00	-25,000.00	0.00
Cisco Sys Inc 2.9% 11/17/2014						
09/04/12	Sold 50000 08/29/12 To Misc Broker @ 105.25 Will Settle On 09/04/12	105.250	0.00	52,625.00	-51,000.00	1,625.00
Fed Home Ln Bk 3.125% 12/13/2013						
11/15/11	Sold 75000 11/10/11 To Vining Sparks @ 105.376	105.376	0.00	79,032.00	-78,956.25	75.75



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 41 of 65

Account Number: 60-0279-01-2

Sale Activity

Date	Description	Unit Price	Transaction Costs	Cash	Total Cost	Realized Gain/Loss
Fed Home Ln Bk 2.75% 12/12/2014						
02/27/12	Sold 25000 02/24/12 To G X. Clarke @ 105.985	105 985	0.00	26,496.25	-25,200.00	1,296.25
Fed Farm Cr Bk 4.55% 12/15/2014						
02/27/12	Sold 50000 02/24/12 To Crews and Assoc @ 110.21	110 210	0.00	55,105.00	-50,034.50	5,070.50
Fed Farm Cr Bk 4.5% 01/22/2015						
08/31/12	Sold 50000 08/29/12 To Crews and Assoc @ 109.2	109 200	0.00	54,600.00	-49,770.50	4,829.50
Fed Home Ln Bk Step Cpn 1% 09/29/2025-2011						
09/29/11	Full Call @ 100 Eff 09/21/11 100,000 Par Value	100.000	0.00	100,000.00	-100,000.00	0.00
Fed Home Ln Mtg 4.5% 01/15/2015						
08/31/12	Sold 50000 08/29/12 To G X. Clarke @ 109.79	109,790	0.00	54,895.00	-49,923.00	4,972.00

John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Page 42 of 65

Account Number 60-0279-01-2

Sale Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Transaction Costs</i>	<i>Cash</i>	<i>Total Cost</i>	<i>Realized Gain/Loss</i>
Fed Nat Mtg Assoc 0.875%						
08/28/2014						
02/27/12	Sold 75000 02/24/12 To G X Clarke @ 100 979	100 979	0 00	75,734 25	-75,433.50	300 75
Fed Nat Mtg Assoc Step Cpn 3%						
07/29/2022-2011						
01/30/12	Full Call @100 Eff 01/30/12 25,000 Par Value	100.000	0.00	25,000 00	-25,000.00	0 00
Fed Nat Mtg Assoc Step Cpn 2%						
10/21/2025-2011						
10/21/11	Full Call @100 Eff 10/21/11 50,000 Par Value	100.000	0 00	50,000 00	-50,000 00	0 00
US Treasury N/B 2.625%						
12/31/2014						
02/27/12	Sold 25000 02/24/12 To G X Clarke @ 106 152344	106 152	0.00	26,538 09	-25,210.94	1,327 15
US Treasury N/B 2.375%						
02/28/2015						
08/31/12	Sold 50000 08/29/12 To G X Clarke @ 105.09375	105 093	0 00	52,546 88	-49,902.34	2,644.54



John P Cadle Foundation Pldg
September 1, 2011 - August 31, 2012

Account Number 60-0279-01-2

Sale Activity					
Date	Description	Unit Price	Transaction Costs	Cash	Total Cost
01/31/2013	Wells Fargo & Co 4.375%				
09/04/12	Sold 25000 08/29/12 To Vining Sparks @ 101.53 Will Settle On 09/04/12	101.530	0.00	25,382.50	-25,125.00
					257.50
Total Fixed Income				\$ 742,982.57	\$ -720,516.03
Total Sales				\$ 1,441,693.67	\$ 1,383,224.70
					\$ 58,468.97