



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



INTERNAL REVENUE SERVICE

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 09/01, 2011, and ending 08/31, 2012

Name of foundation WILKINS CHARITABLE FOUNDATION		A Employer identification number 91-6277933
Number and street (or P.O. box number if mail is not delivered to street address) BANK OF AMERICA, N.A. P.O. BOX 831041		B Telephone number (see instructions) (800) 357-7094
City or town, state, and ZIP code DALLAS, TX 75283-1041		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,998,570.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual Other (specify) _____ (Part I, column (d) must be on cash basis)		

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)
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				
4	Dividends and interest from securities	121,645.	121,645.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	207,189.			
b	Gross sales price for all assets on line 6a	2,273,158.			
7	Capital gain net income (from Part IV, line 2)		207,189.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	48.	48.		STMT 7
12	Total. Add lines 4 through 11	328,882.	328,882.		
13	Compensation of officers, directors, trustees, etc.	38,306.	21,304.		17,002.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	954.	NONE	NONE	954.
c	Other professional fees (attach schedule)	10,306.			10,306.
17	Interest				
18	Taxes (attach schedule) (see instructions)	4,603.	693.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	68.	43.		25.
24	Total operating and administrative expenses. Add lines 13 through 23	54,237.	22,040.	NONE	28,287.
25	Contributions, gifts, grants paid	166,500.			166,500.
26	Total expenses and disbursements. Add lines 24 and 25	220,737.	22,040.	NONE	194,787.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	108,145.			
b	Net investment income (if negative, enter -0-)		306,842.		
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

1E1410 1 000

KD2593 C848 01/07/2013 18:43:15

JSA

Form 990-PF (2011)

6

SCANNED JAN 17 2013
ENVELOPE
POSTMARK DATE JAN 10 2013

5me

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	124,641.	326,440.	326,440.	
	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 (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	1,314,150.	1,317,973.	1,673,170.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	1,959,908.	1,856,301.	1,998,960.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,398,699.	3,500,714.	3,998,570.		
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	3,398,699.	3,500,714.		
	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)	3,398,699.	3,500,714.		
	31	Total liabilities and net assets/fund balances (see instructions)	3,398,699.	3,500,714.		

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	3,398,699.
2	Enter amount from Part I, line 27a	2	108,145.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	2,105.
4	Add lines 1, 2, and 3	4	3,508,949.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	8,235.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,500,714.

Form 990-PF (2011)

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 PUBLICLY TRADED SECURITIES					
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 2,260,828.		2,065,878.	194,950.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col-(h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			194,950.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	207,189.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	155,405.	3,934,972.	0.039493
2009	172,829.	3,501,917.	0.049353
2008	217,343.	3,251,481.	0.066844
2007	214,848.	4,495,392.	0.047793
2006	216,557.	4,628,936.	0.046783
2 Total of line 1, column (d)			2 0.250266
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 0.050053
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3,839,069.
5 Multiply line 4 by line 3			5 192,157.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,068.
7 Add lines 5 and 6			7 195,225.
8 Enter qualifying distributions from Part XII, line 4			8 194,787.

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)

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)		1	6,137.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	6,137.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,137.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,396.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,396.	
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	1,741.	
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 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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"/> WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ NONE				
14	The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (206) 358-0912 Located at ▶ 800 5TH AVE, FL 33, SEATTLE, WA ZIP + 4 ▶ 98104-3176			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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 X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here ▶		
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?		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)		X
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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		38,306.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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** (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		NONE
Total number of others receiving over \$50,000 for professional services ▶		NONE

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 ▶	

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	3,897,532.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,897,532.
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	NONE
3	Subtract line 2 from line 1d	3	3,897,532.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,463.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,839,069.
6	Minimum investment return. Enter 5% of line 5	6	191,953.

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	191,953.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,137.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,137.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	185,816.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	185,816.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	185,816.

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	194,787.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	194,787.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	194,787.

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				185,816.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			164,537.	
b Total for prior years 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 194,787.				
a Applied to 2010, but not more than line 2a			164,537.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				30,250.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				155,566.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

1a 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)

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

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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

SEE STATEMENT 15

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 31				
Total			3a	166,500.
b Approved for future payment				
Total			3b	

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). (See instructions)
▼	

NOT APPLICABLE

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

		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	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	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

**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.


Signature of officer or trustee
BANK OF AMERICA, N.A.

Date 1-11-13

TRUSTEE
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name _____

Preparer's signature

Date	
------	--

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name ►

Firm's EIN ▶

Firm's address ►

Phone no

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2011

Name of estate or trust

WILKINS CHARITABLE FOUNDATION

Employer identification number

91-6277933

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -10,090.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 -10,090.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS					12,239.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 205,040.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 217,279.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-10,090.
14	Net long-term gain or (loss):			
a	Total for year	14a		217,279.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		207,189.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation		
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16 ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	1,530.	1,530.
ABBOTT LABORATORIES	534.	534.
ABERCROMBIE & FITCH CO CL A	16.	16.
AIR PRODUCTS & CHEMICALS INC	115.	115.
ALLEGHENY TECHNOLOGIES INC	19.	19.
ALLEGHENY TECHNOLOGIES INC CONV SR NT	48.	48.
ALLERGAN INC	20.	20.
ALTRIA GROUP INC	605.	605.
AMERICAN ELECTRIC POWER INC	508.	508.
AMERICAN EXPRESS CO	173.	173.
AMERICAN TOWER CORP CL A	29.	29.
AMERICAN TOWER CORP COM	10.	10.
AMGEN INC COM	121.	121.
ANADARKO PETE CORP	11.	11.
ANALOG DEVICES INC	96.	96.
ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR	181.	181.
APACHE CORP	15.	15.
APACHE CORP CONV PFD SER D 6.000%	141.	141.
APPLE COMPUTER INC	257.	257.
ARTIO GLOBAL HIGH INCOME FUND CL I	3,989.	3,989.
AUTOMATIC DATA PROCESSING INC	383.	383.
BB&T CORP COM	39.	39.
BHP LTD SPONSORED ADR	109.	109.
BLACKROCK INC	218.	218.
BOEING CO	108.	108.
BOFA GOVERNMENT RESERVES TRUST CLASS	14.	14.
BRISTOL MYERS SQUIBB CO COM	1,187.	1,187.
CIGNA CORP	3.	3.
CME GROUP INC COM	268.	268.
CMS ENERGY CORP COM	92.	92.
CVS CAREMARK CORP COM	26.	26.
CARDINAL HEALTH INC	51.	51.

KD2593 C848 01/07/2013 18:43:15

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CARNIVAL CORP PAIRED CTF 1 COM	31.	31.
CELANESE CORP DEL SER A COM	12.	12.
CHEVRONTXACO CORP COM	1,131.	1,131.
CHUBB CORP	202.	202.
CITIGROUP INC NEW COM	2.	2.
COACH INC COM	87.	87.
COCA-COLA CO	80.	80.
COLGATE-PALMOLIVE CO	98.	98.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	389.	389.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	1,433.	1,433.
COMCAST CORP NEW CL A COM	116.	116.
COSTCO WHOLESALE CORP	53.	53.
CUMMINS ENGINE INC	145.	145.
DANAHER CORP	12.	12.
DIAGEO PLC SPONSORED ADR	618.	618.
DIGITAL RLTY TR INC REITS	259.	259.
DISH NETWORK CORP COM CL A	166.	166.
DOMINION RESOURCES INC	46.	46.
DOVER CORP	386.	386.
DOW CHEMICAL CO	116.	116.
E I DUPONT DE NEMOURS & CO	179.	179.
EMC CORP CONV SR NT	42.	42.
EATON CORP COM	95.	95.
EMERSON ELECTRIC CO	107.	107.
ENSCO PLC SPONSORED ADR	104.	104.
EXPEDIA INC DEL COM	18.	18.
EXPEDIA INC DEL NEW COM	21.	21.
EXXON MOBIL CORPORATION	670.	670.
FIFTH THIRD BANCORP COM	54.	54.
FRANKLIN RES INC COM	88.	88.
FREEMPORT-MCMORAN COPPER & GOLD INC COM	26.	26.
ARTHUR J GALLAGHER & CO	252.	252.
GENERAL ELECTRIC CO	35.	35.

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENERAL MILLS INC	105.	105.
GENERAL MTRS CO CONV PFD JR SER B	191.	191.
GENUINE PARTS CO	136.	136.
GLAXOSMITHKLINE PLC SPONSORED ADR	360.	360.
GOODRICH CORP	80.	80.
W W GRAINGER INC	16.	16.
HALLIBURTON CO	156.	156.
H. J. HEINZ CO	463.	463.
HERSHEY FOODS CORP	64.	64.
HOME DEPOT INC	748.	748.
HONEYWELL INTERNATIONAL INC	245.	245.
HUMANA INC	11.	11.
HUNT J B TRANS SVCS INC COM	54.	54.
INTEL CORP	585.	585.
INTERNATIONAL BUSINESS MACHINES CORP	520.	520.
ISHARES MSCI EMERGING MKTS INDEX FUND	3,707.	3,707.
ISHR MSCI EAFE INDEX FUND	7,694.	7,694.
J P MORGAN CHASE & CO COM	549.	549.
JOHN HANCOCK FDS III DISCIPLINED VALUE M	317.	317.
JOHNSON & JOHNSON	752.	752.
KBR INC COM	24.	24.
KANSAS CITY SOUTHERN COM	29.	29.
KELLOGG CO	74.	74.
KIMBERLY-CLARK CORP	386.	386.
KINDER MORGAN INC DEL COM	564.	564.
KRAFT FOODS INC CL A COM	76.	76.
LAS VEGAS SANDS CORP	65.	65.
ESTEE LAUDER INC CL A	147.	147.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	1,715.	1,715.
LIMITED BRANDS INC COM	442.	442.
LORILLARD INC COM	151.	151.
MACYS INC COM	104.	104.
MASTERCARD INC CL A COM	13.	13.

KD2593 C848 01/07/2013 18:43:15

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MCDONALD'S CORP	782.	782.
MEAD JOHNSON NUTRITION CO COM	153.	153.
MERCK & CO INC NEW COM	845.	845.
MEREDITH CORP	180.	180.
METLIFE INC COM	202.	202.
METRO WEST T/R BD CL I	3,906.	3,906.
MICROSOFT CORP	746.	746.
MONSANTO CO NEW COM	183.	183.
NATIONAL OILWELL VARCO INC COM	72.	72.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	785.	785.
NEXTERA ENERGY INC COM	274.	274.
NIKE INC CL B	167.	167.
NORDSTROM INC	129.	129.
NORFOLK SOUTHERN CORP	77.	77.
NUCOR CORP	256.	256.
OCCIDENTAL PETE CORP	638.	638.
ORACLE CORPORATION	45.	45.
PG&E CORP COM	174.	174.
PIMCO TOTAL RETURN FUND INSTL	19,634.	19,634.
PIMCO HIGH YIELD FD INSTL CL	1,352.	1,352.
PNC FINANCIAL SERVICES GROUP INC	295.	295.
PPG INDUSTRIES INC	337.	337.
PACCAR INC	17.	17.
PACKAGING CORP OF AMERICA	53.	53.
PALL CORP	43.	43.
PARKER HANNIFIN CORP	146.	146.
PENN WEST PETE LTD NEW COM	200.	200.
PEOPLES UTD FINL INC COM	90.	90.
PEPSICO INC	32.	32.
PFIZER INC	842.	842.
PHILIP MORRIS INTL INC COM	1,481.	1,481.
PIMCO COMMODITY REALRETURN STRATEGY FUND	35,967.	35,967.
PIMCO EMERGING MKT CURRENCY FUND INSTL	363.	363.
-----	-----	-----

KD2593 C848 01/07/2013 18:43:15

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PIONEER NATURAL RESOURCES CO COM	1.	1.
POTASH CORP OF SASKATCHEWAN INC	3.	3.
PRAXAIR INC	253.	253.
PRECISION CASTPARTS CORP	7.	7.
T ROWE PRICE GROUP INC COM	164.	164.
PROCTER & GAMBLE CO	312.	312.
PUBLIC SERVICE ENTERPRISE GROUP INC	290.	290.
PUBLIC STORAGE INC	147.	147.
QUALCOMM INC	260.	260.
RPM INC OHIO	187.	187.
RAYTHEON CO	263.	263.
ROCKWELL AUTOMATION INC	143.	143.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	1,384.	1,384.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	711.	711.
ST. JUDE MEDICAL INC	33.	33.
SEMPRA ENERGY	389.	389.
SHERWIN-WILLIAMS CO	83.	83.
SOTHEBY'S HOLDINGS INC CL A	3.	3.
STARBUCKS CORP	231.	231.
STARWOOD HOTELS & RESORTS WORLDWIDE INC	31.	31.
TD AMERITRADE HLDG CORP COM	9.	9.
TJX COS INC	364.	364.
TARGET CORP	184.	184.
TEVA PHARMACEUTICAL INDS LTD ADR	17.	17.
TEXAS INSTRUMENTS INC	163.	163.
3M CO COM	41.	41.
TIFFANY & CO	87.	87.
TIME WARNER INC NEW COM	451.	451.
U.S. BANCORP	583.	583.
UNION PACIFIC CORP	279.	279.
UNITED PARCEL SERVICE CL B	226.	226.
UNITED TECHNOLOGIES CORP	553.	553.
V F CORP	46.	46.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VERIZON COMMUNICATIONS	1,442.	1,442.
VIACOM INC CL B COM	60.	60.
VISA INC CL A COM	100.	100.
WAL-MART STORES INC	150.	150.
WALGREEN CO	29.	29.
WASTE MANAGEMENT INC	188.	188.
WELLS FARGO & CO	423.	423.
WELLS FARGO & CO NEW PFD DEP SHS SER J	172.	172.
WHOLE FOODS MKT INC COM	11.	11.
WILLIAMS COS INC DEL COM	76.	76.
WISCONSIN ENERGY CORP	33.	33.
WYNN RESORTS LTD COM	511.	511.
YUM BRANDS INC COM	200.	200.
ACCENTURE PLC CL A COM	688.	688.
COVIDIEN PLC COM	73.	73.
HERBALIFE LTD COM	14.	14.
XL GROUP PLC COM	47.	47.
ACE LTD COM	53.	53.
TE CONNECTIVITY LTD COM	68.	68.
TRANSOCEAN LTD COM	188.	188.
TYCO INTL LTD NEW F COM	138.	138.
LYONDELLBASELL INDUSTRIES NV CL A COM	47.	47.
AVAGO TECHNOLOGIES LTD COM	38.	38.
TOTAL	121,645.	121,645.

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CITIGROUP INC CONV PFD COM STK EQUIVALEN	48.	48.
TOTALS	48.	48.
	=====	=====

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	954.			954.
TOTALS	954.	NONE	NONE	954.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	
OTHER PROFESSIONAL FEES - CHAR	10,306.	
TOTALS	10,306.	
	=====	

CHARITABLE PURPOSES -----	10,306.

	10,306.
	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	159.	159.
FEDERAL EXCISE ESTIMATES	3,910.	
FOREIGN TAXES ON QUALIFIED FOR	402.	402.
FOREIGN TAXES ON NONQUALIFIED	132.	132.
	-----	-----
TOTALS	4,603.	693.
	=====	=====

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER INVESTMENT FEE	43.	43.	
STATE FILING FEE	25.		25.
TOTALS	68.	43.	25.
	=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
ROC ADJUSTMENT - 2011	141.
ROC ADJUSTMENT - 2010	1,204.
CTF TIMING ADJUSTMENT	760.

TOTAL	2,105.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
WASH SALE ADJUSTMENT - 2011	204.
Y/E SALES ADJUSTMENT - 2011	833.
COST BASIS ADJUSTMENT - 2010	351.
Y/E SALES ADJUSTMENT - 2010	6,847.

TOTAL	8,235.
	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 24565

SEATTLE, WA 98124

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 35,506.

OFFICER NAME:

BOB BUNTING

ADDRESS:

999 3RD AVE, FL 33

SEATTLE, WA 98104-4019

TITLE:

VICE-CHAIRMAN

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 750.

OFFICER NAME:

BRIAN L COMSTOCK

ADDRESS:

2155-112TH AVE NE, SUITE 201

BELLEVUE, WA 98004

TITLE:

CHAIRMAN

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 750.

OFFICER NAME:

LOY D SMITH

ADDRESS:

3910 SW 109TH

SEATTLE, WA 98146

TITLE:

MANAGER & SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,300.

. TOTAL COMPENSATION:

38,306.

=====

WILKINS CHARITABLE FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

91-6277933

RECIPIENT NAME:

LOY D. SMITH; CATHERINE WILKINS FOUNDATION

ADDRESS:

P.O. BOX 24565 WA1-501-33-23

SEATTLE, WA 98124

RECIPIENT'S PHONE NUMBER: 206-358-0912

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED

STATEMENT 15

RECIPIENT NAME:
FAMILY LAW CASA OF KING COUNTY
ADDRESS:
810 3RD AVE, SUITE 700
SEATTLE, WA 98104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
EASTSIDE FRIENDS OF SENIORS-
ADDRESS:
1121 228TH AVE SE
SAMMAMISH, WA 98075
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR SENIOR OUTREACH PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
PUGET SOUND CHRISTIAN CLINIC
ADDRESS:
2150 N 122ND ST
SEATTLE, WA 98133
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT MEDICAL CARE ALONG AURORA CORRIDOR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
UNITY SCHOOL OF CHRISTIANITY
ADDRESS:
1901 NW BLUE PARKWAY
UNITY VILLAGE, MO 64065
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
CATHOLIC COMMUNITY SERVICES
OF WESTERN WASHINGTON
ADDRESS:
100 23RD AVE S
SEATTLE, WA 98144-2302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR KATHERINE'S HOUSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NATIONAL FOUNDATION OF DENTISTRY
FOR THE HANDICAPPED
ADDRESS:
1800 15TH ST, SUITE 100
DENVER, CO 80202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT DENTAL SERVICES PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

VOLUNTEERS OF AMERICA, INC.

ADDRESS:

6559 31H AVE NE

SEATTLE, WA 98115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR THEODORA HOME FOR SENIORS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

YWCA OF SEATTLE-KING-SNOHOMISH --

COUNTIES

ADDRESS:

1118 5TH AVE

SEATTLE, WA 98101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT CHILDREN'S DOMESTIC VIOLENCE PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

BOYS & GIRLS CLUBS OF KING

COUNTY

ADDRESS:

603 STEWART ST, SUITE 300

SEATTLE, WA 98101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MEAL PROGRAM FOR KIDS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

=====

RECIPIENT NAME:

YWCA OF TACOMA & PIERCE COUNTY

ADDRESS:

405 BROADWAY

TACOMA, WA 98402

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT LEGAL SERVICES PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

AMARA PARENTING & ADOPTION
SERVICES

ADDRESS:

3300 E UNION ST

SEATTLE, WA 98122

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR CHOICES PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

FRIENDS OF YOUTH

ADDRESS:

16225 NE 87TH ST, SUITE A-6

REDMOND, WA 98052

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT LANDING YOUTH SHELTER

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,500.

=====

RECIPIENT NAME:

HEARING SPEECH & DEAFNESS CENTER

ADDRESS:

1625 19TH AVE

SEATTLE, WA 98122

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT EARLY CHILDHOOD EDUCATION SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CRISIS CLINIC

ADDRESS:

1515 DEXTER AVE N, SUITE 300

SEATTLE, WA 98109

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 2-1-1 COMMUNITY INFORMATION LINE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

CENTRAL AREA CITIZENS

COMMITTEE OF SEATTLE, INC.

ADDRESS:

722 18TH AVE

SEATTLE, WA 98122

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOOD BANK PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

SOUND MENTAL HEALTH

ADDRESS:

1600 E OLIVE ST

SEATTLE, WA 98122

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHILDRENS DOMESTIC VIOLENCE RESPONSE TEAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ASSOCIATED MINISTRIES OF TACOMA

PIERCE COUNTY

ADDRESS:

1224 SOUTH I ST

TACOMA, WA 98405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT WRAP AROUND SERVICES FOR CLIENTS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

NEIGHBORCARE HEALTH

ADDRESS:

905 SPRUCE ST, SUITE 300

SEATTLE, WA 98104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PIKE MARKET MENTAL HEALTH PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

SENIOR SERVICES OF SNOHOMISH
COUNTY

ADDRESS:

8225 44TH AVE W, SUITE O
MUKILTEO, WA 98275

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MEALS ON WHEELS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

DOMESTIC VIOLENCE SERVICES OF
SNOHOMISH COUNTY

ADDRESS:

P.O. BOX 7
EVERETT, WA 98206

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

SNOHOMISH COUNTY COUNCIL OF
THE SOCIETY OF ST VINCENT DE PAUL

ADDRESS:

P.O. BOX 2269
EVERETT, WA 98213

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT BEDS FOR CHILDREN PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
FOOD LIFELINE
ADDRESS:
1702 NE 150TH ST
SHORELINE, WA 98155
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EXPANDED FOOD PROCUREMENT PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PLYMOUTH HOUSING GROUP
ADDRESS:
2113 THIRD AVE
SEATTLE, WA 98121
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
PATH
ADDRESS:
1455 NW LEARY WAY
SEATTLE, WA 98107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR HEALTH TECHNOLOGIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
WASHINGTON WOMENS EMPLOYMENT
& EDUCATION
ADDRESS:
3516 S 47TH ST, SUITE 205
TACOMA, WA 98409
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT REACH PLUS PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
DAWN - DOMESTIC ABUSE WOMEN'S
NETWORK
ADDRESS:
P.O. BOX 88007
TUKWILA, WA 98138
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
DOWNTOWN EMERGENCY SERVICE
CENTER
ADDRESS:
515 3RD AVE
SEATTLE, WA 98104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EMERGENCY SHELTER PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

PROVIDENCE PARISEAU

ADDRESS:

1801 LIND AVE SW

RENTON, WA 98057

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT SOJOURNER PLACE TAKE CHARGE PROJECT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CLOTHES FOR KIDS

ADDRESS:

16725 52ND AVE WEST, #B

LYNNWOOD, WA 98037

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT GREATEST NEEDS PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

BRIDGE MINISTRIES

ADDRESS:

12356 NORTHRUP WAY

BELLEVUE, WA 98005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT GUARDIANSHIP INTERN PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
PEDIATRIC INTERIM CARE CENTER
ADDRESS:
328 4TH AVE S
KENT, WA 98032
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
JUBILEE WOMEN'S CENTER
ADDRESS:
620 18TH AVE E
SEATTLE, WA 98112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
INTERCOMMUNITY MERCY HOUSING
ADDRESS:
2505 THIRD AVE, SUITE 204
SEATTLE, WA 98121
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT ECONOMIC DEVELOPMENT INITIATIVES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,000.

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

WASHINGTON C.A.S.H.

ADDRESS:

2100 24TH AVE S

SEATTLE, WA 98144

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT BUSINESS TRAINING & LOAN PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

FAMILY WORKS

ADDRESS:

P.O. BOX 31112

SEATTLE, WA 98103

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

HOSPITALITY HOUSE

ADDRESS:

1419 SW 149TH ST

BURIEN, WA 98166

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT WOMEN'S SHELTER

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

SUMMIT ASSISTANCE DOGS

ADDRESS:

P.O. BOX 699

ANACORTES, WA 98221

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT TEAM TRAINING CAMP

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MOCKINGBIRD SOCIETY

ADDRESS:

2100 24TH AVE S, SUITE 240

SEATTLE, WA 98144

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MOCKINGBIRD YOUTH NETWORK

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

WESTSIDE BABY

ADDRESS:

10032 15TH AVE SW

SEATTLE, WA 98146

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY COLLECTION & DISTRIBUTION PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

=====

RECIPIENT NAME:

REBUILDING TOGETHER SOUTH
SOUND

ADDRESS:

1423 E 29TH ST, ROOM 208
TACOMA, WA 98404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

LITTLE RED SCHOOL HOUSE, INC.

ADDRESS:

14 E CASINO RD, SUITE A
EVERETT, WA 98208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR EARLY INTERVENTION & OUTREACH

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

ASSISTANCE LEAGUE OF EVERETT
WASHINGTON

ADDRESS:

P.O. BOX 3825
EVERETT, WA 98213

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROVIDE SERVICES FOR NEEDY WOMEN & CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

LUTHERAN COMMUNITY SERVICES
NORTHWEST

ADDRESS:

4040 S 188TH ST, SUITE 100
SEATAC, WA 98188

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT HEALTHCARE SERVICES FOR NEW REFUGEES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

MEDICAL TEAMS INTERNATIONAL
WESTERN WASHINGTON OFFICE

ADDRESS:

9680 153RD AVE NE
REDMOND, WA 98052

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MOBILE DENTAL PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

EMERGENCY FOOD NETWORK
OF TACOMA & PIERCE COUNTY

ADDRESS:

3318 92ND ST S
LAKEWOOD, WA 98499

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOOD PURCHASING PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,500.

WILKINS CHARITABLE FOUNDATION

91-6277933

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

LOW INCOME HOUSING INSTITUTE

ADDRESS:

2407 1ST AVE, SUITE 200

SEATTLE, WA 98121

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT URBAN REST STOP PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

ASSISTANCE LEAGUE OF THE
EASTSIDE

ADDRESS:

16541 REDMOND WAY

REDMOND, WA 98052

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR OPERATION SCHOOL BELL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,500.

TOTAL GRANTS PAID:

166,500.

=====

FEDERAL FOOTNOTES

=====

FORM 990-PF - PART VIII, LINE 1(B) - AVERAGE HOURS PER WEEK DEVOTED TO POSITION: THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

WILKINS CHARITABLE FOUNDATION

91-6277933

Balance Sheet

8/31/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	326439 540	326,439 54	326,439 54
00206R102	AT&T INC	724 000	22,323 77	26,527 36
002824100	ABBOTT LABS	320.000	17,767 54	20,972 80
008916108	AGRIUM INC	38 000	3,631 98	3,738 44
018490102	ALLERGAN INC	70 000	5,029 39	6,029 10
018581108	ALLIANCE DATA SYS CORP	29 000	2,652 54	3,991 85
02209S103	ALTRIA GROUP INC	327 000	5,946 76	11,104 92
023135106	AMAZON COM INC	52 000	8,271 78	12,910 04
025537101	AMERICAN ELEC PWR INC	164 000	5,246 10	7,050 36
025816109	AMERICAN EXPRESS CO	217 000	8,540 92	12,651 10
031162100	AMGEN INC	213 000	14,361 61	17,874 96
032511107	ANADARKO PETE CORP	60 000	4,431 70	4,156 20
03524A108	ANHEUSER BUSCH INBEV SA/NV	94 000	6,798 26	7,912 92
037833100	APPLE INC	118 000	39,174 46	78,498.32
053015103	AUTOMATIC DATA PROCESSING INC	191 000	7,183 08	11,093 28
053332102	AUTOZONE INC	10 000	3,471 99	3,616.40
056752108	BAIDU INC	71 000	2,733 82	7,912 24
088606108	BHP BILLITON LTD	87 000	5,982 67	5,724 60
09062X103	BIOGEN IDEC INC	150 000	16,241 15	21,988 50
09247X101	BLACKROCK INC	44 000	6,989 53	7,760 28
097023105	BOEING CO	92 000	6,076 63	6,568 80
110122108	BRISTOL MYERS SQUIBB CO	909.000	28,352 02	30,006 09
12572Q105	CME GROUP INC	155.000	7,648 27	8,509 50
125896100	CMS ENERGY CORP	204 000	4,421 78	4,706 28
126650100	CVS CAREMARK CORP	159 000	7,238 41	7,242 45
166764100	CHEVRON CORP	307 000	24,377 77	34,433 12
171232101	CHUBB CORP	148 000	9,987 12	10,935 72
177376100	CITRIX SYS INC	88 000	6,721 73	6,836 72
197199813	COLUMBIA ACORN INTERNATIONAL	1493 875	50,000 00	57,305 05
19765N567	COLUMBIA SMALL CAP VALUE I FUND	1572 440	60,000 00	67,630 64
19765Y688	COLUMBIA SELECT LARGE CAP	4234 623	41,965 12	56,574 56
20030N101	COMCAST CORP	193 000	4,839 89	6,471 29
212015101	CONTINENTAL RES INC	49 000	2,189.88	3,628 94
235851102	DANAHER CORP DEL	73 000	2,892 42	3,910 61

WILKINS CHARITABLE FOUNDATION

91-6277933

Balance Sheet

8/31/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
25243Q205	DIAGEO PLC	150 000	8,967.10	16,383 00
253393102	DICKS SPORTING GOODS INC	40 000	2,018 68	1,990.40
253868103	DIGITAL RLTY TR INC	110 000	7,233.27	8,196 10
25470F104	DISCOVERY COMMUNICATIONS INC	75 000	3,733 35	4,113 00
25470M109	DISH NETWORK CORP	149 000	3,990 81	4,766 51
256677105	DOLLAR GEN CORP	132 000	7,000 19	6,741 24
25746U109	DOMINION RES INC VA NEW	87 000	4,426 23	4,565 76
260003108	DOVER CORP	231 000	9,371.04	13,354 11
263534109	DU PONT E I DE NEMOURS & CO	256 000	11,991 51	12,736 00
268648102	EMC CORP	590 000	11,761 24	15,511 10
269858304	EAGLE SM CAP GROWTH FUND	2881 449	105,000.00	120,358 12
278642103	EBAY INC	229 000	7,912 27	10,870 63
28176E108	EDWARDS LIFESCIENCES CORP	65 000	5,054 73	6,637 15
291011104	EMERSON ELEC CO	130 000	6,321 50	6,593 60
29444U502	EQUINIX INC	15 000	2,891 10	2,964 75
30212P303	EXPEDIA INC DEL	116 000	3,235 08	5,957 76
30219G108	EXPRESS SCRIPTS HLDG CO	330 000	17,832 41	20,664 60
30231G102	EXXON MOBIL CORP	339 000	23,120 79	29,594 70
302993993	MID CAP VALUE CTF	5563 901	100,444 75	105,603 95
316773100	FIFTH THIRD BANCORP	224 000	2,670 19	3,391 36
36191G107	GNC HLDGS INC	25 000	969 33	971 25
363576109	GALLAGHER ARTHUR J & CO	228 000	7,195 88	8,144 16
364760108	GAP INC DEL	125 000	4,228 69	4,477 50
369604103	GENERAL ELEC CO	285 000	5,518 79	5,902 35
375558103	GILEAD SCIENCES INC	35 000	1,980 07	2,019 15
37733W105	GLAXOSMITHKLINE PLC	393 000	17,257 15	17,877 57
38259P508	GOOGLE INC	26 000	13,171 93	17,812 34
384802104	GRAINGER W W INC	40 000	8,021 49	8,238 40
406216101	HALLIBURTON CO	133.000	4,678 71	4,357 08
423074103	HEINZ H J CO	230 000	10,280 13	12,815 60
427866108	HERSHEY CO	56 000	3,820 45	4,021 92
437076102	HOME DEPOT INC	771 000	24,492 01	43,754 25
438516106	HONEYWELL INTL INC	215 000	9,945 80	12,566 75
445658107	HUNT J B TRANS SVCS INC	59 000	2,374 56	3,093 96

WILKINS CHARITABLE FOUNDATION

91-6277933

Balance Sheet

8/31/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
458140100	INTEL CORP	909 000	18,198.40	22,570 47
45865V100	INTERCONTINENTAL EXCHANGE INC	21 000	2,488 73	2,870 70
459200101	INTERNATIONAL BUSINESS MACHS	150 000	14,904 60	29,227 50
464287234	ISHARES MSCI EMERGING MKTS INDEX	4400 000	158,158 10	172,832 00
464287465	ISHARES MSCI EAFE INDEX	4400 000	166,666 28	227,040.00
46625H100	J P MORGAN CHASE & CO	412 000	17,138 69	15,301 68
478160104	JOHNSON & JOHNSON	333.000	21,876 45	22,454 19
48242W106	KBR INC	122 000	3,913 53	3,304 98
485170302	KANSAS CITY SOUTHERN	75 000	4,920 54	5,799 75
494368103	KIMBERLY CLARK CORP	160 000	11,526 97	13,376 00
49456B101	KINDER MORGAN INC DEL	540 000	17,607 57	19,315 80
50075N104	KRAFT FOODS INC	139 000	5,531 77	5,769 89
501889208	LKQ CORP	60 000	2,034 43	2,264 40
517834107	LAS VEGAS SANDS CORP	129 000	5,910 97	5,468 31
518439104	LAUDER ESTEE COS INC	75 000	2,356 88	4,496 25
52106N889	LAZARD EMERGING MKTS EQUITY	4546 550	80,000 00	84,520 36
530555101	LIBERTY GLOBAL INC	18 000	1,011 41	994 86
532716107	LIMITED BRANDS INC	235 000	10,432.97	11,421 00
53578A108	LINKEDIN CORP	68 000	6,811 75	7,296 40
544147101	LORILLARD INC	17 000	1,818 58	2,133 67
550021109	LULULEMON ATHLETICA INC	36 000	1,978 27	2,346 84
55616P104	MACYS INC	234 000	8,102 49	9,432 54
57636Q104	MASTERCARD INC	17.000	5,981 40	7,189 30
580135101	MCDONALDS CORP	271 000	16,918 08	24,251 79
582839106	MEAD JOHNSON NUTRITION CO	142 000	9,258.42	10,412 86
58933Y105	MERCK & CO INC	467 000	16,971 55	20,104 35
589433101	MEREDITH CORP	146 000	4,082 91	4,753 76
59156R108	METLIFE INC	116 000	5,035 43	3,959 08
592905509	METRO WEST T/R BD CL I	28462 998	300,000 00	310,815.94
594918104	MICROSOFT CORP	1030 000	28,104 55	31,744 60
61166W101	MONSANTO CO	177 000	10,742 78	15,418 47
62886E108	NCR CORP NEW	237 000	4,610 98	5,306 43
637071101	NATIONAL OILWELL VARCO INC	217 000	15,019 52	17,099 60
65248E104	NEWS CORP	204 000	4,820 15	4,771 56

WILKINS CHARITABLE FOUNDATION

91-6277933

Balance Sheet

8/31/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
65339F101	NEXTERA ENERGY INC	99 000	5,344 72	6,663 69
654106103	NIKE INC	104 000	5,570 98	10,125 44
655664100	NORDSTROM INC	104.000	2,704 92	6,014 32
655844108	NORFOLK SOUTHERN CORP	136 000	9,869 31	9,854.56
670346105	NUCOR CORP	184 000	7,230 95	6,927 60
67103H107	O REILLY AUTOMOTIVE INC	61 000	3,747 07	5,181 95
674599105	OCCIDENTAL PETE CORP DEL	199 000	12,953 93	16,916 99
683399109	ONYX PHARMACEUTICALS INC	21 000	1,596 76	1,510 32
693390700	PIMCO TOTAL RETURN FUND	27221 634	301,080 73	313,048 79
693390841	PIMCO HIGH YIELD FD	7551 241	70,000 00	71,359 23
693475105	PNC FINL SVCS GROUP INC	192 000	9,474.97	11,934 72
693506107	PPG INDS INC	44 000	3,835 76	4,840 88
696429307	PALL CORP	69 000	3,657 13	3,830 19
701094104	PARKER HANNIFIN CORP	72 000	3,304 73	5,758 56
707887105	PENN WEST PETE LTD	232 000	3,947 76	3,294 40
714290103	PERRIGO CO	18 000	1,960 29	1,979 46
717081103	PFIZER INC	1013.000	15,971 94	24,170 18
718172109	PHILIP MORRIS INTL INC	431 000	22,528 77	38,488 30
722005667	PIMCO COMMODITY REALRETURN	31036 640	230,000 00	217,877 21
723787107	PIONEER NAT RES CO	48 000	5,058.34	4,673.28
74005P104	PRAXAIR INC	64 000	4,138.92	6,752.00
740189105	PRECISION CASTPARTS CORP	42 000	5,377 62	6,765 36
74144T108	PRICE T ROWE GROUP INC	120 000	3,260 07	7,372 80
741503403	PRICELINE COM INC	14 000	3,814 49	8,463 98
742718109	PROCTER & GAMBLE CO	187 000	11,863 70	12,564 53
74441C808	PRUDENTIAL JENNISON MID-CAP	5477 785	180,000 00	179,671 35
74460D109	PUBLIC STORAGE INC	44.000	5,753 48	6,404 64
747525103	QUALCOMM INC	345 000	17,951 44	21,203 70
749685103	RPM INTL INC	266 000	6,021 66	7,291 06
755111507	RAYTHEON CO	170 000	7,523 42	9,608 40
75886F107	REGENERON PHARMACEUTICALS	21 000	2,542 27	3,109 05
773903109	ROCKWELL AUTOMATION INC	57.000	4,551 95	4,107 42
780259206	ROYAL DUTCH SHELL PLC	325 000	21,338 13	22,740 25
816851109	SEMPRA ENERGY	167 000	9,525.58	11,055 40

WILKINS CHARITABLE FOUNDATION

91-6277933

Balance Sheet

8/31/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
824348106	SHERWIN WILLIAMS CO	107 000	9,441 47	15,309 56
83088M102	SKYWORKS SOLUTIONS INC	88 000	2,438 16	2,680 48
855244109	STARBUCKS CORP	304 000	9,246 95	15,081 44
85590A401	STARWOOD HOTELS & RESORTS	217 000	9,697 14	11,963 21
872540109	TJX COS INC NEW	562 000	14,289 65	25,733 98
87612E106	TARGET CORP	50 000	3,192.07	3,204 50
88076W103	TERADATA CORP	93.000	3,735-89	7,103 34
882508104	TEXAS INSTRS INC	220 000	6,906.27	6,388 80
883556102	THERMO FISHER SCIENTIFIC CORP	48 000	2,722 93	2,752 80
887317303	TIME WARNER INC	300 000	10,250 31	12,465 00
902973304	US BANCORP DEL	801 000	21,229 39	26,761 41
907818108	UNION PAC CORP	49 000	1,717 50	5,950 56
913017109	UNITED TECHNOLOGIES CORP	242 000	15,301 10	19,323 70
917047102	URBAN OUTFITTERS INC	69 000	2,581 35	2,590 26
92343V104	VERIZON COMMUNICATIONS INC	780 000	27,814 37	33,493.20
92532F100	VERTEX PHARMACEUTICALS INC	89.000	3,098 65	4,746 37
92826C839	VISA INC	83 000	7,181 61	10,644 75
928563402	VMWARE INC	38 000	3,883 95	3,383 52
931142103	WAL-MART STORES INC	316 000	19,561 43	22,941 60
94106L109	WASTE MGMT INC DEL	158 000	4,911 27	5,463 64
942683103	WATSON PHARMACEUTICALS INC	100 000	6,784 89	8,135 00
949746101	WELLS FARGO & CO	779 000	26,194.34	26,509 37
949746879	WELLS FARGO & CO NEW	86 000	1,928 65	2,567 96
95709T100	WESTAR ENERGY INC	219 000	6,406 96	6,377 28
976657106	WISCONSIN ENERGY CORP	127 000	4,387 72	4,820 92
983134107	WYNN RESORTS LTD	76 000	8,456 49	7,840 92
988498101	YUM BRANDS INC	150 000	7,713 54	9,558 00
G1151C101	ACCENTURE PLC	437 000	23,444 68	26,919 20
G7945M107	SEAGATE TECH	58 000	1,980 65	1,856 58
H89128104	TYCO INTL LTD	125 000	5,692 08	7,047 50
M22465104	CHECK POINT SOFTWARE TECH LTD	41 000	2,300 38	1,889 69
N53745100	LYONDELLBASELL INDUSTRIES NV	147 000	6,144 24	7,179 48
Y0486S104	AVAGO TECHNOLOGIES LTD	76 000	2,800 16	2,779 32
		Totals	3,500,714 04	3,998,847 79

INFORMATION FOR GRANT APPLICANTS

The Foundation was created by the Will of Catherine Wilkins to be operated exclusively for charitable purposes. Distributions may be made only to qualified non-profit, tax-exempt organizations which meet certain requirements specified in the Will.

POLICY

The Will provides that distributions from the Trust are to be made as determined by a three-person Board of Managers to qualifying charitable organizations. The Managers have determined, as a matter of policy, to adhere to the following guidelines:

- (a) Applications for grants will be considered only from organizations which have been ruled to be tax-exempt under Section 501 (c)(3) of the Internal Revenue Code and which are not private foundations as defined in Section 509(a) of the Code.
- (b) Grants will be confined to organizations operating within the Puget Sound region or to projects significantly affecting its residents.
- (c) Contributions will, in general, be committed on a one-time basis only, and future or ongoing commitments shall be avoided.
- (d) To the extent practicable, contributions will be made to organizations providing direct assistance, research and other charitable objectives, without having funds paid over to other institutions and programs.
- (e) Contributions will, in general, not be made for ongoing normal operations of the organization or for its debt retirement or operation deficits.

APPLICATIONS FOR GRANTS

- 1 Name and address of the requesting organization
- 2 Names of the officers and trustees or directors of the organization together with their principal affiliations
- 3 Description of the organization, including a summary of its history, field of operation, record of accomplishment and experience in the area for which funds are sought
- 4 The amount sought from this Foundation.
- 5 Explicit description of the project for which funds are requested, including what the project is designed to achieve.
- 6 Budget for the project, showing how the requested funds are to be expended and during what time periods
- 7 Any amount required for future funding after the requested grant is expended and, if so, from what source
- 8 Name, position and qualifications of the person to be in charge of the project and who will administer the use of the funds in the event the grant is made

Please submit with your letter a copy of your organization's most recent exemption letter issued by the Internal Revenue Service and your certification this subject exemption is still in effect

Our Board of Managers expects to meet regularly and you may anticipate a response within a reasonable period after receipt of the request. If you have questions, please call the Secretary of the Board of Managers at 206-242-8325

Applications for grants should be forwarded IN TRIPPLICATE to

Loy D. Smith, Secretary of Board of Managers
Catherine Wilkins Foundation
c/o Bank of America, N A
Private Bank - Charitable Trust Section
P O Box 24565
Seattle, WA 98124-4565