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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 10/1/2011, and ending 9/30/2012

Name of foundation DEGENSTEIN CHARLES B FDN-CHAR TR		A Employer identification number 23-6971532
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A. - P O Box 185	Room/suite	B Telephone number (see instructions) (215) 553-3344
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,873,188	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		0	0		
4 Dividends and interest from securities		30,901	30,730		
5 a Gross rents			0		
b Net rental income or (loss)	0				
6 a Net gain or (loss) from sale of assets not on line 10	6,961				
b Gross sales price for all assets on line 6a	201,392				
7 Capital gain net income (from Part IV, line 2)			6,961		
8 Net short-term capital gain				0	
9 Income modifications					
10 a Gross sales less returns and allowances	0				
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0		0	0	
12 Total. Add lines 1 through 11.		37,862	37,691	0	
13 Compensation of officers, directors, trustees, etc.		10,882	6,529		4,353
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)		4,284	4,284	0	0
b Accounting fees (attach schedule)		0	0	0	0
c Other professional fees (attach schedule)		0	0	0	0
17 Interest		6	6		
18 Taxes (attach schedule) (see instructions)		1,285	1,235	0	0
19 Depreciation (attach schedule) and depletion		0	0	0	
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)		82	82	0	0
24 Total operating and administrative expenses. Add lines 13 through 23		16,539	12,136	0	4,353
25 Contributions, gifts, grants paid		87,500			87,500
26 Total expenses and disbursements. Add lines 24 and 25		104,039	12,136	0	91,853
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-66,177			
b Net investment income (if negative, enter -0-)			25,555		
c Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)P
2204

Form 990-PF (2011) DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		0	0	
	2	Savings and temporary cash investments		43,220	13,177	13,177
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use		0	0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		1,546,172	1,494,844	1,669,765
	c	Investments—corporate bonds (attach schedule)		0	0	0
	11	Investments—land, buildings, and equipment basis ▶	0			
	Less accumulated depreciation (attach schedule) ▶	0	0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		0	0	0	
14	Land, buildings, and equipment basis ▶	0				
	Less accumulated depreciation (attach schedule) ▶	0	0	0	0	
15	Other assets (describe ▶ MELLON OPTIMA L/S STRATEGY)		177,609	184,177	190,246	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		1,767,001	1,692,198	1,873,188	
Liabilities	17	Accounts payable and accrued expenses		0	0	
	18	Grants payable				
	19	Deferred revenue		0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		1,767,001	1,692,198	
	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)		1,767,001	1,692,198		
31	Total liabilities and net assets/fund balances (see instructions)		1,767,001	1,692,198		

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	1,767,001
2	Enter amount from Part I, line 27a	2	-66,177
3	Other increases not included in line 2 (itemize) ▶ MELLON OPTIMA L/S STRATEGY FD LLC - COST BA	3	738
4	Add lines 1, 2, and 3	4	1,701,562
5	Decreases not included in line 2 (itemize) ▶ ISHARES S&P GSCI COMMODITY-INDEXED TRUST	5	9,364
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,692,198

Form 990-PF (2011)

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) 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	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	6,961
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	85,813	1,942,567	0.044175
2009	89,519	1,828,087	0.048969
2008	58,278	1,611,420	0.036166
2007	90,504	2,173,785	0.041634
2006	115,385	2,279,333	0.050622

2 Total of line 1, column (d)	2	0.221566
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	0.044313
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,829,850
5 Multiply line 4 by line 3	5	81,086
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	256
7 Add lines 5 and 6	7	81,342
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	91,853

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	256	
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	256	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	256	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	75		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	75		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	181		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ▶ BNY MELLON, N A	Telephone no ▶ (215) 553-3344		
	Located at ▶ P.O. BOX 185, PITTSBURGH, PA	ZIP+4 ▶ 15230-0185		
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?	☐ Yes	☒ No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes	☒ No
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

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?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b** N/A**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
BNY Mellon, N.A. P O Box 185 Pittsburgh PA 15230-0185	TRUSTEE SEE ATTACHED	17,537	NONE	NONE
BNY Mellon, N.A. P O Box 185 Pittsburgh PA 15230-0185	FEE REIMBURSEMENT	-6,655	N/A	N/A
	00	0	0	0
	00	0	0	0

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

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

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

☒ NONE

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

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

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

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	1,835,401
b	Average of monthly cash balances	1b	22,315
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,857,716
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,857,716
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	27,866
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,829,850
6	Minimum investment return. Enter 5% of line 5	6	91,493

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	91,493
2a	Tax on investment income for 2011 from Part VI, line 5	2a	256
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	256
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	91,237
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	91,237
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	91,237

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	91,853
b	Program-related investments—total from Part IX-B	1b	NONE
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	91,853
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	256
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	91,597

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				91,237
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	2,116			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	2,116			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 91,853				
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				91,237
e Remaining amount distributed out of corpus	616			
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	2,732			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	2,116			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	616			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	616			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 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

SIDNEY APFELBAUM 4350 FIFTH STREET, SUNBURY PA 17801

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

NOT SPECIFIED AT THIS TIME

- c Any submission deadlines**

NONE AT THIS TIME

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

RESTRICTED TO A 75 MILE RADIUS ON SUNBURY PA

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	87,500
b Approved for future payment NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
f _____		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	30,901	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	6,961	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		37,862	0
13 Total. Add line 12, columns (b), (d), and (e)				13	37,862

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

[illegible]

Form **990-PF** (2011)

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

										Amount		Totals							
Long Term CG Distributions										12,269		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
Short Term CG Distributions										9,110		Securities		201,392		194,431		6,961	
												Other sales		0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss					
1	X	TYCO INTERNATIONAL LTD	H89128104			4/5/2010		3/29/2012	2,797	1,969				828					
2	X	PPL CORP	69351T106			4/5/2011		1/20/2012	825	773				52					
3	X	PPL CORP	69351T106			4/4/2011		1/20/2012	3,025	2,845				180					
4	X	ORACLE CORP	68389X105			4/5/2010		3/30/2012	2,332	2,044				288					
5	X	ORACLE CORP	68389X105			9/30/2010		3/30/2012	1,166	1,082				84					
6	X	OMNICOM GROUP INC	681919106			4/5/2010		1/25/2012	1,294	1,104				190					
7	X	OMNICOM GROUP INC	681919106			4/5/2010		1/24/2012	2,028	1,735				293					
8	X	OMNICOM GROUP INC	681919106			4/5/2010		1/23/2012	831	710				121					
9	X	OMNICOM GROUP INC	681919106			1/7/2011		1/23/2012	877	893				-16					
10	X	OMNICOM GROUP INC	681919106			1/7/2011		1/20/2012	749	752				-3					
11	X	OMNICOM GROUP INC	681919106			1/6/2011		1/20/2012	468	474				-6					
12	X	OMNICOM GROUP INC	681919106			1/7/2011		1/20/2012	235	237				-2					
13	X	NORFOLK SOUTHERN CORP	655844108			4/5/2010		2/16/2012	3,425	2,877				548					
14	X	NORFOLK SOUTHERN CORP	655844108			4/5/2010		2/16/2012	2,056	1,726				330					
15	X	NORDSTROM INC	655664100			7/7/2010		11/3/2011	2,433	1,625				808					
16	X	NORDSTROM INC	655664100			7/7/2010		11/3/2011	100	66				34					
17	X	NORDSTROM INC	655664100			7/7/2010		11/2/2011	203	133				70					
18	X	NORDSTROM INC	655664100			7/7/2010		11/2/2011	759	498				261					
19	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/23/2011	43	51				-8					
20	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/22/2011	734	870				-136					
21	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/21/2011	589	696				-107					
22	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/21/2011	148	174				-26					
23	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/18/2011	303	348				-45					
24	X	NETAPP INC	64110D104			8/22/2011		6/21/2012	1,137	1,354				-217					
25	X	NETAPP INC	64110D104			8/22/2011		6/21/2012	61	71				-10					
26	X	NETAPP INC	64110D104			8/19/2011		6/21/2012	30	36				-6					
27	X	NETAPP INC	64110D104			8/23/2011		6/20/2012	340	406				-66					
28	X	NETAPP INC	64110D104			10/19/2011		6/20/2012	309	391				-82					
29	X	NETAPP INC	64110D104			10/18/2011		6/20/2012	618	791				-173					
30	X	NETAPP INC	64110D104			8/19/2011		6/20/2012	124	144				-20					
31	X	NETAPP INC	64110D104			8/23/2011		6/20/2012	278	332				-54					
32	X	MCKESSON CORPORATION	58155Q103			4/5/2010		4/30/2012	2,745	2,002				743					
33	X	MCKESSON CORPORATION	58155Q103			4/5/2010		4/27/2012	913	667				246					
34	X	LORILLARD INC	544147101			8/22/2011		9/13/2012	3,030	2,830				200					
35	X	LORILLARD INC	544147101			8/22/2011		9/13/2012	117	109				8					
36	X	LORILLARD INC	544147101			8/22/2011		9/12/2012	580	544				36					
37	X	LORILLARD INC	544147101			2/16/2012		9/12/2012	812	884				-72					
38	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/30/2012	1,213	1,305				-92					
39	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/27/2012	1,862	2,002				-140					
40	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/26/2012	475	518				-43					
41	X	LIMITED BRANDS INC	532716107			4/5/2010		7/24/2012	1,436	817				619					
42	X	LIMITED BRANDS INC	532716107			4/5/2010		7/24/2012	978	561				417					
43	X	LIMITED BRANDS INC	532716107			4/5/2010		7/23/2012	1,549	868				681					
44	X	LIMITED BRANDS INC	532716107			4/5/2010		7/20/2012	93	51				42					
45	X	INTERNATIONAL BUSINESS M	459200101			4/5/2010		10/31/2011	2,229	1,555				674					
46	X	INTERNATIONAL BUSINESS M	459200101			4/5/2010		10/18/2011	535	389				146					
47	X	INTERNATIONAL BUSINESS M	459200101			8/11/2010		10/18/2011	2,495	1,821				674					
48	X	HONEYWELL INTL INC	438516106			4/5/2010		3/13/2012	6,022	4,555				1,467					
49	X	HESS CORP	42809H107			4/5/2010		1/27/2012	1,599	1,867				-268					
50	X	HESS CORP	42809H107			4/5/2010		1/27/2012	221	257				-36					
51	X	THERMO FISHER SCIENTIFIC	883556102			4/5/2010		12/12/2011	225	259				-34					

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

										Amount		Totals				Net Gain or Loss																					
										12,269 9,110				Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss																			
										Long Term CG Distributions		Short Term CG Distributions		Securities		Other sales		Other sales																			
										CUSIP #		Purchaser		Check "X" if Purchaser is a Business		Date Acquired		Acquisition Method		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improve-ments		Depreciation		Net Gain or Loss					
										Description																											
										THERMO FISHER SCIENTIFIC		883556102						4/5/2010						12/12/2011		1,081		1,242						-161			
										THERMO FISHER SCIENTIFIC		883556102						4/5/2010						12/9/2011		1,040		1,190						-150			
										THERMO FISHER SCIENTIFIC		883556102						4/5/2010						12/9/2011		2,049		2,328						-279			
										THERMO FISHER SCIENTIFIC		883556102						4/5/2010						12/8/2011		1,047		1,190						-143			
										TEXTRON INC		883203101						4/5/2010						11/2/2011		3,296		3,850						-554			
										TERADATA CORPORATION		88076W103						3/3/2011						7/9/2012		852		203		649				109			
										TERADATA CORPORATION		88076W103						3/3/2011						7/6/2012		459		350						109			
										ST JUDE MEDICAL INC		790849103						4/27/2011						7/18/2012		74		106						-32			
										ST JUDE MEDICAL INC		790849103						4/27/2011						7/18/2012		1,426		2,009						-583			
										ST JUDE MEDICAL INC		790849103						4/26/2011						7/18/2012		375		521						-146			
										ST JUDE MEDICAL INC		790849103						3/22/2011						7/18/2012		1,877		2,574						-697			
										PROCTER & GAMBLE CO		742718109						3/22/2011						7/18/2012		375		518						-143			
										PROCTER & GAMBLE CO		742718109						4/5/2010						3/28/2012		1,808		1,721						87			
										PROCTER & GAMBLE CO		742718109						4/5/2010						3/27/2012		201		191						10			
										PROCTER & GAMBLE CO		742718109						4/5/2010						3/27/2012		201		191						10			
										NORSTROM INC		655664100						8/9/2010						11/2/2011		1,518		1,049						469			
										NEWELL RUBBERMAID INC		651229106						9/20/2010						11/23/2011		676		818						-142			
										PROCTER & GAMBLE CO		742718109						4/5/2010						3/22/2012		675		638						37			
										PHILLIPS 66-WI		718546104						4/5/2010						5/3/2012		94		76						18			
										PHILLIPS 66-WI		718546104						4/5/2010						5/3/2012		1,011		812						199			
										CITIGROUP INC		172967424						1/31/2011						5/14/2012		421		726						-305			
										CITIGROUP INC		172967424						1/31/2011						5/14/2012		28		48						-20			
										CHUBB CORP		171232101						4/5/2010						1/20/2012		708		519						189			
										CHUBB CORP		171232101						10/18/2011						1/20/2012		708		637						71			
										CHUBB CORP		171232101						10/18/2011						1/20/2012		708		637						71			
										CAPITAL ONE FINANCIAL CO		14040H105						9/30/2010						10/19/2011		410		396						14			
										CAPITAL ONE FINANCIAL CO		14040H105						9/30/2010						10/19/2011		402		396						6			
										CAPITAL ONE FINANCIAL CO		14040H105						7/7/2010						10/19/2011		803		819						-16			
										CAPITAL ONE FINANCIAL CO		14040H105						4/5/2010						10/19/2011		803		855						-52			
										CAPITAL ONE FINANCIAL CO		14040H105						4/5/2010						10/18/2011		2,055		2,137						-82			
										BAXTER INTERNATIONAL INC		071813109						11/2/2011						6/15/2012		148		164						-16			
										BAXTER INTERNATIONAL INC		071813109						8/18/2011						6/15/2012		1,967		2,099						-132			
										BAXTER INTERNATIONAL INC		071813109						8/17/2011						6/15/2012		1,475		1,606						-131			
										BAXTER INTERNATIONAL INC		071813109						8/10/2011						6/15/2012		1,475		1,540						-65			
										BAXTER INTERNATIONAL INC		071813109						11/2/2011						6/14/2012		835		928						-93			
										B M C SOFTWARE INC		055921100						2/10/2011						10/12/2011		578		791						-213			
										B M C SOFTWARE INC		055921100						2/14/2011						10/11/2011		36		51						-15			
										B M C SOFTWARE INC		055921100						2/10/2011						10/11/2011		144		198						-54			
										B M C SOFTWARE INC		055921100						3/4/2011						10/11/2011		648		903						-255			
										B M C SOFTWARE INC		055921100						3/3/2011						10/11/2011		72		100						-28			
										B M C SOFTWARE INC		055921100						3/3/2011						10/11/2011		360		501						-141			
										B M C SOFTWARE INC		055921100						2/14/2011						10/11/2011		684		963						-279			
										B M C SOFTWARE INC		055921100						2/11/2011						10/11/2011		360		498						-138			
										B M C SOFTWARE INC		055921100						2/11/2011						10/11/2011		1,080		1,490						-410			
										BNY MELLON BOND FUND-M		05569M871						8/30/2004						6/18/2012		30,000		49,434						-19,434			
										BNY MELLON BOND FUND-M		05569M830						4/30/2000						6/18/2012		9,355		8,378						977			
										BNY MELLON BOND FUND-M		05569M830						12/15/2011						6/18/2012		388		380						8			
										BNY MELLON BOND FUND-M		05569M830						12/16/2010						6/18/2012		257		246						11			
										HESS CORP		42809H107						4/5/2010						1/27/2012		550		644						-94			

Long Term CG Distributions	12,269
Short Term CG Distributions	9,110

Line 16a (990-PF) - Legal Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	APFELBAUM LEGAL FEES	4,284	4,284		
2					
3					
4					
5					
6					
7					
8					
9					
10					

0

0

4,284

4,284

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,235	1,235		
2	2011 ESTIMATED TAXES PAID	50			
3					
4					
5					
6					
7					
8					
9					
10					

0

0

1,235

1,285

Line 23 (990-PF) - Other Expenses

		82	82	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	SHARES - 2% FLOOR PORTFOLIO DEDUCTION	82	82		
2					
3					
4					
5					
6					
7					
8					
9					

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

		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHED		1,546,172	1,494,844	1,523,623	1,669,765
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 15 (990-PF) - Other Assets

	Description	Beginning Balance	Ending Balance	Fair Market Value
1	MELLON OPTIMA L/S STRATEGY	177,609	184,177	190,246
2				
3				
4				
5				
6				
7				
8				
9				
10				

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions						12,269							
	Short Term CG Distributions						9,110							
1	TYCO INTERNATIONAL LTD	489128104		4/5/2011	3/29/2012		2,797		0	1,969	828		0	828
2	PPL CORP	693511106		4/5/2011	1/20/2012		825		0	773	52		0	52
3	PPL CORP	693511106		4/4/2011	1/20/2012		3,025		0	2,845	180		0	180
4	ORACLE CORP	68389X105		4/5/2010	3/30/2012		2,332		0	2,044	288		0	288
5	ORACLE CORP	68389X105		9/30/2010	3/30/2012		1,166		0	1,082	84		0	84
6	OMNICOM GROUP INC	681919106		4/5/2010	1/25/2012		1,294		0	1,104	190		0	190
7	OMNICOM GROUP INC	681919106		4/5/2010	1/24/2012		2,028		0	1,735	293		0	293
8	OMNICOM GROUP INC	681919106		4/5/2010	1/23/2012		831		0	710	121		0	121
9	OMNICOM GROUP INC	681919106		1/7/2011	1/23/2012		877		0	893	-16		0	-16
10	OMNICOM GROUP INC	681919106		1/7/2011	1/20/2012		749		0	752	-3		0	-3
11	OMNICOM GROUP INC	681919106		1/6/2011	1/20/2012		468		0	474	-6		0	-6
12	OMNICOM GROUP INC	681919106		1/7/2011	1/20/2012		235		0	237	-2		0	-2
13	NORFOLK SOUTHERN CORP	655844108		4/5/2010	2/16/2012		3,425		0	2,877	548		0	548
14	NORFOLK SOUTHERN CORP	655844108		4/5/2010	2/16/2012		2,056		0	1,726	330		0	330
15	NORDSTROM INC	655664100		7/7/2010	1/13/2011		2,433		0	1,625	808		0	808
16	NORDSTROM INC	655664100		7/7/2010	1/13/2011		100		0	66	34		0	34
17	NORDSTROM INC	655664100		7/7/2010	1/12/2011		203		0	133	70		0	70
18	NORSTROM INC	655664100		7/7/2010	1/12/2011		759		0	498	261		0	261
19	NEWELL RUBBERMAID INC	651229106		9/20/2010	1/12/2011		43		0	51	-8		0	-8
20	NEWELL RUBBERMAID INC	651229106		9/20/2010	1/12/2011		734		0	870	-136		0	-136
21	NEWELL RUBBERMAID INC	651229106		9/20/2010	1/12/2011		589		0	696	-107		0	-107
22	NEWELL RUBBERMAID INC	651229106		9/20/2010	1/12/2011		148		0	174	-26		0	-26
23	NEWELL RUBBERMAID INC	651229106		9/20/2010	1/18/2011		303		0	348	-45		0	-45
24	NETAPP INC	64110D104		8/22/2011	6/21/2012		1,137		0	1,354	-217		0	-217
25	NETAPP INC	64110D104		8/22/2011	6/21/2012		61		0	71	-10		0	-10
26	NETAPP INC	64110D104		8/19/2011	6/21/2012		30		0	36	-6		0	-6
27	NETAPP INC	64110D104		8/23/2011	6/20/2012		340		0	406	-66		0	-66
28	NETAPP INC	64110D104		10/19/2011	6/20/2012		309		0	391	-82		0	-82
29	NETAPP INC	64110D104		10/18/2011	6/20/2012		618		0	791	-173		0	-173
30	NETAPP INC	64110D104		8/19/2011	6/20/2012		124		0	144	-20		0	-20
31	NETAPP INC	64110D104		8/23/2011	6/20/2012		278		0	332	-54		0	-54
32	MCKESSON CORPORATION	58155Q103		4/5/2010	4/30/2012		2,745		0	2,002	743		0	743
33	MCKESSON CORPORATION	58155Q103		4/5/2010	4/27/2012		913		0	667	246		0	246
34	LORILLARD INC	544147101		8/22/2011	9/13/2012		3,030		0	2,830	200		0	200
35	LORILLARD INC	544147101		8/22/2011	9/13/2012		117		0	109	8		0	8
36	LORILLARD INC	544147101		8/22/2011	9/12/2012		580		0	544	36		0	36
37	LORILLARD INC	544147101		2/16/2012	9/12/2012		812		0	884	-72		0	-72
38	LINCOLN NATL CORP IND	534187109		8/12/2011	1/30/2012		1,213		0	1,305	-92		0	-92
39	LINCOLN NATL CORP IND	534187109		8/12/2011	1/27/2012		1,862		0	2,002	-140		0	-140
40	LINCOLN NATL CORP IND	534187109		8/12/2011	1/26/2012		475		0	518	-43		0	-43
41	LIMITED BRANDS INC	532716107		4/5/2010	7/24/2012		1,436		0	817	619		0	619
42	LIMITED BRANDS INC	532716107		4/5/2010	7/24/2012		978		0	561	417		0	417
43	LIMITED BRANDS INC	532716107		4/5/2010	7/23/2012		1,549		0	868	681		0	681
44	LIMITED BRANDS INC	532716107		4/5/2010	7/20/2012		93		0	51	42		0	42
45	INTERNATIONAL BUSINESS MACHINES	459200101		4/5/2010	10/31/2011		2,229		0	1,555	674		0	674
46	INTERNATIONAL BUSINESS MACHINES	459200101		4/5/2010	10/18/2011		535		0	389	146		0	146
47	INTERNATIONAL BUSINESS MACHINES	459200101		8/11/2010	10/18/2011		2,495		0	1,821	674		0	674
48	HONEYWELL INTL INC	438516106		4/5/2010	3/13/2012		6,022		0	4,555	1,467		0	1,467
49	HESS CORP	42809H107		4/5/2010	1/27/2012		1,599		0	1,867	-268		0	-268
50	HESS CORP	42809H107		4/5/2010	1/27/2012		221		0	257	-36		0	-36
51	THERMO FISHER SCIENTIFIC INC	883556102		4/5/2010	12/12/2011		225		0	259	-34		0	-34
52	THERMO FISHER SCIENTIFIC INC	883556102		4/5/2010	12/12/2011		1,081		0	1,242	-161		0	-161
53	THERMO FISHER SCIENTIFIC INC	883556102		4/5/2010	12/9/2011		1,040		0	1,190	-150		0	-150
54	THERMO FISHER SCIENTIFIC INC	883556102		4/5/2010	12/9/2011		2,049		0	2,328	-279		0	-279
55	THERMO FISHER SCIENTIFIC INC	883556102		4/5/2010	12/8/2011		1,047		0	1,190	-143		0	-143
56	TEXTRON INC	883203101		4/5/2010	1/12/2011		3,296		0	3,850	-554		0	-554
57	TERADATA CORPORATION	88076W103		3/3/2011	7/9/2012		852		0	649	203		0	203
58	TERADATA CORPORATION	88076W103		3/3/2011	7/9/2012		459		0	350	109		0	109

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

		Amount		Long Term CG Distributions										Short Term CG Distributions									
		12,269												9,110									
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses									
59	TERADATA CORPORATION	88076W103		3/3/2011	7/6/2012		652	0	500	152			0	152									
60	ST JUDE MEDICAL INC	790849103		4/27/2011	7/18/2012		74	0	106	-32			0	-32									
61	ST JUDE MEDICAL INC	790849103		4/27/2011	7/18/2012		1,426	0	2,009	-583			0	-583									
62	ST JUDE MEDICAL INC	790849103		4/26/2011	7/18/2012		375	0	521	-146			0	-146									
63	ST JUDE MEDICAL INC	790849103		3/22/2011	7/18/2012		1,877	0	2,574	-697			0	-697									
64	ST JUDE MEDICAL INC	790849103		3/22/2011	7/18/2012		375	0	518	-143			0	-143									
65	PROCTER & GAMBLE CO	742718109		4/5/2010	3/28/2012		1,808	0	1,721	87			0	87									
66	PROCTER & GAMBLE CO	742718109		4/5/2010	3/28/2012		201	0	191	10			0	10									
67	PROCTER & GAMBLE CO	742718109		4/5/2010	3/27/2012		201	0	191	10			0	10									
68	PROCTER & GAMBLE CO	742718109		4/5/2010	3/27/2012		2,485	0	2,359	126			0	126									
69	NORDSTROM INC	655664100		8/9/2010	11/2/2011		1,518	0	1,049	469			0	469									
70	NEWELL RUBBERMAID INC	651229106		9/20/2010	11/23/2011		676	0	818	-142			0	-142									
71	PROCTER & GAMBLE CO	742718109		4/5/2010	5/3/2012		1,011	0	812	199			0	199									
72	PHILLIPS 66-WI	718546104		4/5/2010	5/3/2012		94	0	76	18			0	18									
73	PHILLIPS 66-WI	718546104		4/5/2010	5/3/2012		421	0	726	-305			0	-305									
74	CITIGROUP INC	172967424		1/31/2011	5/14/2012		28	0	48	-20			0	-20									
75	CITIGROUP INC	172967424		1/31/2011	5/14/2012		708	0	519	189			0	189									
76	CHUBB CORP	171232101		4/5/2010	1/20/2012		708	0	637	71			0	71									
77	CHUBB CORP	171232101		10/18/2011	1/20/2012		708	0	637	71			0	71									
78	CHUBB CORP	171232101		10/18/2011	1/20/2012		410	0	396	14			0	14									
79	CAPITAL ONE FINANCIAL CORP	14040H105		9/30/2010	10/19/2011		402	0	396	6			0	6									
80	CAPITAL ONE FINANCIAL CORP	14040H105		9/30/2010	10/19/2011		803	0	819	-16			0	-16									
81	CAPITAL ONE FINANCIAL CORP	14040H105		4/5/2010	10/19/2011		803	0	855	-52			0	-52									
82	CAPITAL ONE FINANCIAL CORP	14040H105		4/5/2010	10/19/2011		2,055	0	2,137	-82			0	-82									
83	CAPITAL ONE FINANCIAL CORP	14040H105		4/5/2010	10/18/2011		148	0	164	-16			0	-16									
84	BAXTER INTERNATIONAL INC	071813109		11/2/2011	6/15/2012		1,967	0	2,099	-132			0	-132									
85	BAXTER INTERNATIONAL INC	071813109		8/18/2011	6/15/2012		1,475	0	1,606	-131			0	-131									
86	BAXTER INTERNATIONAL INC	071813109		8/17/2011	6/15/2012		1,475	0	1,540	-65			0	-65									
87	BAXTER INTERNATIONAL INC	071813109		8/10/2011	6/15/2012		835	0	928	-93			0	-93									
88	BAXTER INTERNATIONAL INC	071813109		11/2/2011	6/14/2012		578	0	791	-213			0	-213									
89	B M C SOFTWARE INC	055921100		2/10/2011	10/12/2011		36	0	51	-15			0	-15									
90	B M C SOFTWARE INC	055921100		2/14/2011	10/11/2011		144	0	198	-54			0	-54									
91	B M C SOFTWARE INC	055921100		2/10/2011	10/11/2011		648	0	903	-255			0	-255									
92	B M C SOFTWARE INC	055921100		3/4/2011	10/11/2011		72	0	100	-28			0	-28									
93	B M C SOFTWARE INC	055921100		3/3/2011	10/11/2011		360	0	501	-141			0	-141									
94	B M C SOFTWARE INC	055921100		3/3/2011	10/11/2011		684	0	963	-279			0	-279									
95	B M C SOFTWARE INC	055921100		2/14/2011	10/11/2011		360	0	498	-138			0	-138									
96	B M C SOFTWARE INC	055921100		2/11/2011	10/11/2011		1,080	0	1,490	-410			0	-410									
97	B M C SOFTWARE INC	055921100		2/11/2011	10/11/2011		30,000	0	49,434	-19,434			0	-19,434									
98	BNY MELLON INTERNATIONAL-M	05569M871		8/30/2004	6/18/2012		9,355	0	8,378	977			0	977									
99	BNY MELLON BOND FUND-M	05569M830		4/30/2000	6/18/2012		388	0	380	8			0	8									
100	BNY MELLON BOND FUND-M	05569M830		12/15/2011	6/18/2012		257	0	246	11			0	11									
101	BNY MELLON BOND FUND-M	05569M830		12/16/2010	6/18/2012		550	0	644	-94			0	-94									
102	HESS CORP	42809H107		4/5/2010	1/27/2012		1,484	0	1,738	-254			0	-254									
103	HESS CORP	42809H107		4/5/2010	1/26/2012		3,452	0	3,162	290			0	290									
104	HALLIBURTON CO	406216101		4/5/2010	10/18/2011		2,579	0	2,290	289			0	289									
105	GOOGLE INC - CL A	38259P508		4/5/2010	3/22/2012		4,346	0	4,581	-235			0	-235									
106	GOOGLE INC - CL A	38259P508		4/5/2010	10/11/2011		881	0	851	30			0	30									
107	ENERGIZER HLDGS INC	29266R108		11/15/2010	6/8/2012		954	0	919	35			0	35									
108	ENERGIZER HLDGS INC	29266R108		11/15/2010	6/8/2012		73	0	69	4			0	4									
109	ENERGIZER HLDGS INC	29266R108		11/12/2010	6/8/2012		734	0	695	39			0	39									
110	ENERGIZER HLDGS INC	29266R108		11/12/2010	6/8/2012		291	0	284	7			0	7									
111	ENERGIZER HLDGS INC	29266R108		11/15/2010	6/7/2012		24	0	39	-15			0	-15									
112	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012		99	0	158	-59			0	-59									
113	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012		111	0	178	-67			0	-67									
114	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012		1,706	0	2,724	-1,018			0	-1,018									
115	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012		529	0	849	-320			0	-320									
116	ELECTRONIC ARTS INC	285512109		8/12/2011	6/14/2012			0					0										

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

	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions				180,013	194,431							
117	DU PONT (E) DE NEMOURS		12,269		4/5/2010	3/29/2012			1,523	0	1,115			408	-14,418
118	DU PONT (E) DE NEMOURS		9,110		4/5/2010	3/29/2012			1,628	0	1,191			437	437
119	DIRECTV - CLASS A				1/20/2012	7/24/2012			982	0	905			77	77
120	DIRECTV - CLASS A				1/20/2012	7/24/2012			1,689	0	1,551			138	138
121	DIRECTV - CLASS A				1/20/2012	7/23/2012			2,366	0	2,154			212	212
122	DIRECTV - CLASS A				1/20/2012	7/20/2012			145	0	129			16	16
123	CUMMINS INC				4/5/2010	6/8/2012			4,339	0	2,924			1,415	1,415
124	CUMMINS INC				4/5/2010	6/7/2012			486	0	325			161	161
125	CONOCOPHILLIPS				4/5/2010	11/11/2011			2,884	0	2,118			766	766
126	COMERICA INC				9/8/2010	12/5/2011			931	0	1,320			-389	-389
127	COMERICA INC				9/8/2010	12/5/2011			233	0	329			-96	-96
128	COMERICA INC				9/7/2010	12/5/2011			78	0	108			-30	-30
129	COMERICA INC				9/7/2010	12/5/2011			129	0	181			-52	-52
130	COMERICA INC				9/7/2010	12/5/2011			491	0	687			-196	-196
131	COMERICA INC				9/8/2010	12/2/2011			229	0	330			-101	-101
132	COMERICA INC				9/9/2010	12/2/2011			586	0	847			-261	-261
133	COMERICA INC				9/9/2010	12/2/2011			153	0	221			-68	-68
134	CITIGROUP INC				3/22/2012	5/14/2012			2,270	0	2,959			-689	-689
135	CITIGROUP INC				1/31/2011	5/14/2012			57	0	96			-39	-39
136	CITIGROUP INC				1/31/2011	5/14/2012			56	0	96			-40	-40
137	CITIGROUP INC				1/31/2011	5/14/2012			84	0	146			-62	-62
138	CITIGROUP INC				1/31/2011	5/14/2012			112	0	193			-81	-81
139	CITIGROUP INC				1/31/2011	5/14/2012			225	0	387			-162	-162
140	CITIGROUP INC				1/31/2011	5/14/2012			253	0	435			-182	-182
141	CITIGROUP INC				1/31/2011	5/14/2012			28	0	48			-20	-20
142	CITIGROUP INC				1/31/2011	5/14/2012			84	0	146			-62	-62
143	CITIGROUP INC				1/31/2011	5/14/2012			253	0	436			-183	-183
144	CITIGROUP INC				1/31/2011	5/14/2012			140	0	241			-101	-101
145	CITIGROUP INC				1/31/2011	5/14/2012			56	0	97			-41	-41
146	CITIGROUP INC				1/31/2011	5/14/2012			84	0	149			-61	-61
147									0	0	0			0	0
148									0	0	0			0	0

[illegible]

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

	Date	Amount
1 Credit from prior year return		25
2 First quarter estimated tax payment	2/9/2012	50
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		75

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 1 of 8

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

Name

PENNSYLVANIA STATE ASSOCIATION OF COUNTY FAIRS

Street

10944 OLD TURNPIKE ROAD

City

MIFFLINBURG

State

PA

Zip Code

17844

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

THE IMPERIAL COUNCIL OF THE ANCIENT ARABIC ORDER OF THE NOBLES OF THE MYSTIC SHRINE OF NORTH AMERICA

Street

397 COUNTRY CLUB ROAD

City

DALLAS

State

PA

Zip Code

18612

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

COLUMBIA-MONTOUR REGIONAL ARTS COUNCIL

Street

203 W MAIN

City

BLOOMSBURG

State

PA

Zip Code

17815

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

500

Name

THE IMPROVED MILTON EXPERIENCE

Street

139 S FRONT STREET

City

MILTON

State

PA

Zip Code

17847

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

NORTHUMBERLAND COUNTY CHILDREN & YOUTH

Street

322 NORTH 2ND STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

SELINGSGROVE AREA RECREATION INC

Street

WEST PINE ST

City

SELINGSGROVE

State

PA

Zip Code

17870

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 2 of 8

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

Name

PRIESTLY CHAPEL ASSOCIATES

Street

PO BOX 333

City

NORTHUMBERLAND

State

PA

Zip Code

17857

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

SNYDER COUNTY CHILDREN

Street

713 BRIDGE STREET, SUITE 15

City

SELINGROVE

State

PA

Zip Code

17870

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

COMMUNITY CLINIC

Street

335 MARKET STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

GEISINGER HEALTH SYSTEMS FOUNDATION

Street

100 N ACADEMY AVENUE

City

DANVILLE

State

PA

Zip Code

17822

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

CENTRAL SUSQUEHANNA COMMUNITY FDN

Street

725 WEST FRONT STREET

City

BERWICK

State

PA

Zip Code

18603

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

FAMILY PLANNING SERVICES FOR SNYDER

Street

4612 WESTBRANCH HIGHWAY

City

LEWISBURG

State

PA

Zip Code

17837

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 3 of 8

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

Recipient(s) paid during the year

Name

AMERICAN NATIONAL RED CROSS (SUN AREA CHAPTER)

Street

249 FARLEY CIRCLE

City

LEWISBURG

State

PA

Zip Code

17837

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

CAMPS FOR SPIFFY-KYDS INC

Street

196 ROSE LANE

City

PORT TREVORTON

State

PA

Zip Code

17864

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

FAR POINT ANIMAL RESCUE

Street

605 STRAWBERRY SQUARE

City

HARRISBURG

State

PA

Zip Code

17101-1821

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

RONALD MCDONALD HOUSE OF DANVILLE INC

Street

PO BOX 300

City

DANVILLE

State

PA

Zip Code

17821

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

SUNBURY REVITALIZATION INC

Street

225 MARKET STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

ACTORS COMPANY THEATRE, INC

Street

900 BROADWAY, #905

City

NEW YORK

State

NY

Zip Code

10003

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 4 of 8

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

Recipient(s) paid during the year

Name

CENTRAL SUSQUEHANNA SIGHT SERVICES, INC

Street

348 MARKET STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

THE CHILDREN'S MUSEUM

Street

2 WEST SEVENTH STREET

City

BLOOMSBURG

State

PA

Zip Code

17815

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

JOHN R KAUFFMAN JR PUBLIC LIBRARY

Street

40 SOUTH FIFTH STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

EOS THERAPEUTIC RIDING CENTER

Street

288 DAHL ROAD

City

BLOOMSBURG

State

PA

Zip Code

17815

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,500

Name

FRIENDSHIP HOSE CO.

Street

29 SOUTH TENTH STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

GETTYSBURG COLLEGE ANNUAL GOLF TOURNAMENT

Street

300 N WASHINGTON STREET

City

GETTYSBURG

State

PA

Zip Code

17325

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 5 of 8

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

Name

HANDUP FOUNDATION

Street

262 WILLOW STREET

City

MILTON

State

PA

Zip Code

17847

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

TELEVISION ASSOC FOR THE PUBLIC MEDIA SERVICES

Street

100 WVIA WAY

City

PITTSBURGH

State

PA

Zip Code

15201-4201

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

SUMMER SEALS DAY CAMP

Street

PO BOX 395

City

SELINSBORO

State

PA

Zip Code

17870-0395

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,500

Name

CITY OF SUNBURY SKATE PARK IMPROVEMENTS

Street

225 MARKET STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,500

Name

CONCERNED CITIZENS FOR CHILD CARE, INC

Street

615 MARKET STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

DONALD HEITER COMMUNITY CENTER

Street

100 NORTH FIFTH STREET

City

LEWISBURG

State

PA

Zip Code

17837

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,500

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 6 of 8

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

Name

GEISINGER HEALTH SYSTEM FOUNDATION

Street

100 N ACADEMY AVENUE

City

DANVILLE

State

PA

Zip Code

17822-0149

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

GREATER SUSQUEHANNA VALLEY YMCA

Street

PO BOX 390

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

PRIESTLY FORSYTH MEMORIAL LIBRARY FOR SUMMER READING PROGRAM

Street

100 KING STREET

City

NORTHUMBERLAND

State

PA

Zip Code

17857

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

SALVATION ARMY & ITS COMPONENTS

Street

PO BOX 254

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

SHIKELLAMY SOCCER BOOSTER CLUB

Street

1226 BRUSH VALLEY ROAD

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

SUN HOME HEALTH SERVICES, INC

Street

61 DUKE STREET

City

NORTHUMBERLAND

State

PA

Zip Code

17857

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 7 of 8

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

Recipient(s) paid during the year

Name

UNION COUNTY VETERANS 4TH OF JULY COMMITTEE, INC.

Street

36 SOUTH THIRD STREET

City

LEWISBURG

State

PA

Zip Code

17837

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

BLOOMSBURG AREA YOUNG MEN'S CHRISTIAN ASSOCIATION

Street

30 EAST SEVENTH ST

City

BLOOMSBURG

State

PA

Zip Code

17815

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

SUNBURY'S REVITALIZATION INC FOR SUNBURY'S RIVER FESTIVAL

Street

225 MARKET STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

CENTRAL PENNSYLVANIA ROWING ASSOCIATION

Street

PO BOX 21

City

SHAMOKIN

State

PA

Zip Code

17876

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

JANE AND ANNETTE M. HERR MEMORIAL LIBRARY

Street

500 MARKET STREET

City

MIFFLINBURG

State

PA

Zip Code

17844

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

NORTHUMBERLAND COUNTY CHILDREN AND YOUTH SERVICES

Street

322 N. 2ND STREET

City

SUNBURY

State

PA

Zip Code

17801

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

DEGENSTEIN CHARLES B FDN-CHAR TR

23-6971532 Page 8 of 8

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

Name

SHAMOKIN & COAL TOWNSHIP PUBLIC LIBRARY, INC

Street

210 E. INDEPENDENCE STREET

City

SHAMOKIN

State

PA

Zip Code

17872

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

SNYDER COUNTY CHILDREN AND YOUTH SERVICES

Street

713 BRIDGE STREET, SUITE 15

City

SELINGROVE

State

PA

Zip Code

17870

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

BLOOMSBURG UNIVERSITY OF PENNSYLVANIA

Street

City

BLOOMSBURG

State

PA

Zip Code

17815

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Attachment to Form 990-PF
Part V-III, Column (b)
Title and average hours per week devoted to position.

As trustee, BNY MELLON provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the trustee's fees are not based upon hourly basis but are calculated upon factors such as the market value of the account and in accordance with our agreement with the client.

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
108427QN090	DEGENSTEIN CHAR	G24140108	COOPER INDUSTRIES PLC-CL A	90	6,755.40	5,740.31
108427QN090	DEGENSTEIN CHAR	G2554F113	COVIDIEN PLC	100	5,942.00	4,731.98
108427QN090	DEGENSTEIN CHAR	G3157S106	ENSCO PLC-CL A	110	6,001.60	6,330.68
108427QN090	DEGENSTEIN CHAR	H89128104	TYCO INTERNATIONAL LTD	70	3,938.20	2,756.81
108427QN090	DEGENSTEIN CHAR	N53745100	LYONDELLBASELL INDU -CL A	110	5,682.60	4,892.38
108427QN090	DEGENSTEIN CHAR	00206R102	AT&T INC	240	9,048.00	6,323.30
108427QN090	DEGENSTEIN CHAR	18581108	ALLIANCE DATA SYS CORP	60	8,517.00	3,894.98
108427QN090	DEGENSTEIN CHAR	01988P108	ALLSCRIPTS HEALTHCARE SOLUTI	150	1,863.00	2,562.31
108427QN090	DEGENSTEIN CHAR	23135106	AMAZON COM INC	24	6,103.68	4,824.53
108427QN090	DEGENSTEIN CHAR	25816109	AMERICAN EXPRESS CO	120	6,823.20	5,070.27
108427QN090	DEGENSTEIN CHAR	26874784	AMERICAN INTERNATIONAL GROUP	140	4,590.60	4,732.18
108427QN090	DEGENSTEIN CHAR	03027X100	AMERICAN TOWER CORP	20	1,427.80	1,423.31
108427QN090	DEGENSTEIN CHAR	03076C106	AMERIPRISE FINANCIAL INC	90	5,102.10	4,433.07
108427QN090	DEGENSTEIN CHAR	32511107	ANADARKO PETROLEUM CORP	70	4,894.40	4,084.15
108427QN090	DEGENSTEIN CHAR	37411105	APACHE CORP	72	6,225.84	7,629.24
108427QN090	DEGENSTEIN CHAR	37833100	APPLE INC	46	30,686.83	10,915.64
108427QN090	DEGENSTEIN CHAR	52800109	AUTOLIV INC	60	3,718.20	3,353.21
108427QN090	DEGENSTEIN CHAR	05569M442	BNY MELLON SM/MID CAP-M	11,814.12	155,592.00	141,797.61
108427QN090	DEGENSTEIN CHAR	05569M475	BNY MELLON FOC EQ OPP-M	6,455.78	86,442.92	67,406.69
108427QN090	DEGENSTEIN CHAR	05569M616	BNY MELLON MONEY MARKET FUND	6,230.96	6,230.96	6,230.96
108427QN090	DEGENSTEIN CHAR	05569M616	BNY MELLON MONEY MARKET FUND	6,945.99	6,945.99	6,945.99
108427QN090	DEGENSTEIN CHAR	05569M780	BNY MELLON S/T US GOV SECS-M	7,339.77	89,545.30	90,719.67
108427QN090	DEGENSTEIN CHAR	05569M814	BNY MELLON INTERMEDIATE BD-M	13,703.68	181,847.87	173,405.13
108427QN090	DEGENSTEIN CHAR	05569M830	BNY MELLON BOND FUND-M	12,809.62	176,004.25	155,548.93
108427QN090	DEGENSTEIN CHAR	05569M855	BNY MELLON EMERGING MKTS-M	15,505.53	151,178.97	146,682.73
108427QN090	DEGENSTEIN CHAR	05569M871	BNY MELLON INTERNATIONAL-M	6,266.37	60,094.51	49,172.41
108427QN090	DEGENSTEIN CHAR	60505104	BANK OF AMERICA CORP	340	3,002.20	5,610.46
108427QN090	DEGENSTEIN CHAR	124857202	C B S CORP-CLASS B W/I	150	5,449.50	4,063.47
108427QN090	DEGENSTEIN CHAR	12504L109	C B R E GROUP INC	110	2,025.10	1,968.09
108427QN090	DEGENSTEIN CHAR	125509109	CIGNA CORP	70	3,301.90	2,609.48
108427QN090	DEGENSTEIN CHAR	14040H105	CAPITAL ONE FINANCIAL CORP	70	3,990.70	3,098.70
108427QN090	DEGENSTEIN CHAR	143658300	CARNIVAL CORP	80	2,914.40	2,498.38
108427QN090	DEGENSTEIN CHAR	149123101	CATERPILLAR INC	50	4,302.00	3,217.41
108427QN090	DEGENSTEIN CHAR	171232101	CHUBB CORP	60	4,576.80	3,111.86
108427QN090	DEGENSTEIN CHAR	19122T109	COCA-COLA ENTERPRISES INC	160	5,003.20	4,604.42
108427QN090	DEGENSTEIN CHAR	192446102	COGNIZANT TECHNOLOGY SOLUTIO	70	4,892.30	5,002.57
108427QN090	DEGENSTEIN CHAR	20825C104	CONOCOPHILLIPS	70	4,002.60	2,818.22

108427QN090	DEGENSTEIN CHAR	2 61E+113 DR PEPPER SNAPPLE GROUP-W/I	60	2,671.80	2,577.48
108427QN090	DEGENSTEIN CHAR	268648102 E M C CORP MASS	260	7,090.20	5,697.50
108427QN090	DEGENSTEIN CHAR	26875P101 E O G RES INC	28	3,137.40	2,889.65
108427QN090	DEGENSTEIN CHAR	278058102 EATON CORP	50	2,363.50	2,450.44
108427QN090	DEGENSTEIN CHAR	30231G102 EXXON MOBIL CORP	130	11,888.50	8,862.38
108427QN090	DEGENSTEIN CHAR	31428X106 FEDEX CORP	80	6,769.60	7,375.88
108427QN090	DEGENSTEIN CHAR	345370860 FORD MOTOR CO	350	3,451.00	5,989.34
108427QN090	DEGENSTEIN CHAR	369604103 GENERAL ELECTRIC COMPANY	500	11,355.00	9,513.27
108427QN090	DEGENSTEIN CHAR	45666Q102 INFORMATICA CORP	70	2,439.50	2,118.61
108427QN090	DEGENSTEIN CHAR	45865V100 INTERCONTINENTALEXCHANGE INC	25	3,335.25	3,098.88
108427QN090	DEGENSTEIN CHAR	459200101 INTERNATIONAL BUSINESS MACHI	34	7,053.30	4,407.02
108427QN090	DEGENSTEIN CHAR	461202103 INTUIT	60	3,532.80	3,111.59
108427QN090	DEGENSTEIN CHAR	46625H100 JP MORGAN CHASE & CO	210	8,500.80	9,494.04
108427QN090	DEGENSTEIN CHAR	478160104 JOHNSON & JOHNSON	90	6,201.90	5,911.81
108427QN090	DEGENSTEIN CHAR	48121A670 HIGHBRIDGE DYNAMIC COMM STRA	1,664.14	27,042.31	36,470.95
108427QN090	DEGENSTEIN CHAR	58155Q103 MCKESSON CORPORATION	50	4,301.50	3,336.09
108427QN090	DEGENSTEIN CHAR	58933Y105 MERCK & CO INC	270	12,175.65	10,223.99
108427QN090	DEGENSTEIN CHAR	615369105 MOODY'S CORP	80	3,533.60	3,351.96
108427QN090	DEGENSTEIN CHAR	637071101 NATIONAL OILWELL VARCO INC	110	8,812.10	7,746.14
108427QN090	DEGENSTEIN CHAR	6 52E+207 NEWS CORP INC	330	8,180.70	5,797.87
108427QN090	DEGENSTEIN CHAR	65339F101 NEXTERA ENERGY INC	140	9,846.20	7,761.53
108427QN090	DEGENSTEIN CHAR	674599105 OCCIDENTAL PETROLEUM CORP	70	6,024.20	5,909.33
108427QN090	DEGENSTEIN CHAR	68389X105 ORACLE CORP	210	6,606.60	5,365.33
108427QN090	DEGENSTEIN CHAR	693656100 P V H CORP	50	4,686.00	3,704.79
108427QN090	DEGENSTEIN CHAR	713448108 PEPSICO INC	150	10,615.50	10,122.41
108427QN090	DEGENSTEIN CHAR	717081103 PFIZER INC	630	15,655.50	11,884.95
108427QN090	DEGENSTEIN CHAR	718172109 PHILIP MORRIS INTERNAT-W/I	110	9,893.40	6,343.52
108427QN090	DEGENSTEIN CHAR	74005P104 PRAXAIR INC	40	4,155.20	3,363.76
108427QN090	DEGENSTEIN CHAR	74144T108 T ROWE PRICE GROUP INC	70	4,431.00	4,203.54
108427QN090	DEGENSTEIN CHAR	747525103 QUALCOMM INC	150	9,370.50	6,270.49
108427QN090	DEGENSTEIN CHAR	751028101 RALCORP HLDGS INC NEW	60	4,380.00	4,425.15
108427QN090	DEGENSTEIN CHAR	770323103 ROBERT HALF INTL INC	100	2,663.00	2,725.83
108427QN090	DEGENSTEIN CHAR	78356A160 GUGGENHEIM MANAGED FUTURE-Y	2,397.12	52,305.25	60,000.00
108427QN090	DEGENSTEIN CHAR	80105N105 SANOFI	240	10,334.40	8,964.42
108427QN090	DEGENSTEIN CHAR	86271F727 DREYFUS US EQUITY FUND-I	9,987.85	153,113.79	124,693.65
108427QN090	DEGENSTEIN CHAR	86271F768 DREYFUS PRE STRAT INTER ST-I	7,508.06	103,986.74	90,171.90
108427QN090	DEGENSTEIN CHAR	8 76E+110 TARGET CORP	60	3,808.20	3,190.05
108427QN090	DEGENSTEIN CHAR	88076W103 TERADATA CORPORATION	40	3,016.40	1,939.52
108427QN090	DEGENSTEIN CHAR	89353D107 TRANSCANADA CORP	80	3,640.00	3,419.93
108427QN090	DEGENSTEIN CHAR	904767704 UNILEVER PLC ADR	260	9,495.20	7,656.74
108427QN090	DEGENSTEIN CHAR	9 19E+109 VALE SA-SP ADR	160	2,864.00	5,303.31
108427QN090	DEGENSTEIN CHAR	928563402 VMWARE INC-CLASS A	50	4,837.00	4,526.01
108427QN090	DEGENSTEIN CHAR	949746101 WELLS FARGO & COMPANY	360	12,430.80	10,328.91
108427QN090	DEGENSTEIN CHAR	98956P102 ZIMMER HOLDINGS INC	60	4,057.20	4,136.85

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TOTAL FOR A	CCT#108427QN090	
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	1,873,187.71	1,692,198.45
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