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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

For calendar year 2011 or tax year beginning **10/01, 2011, and ending 09/30, 2012**

Name of foundation: **FREDERICK PITZMAN FUND**

Number and street (or P O box number if mail is not delivered to street address): **231 S LASALLE ST IL1-231-10-05**

Room/suite: _____

City or town, state, and ZIP code: **CHICAGO, IL 60697**

A Employer identification number: **43-6023901**

B Telephone number (see instructions): **(866) 752-2127**

C If exemption application is pending, check here

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

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

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

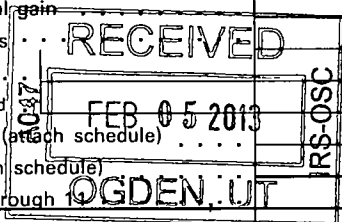
Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 4,858,922.**

J Accounting method: Cash 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)
Revenue					
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input 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	156,577.	156,516.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,436.			
b	Gross sales price for all assets on line 6a	459,436.			
7	Capital gain net income (from Part IV, line 2)		9,436.		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total Add lines 1 through 11	166,013.	165,952.		
13	Compensation of officers, directors, trustees, etc.	5,795.	3,477.		2,318.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 2	1,323.	1,323.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 3	45.			45.
24	Total operating and administrative expenses. Add lines 13 through 23	7,163.	4,800.		2,363.
25	Contributions, gifts, grants paid	219,500.			219,500.
26	Total expenses and disbursements Add lines 24 and 25	226,663.	4,800.		221,863.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-60,650.			
b	Net investment income (if negative, enter -0-)		161,152.		
c	Adjusted net income (if negative, enter -0-)				



SCANNED FEB 20 2013

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	45,811.	176,753.	176,753.	
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)	802,389.	650,181.	731,121.	
	b	Investments - corporate stock (attach schedule)	1,677,252.	1,677,007.	3,021,501.	
	c	Investments - corporate bonds (attach schedule)	790,880.	753,797.	929,547.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	NONE			
	12	Investments - mortgage loans	NONE			
	13	Investments - other (attach schedule)	NONE			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)	NONE				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,316,332.	3,257,738.	4,858,922.		
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	3,316,332.	3,257,738.		
	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)	3,316,332.	3,257,738.			
31	Total liabilities and net assets/fund balances (see instructions)	3,316,332.	3,257,738.			

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	3,316,332.
2	Enter amount from Part I, line 27a	2	-60,650.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4	3	2,301.
4	Add lines 1, 2, and 3	4	3,257,983.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	245.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,257,738.

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 450,000.		450,000.		
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	9,436.
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	

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	346,131.	4,624,958.	0.074840
2009	102,589.	4,335,655.	0.023662
2008	232,990.	4,053,223.	0.057483
2007	228,745.	4,888,947.	0.046788
2006	222,433.	5,129,328.	0.043365
2 Total of line 1, column (d)			2 0.246138
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 0.049228
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,658,163.
5 Multiply line 4 by line 3			5 229,312.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,612.
7 Add lines 5 and 6			7 230,924.
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			8 221,863.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 1,667.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and foundation status. Marked with 'Yes' or 'No' and '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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ BANK OF AMERICA Telephone no ▶ (866) 752-2127 Located at ▶ 231 S. LASALLE, CHICAGO, IL ZIP + 4 ▶ 60697			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/>	2b	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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011</i>) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

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 6b

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 7b

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 6		5,795.	-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**

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 THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION IS THE MAKING OF CONTRIBUTIONS AND GRANTS TO QUALIFIED CHARITABLE ORGANIZATIONS. NO DIRECT CHARTABLE ACTIVITIES ARE CONDUCTED.	
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	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,495,742.
b	Average of monthly cash balances	1b	233,357.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,729,099.
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	4,729,099.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	70,936.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,658,163.
6	Minimum investment return. Enter 5% of line 5	6	232,908.

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	232,908.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,223.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,223.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	229,685.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	229,685.
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	229,685.

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	221,863.
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	221,863.
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	221,863.

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				229,685.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			71,204.	
b Total for prior years 20____, 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: ▶ \$ <u>221,863.</u>				
a Applied to 2010, but not more than line 2a			71,204.	
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				150,659.
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				79,026.
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)

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

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

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

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.
 N/A

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 7

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 <i>Paid during the year</i> SEE STATEMENT 13				
Total ▶ 3a				219,500.
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	5,779.	5,779.
NONDIVIDEND DISTRIBUTIONS	61.	
DOMESTIC DIVIDENDS	63,869.	63,869.
OTHER INTEREST	69,052.	69,052.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE)	13,246.	13,246.
ACCRUED MARKET DISCOUNT INTEREST	1,549.	1,549.
NONQUALIFIED FOREIGN DIVIDENDS	2,213.	2,213.
NONQUALIFIED DOMESTIC DIVIDENDS	808.	808.
TOTAL	156,577.	156,516.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	241.	241.
FOREIGN TAXES PAID	469.	469.
FOREIGN TAXES PAID	613.	613.
TOTALS	1,323.	1,323.

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

TAX PREPARATION FEE (B OF A)

45.

45.

TOTALS

45.
=====

45.
=====

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

=====

DESCRIPTION -----	AMOUNT -----
REFUND OF EXCISE TAX	2,301.
TOTAL	----- 2,301. =====

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

=====

DESCRIPTION	AMOUNT
-----	-----
COST BASIS CARRYING VALUE ADJ.	245.
TOTAL	----- 245.
	=====

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

100 N BROADWAY
ST LOUIS, MO 63102-2728

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 2,633.

OFFICER NAME:

CAROLINE P. EARLY

ADDRESS:

C/O BANK OF AMERICA
ST LOUIS, MO 63102-2728

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 1,581.

OFFICER NAME:

GILBERT GORDON EARLY

ADDRESS:

C/O BANK OF AMERICA
ST LOUIS, MO 63102-2728

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 1,581.

TOTAL COMPENSATION:

5,795.

=====

RECIPIENT NAME:

SPENCER HEDDENS

ADDRESS:

BANK OF AMERICA, 100 N. BROADWAY
ST. LOUIS, MO 63102-2728

RECIPIENT'S PHONE NUMBER: 816-292-4300

FORM, INFORMATION AND MATERIALS:

THERE IS NO APPLICATION FORM

SUBMISSION DEADLINES:

THERE IS NO SUBMISSION DEADLINE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THERE ARE NO RESTRICTIONS ON AWARDS WHICH MUST BE FOR
CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES

RECIPIENT NAME:
NATIONAL COUNCIL ON
ALCOHOLISM
ADDRESS:
8790 MANCHESTER RD
ST. LOUIS, MO 63144
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HEADWATERS CONSERVANCY
ADDRESS:
4603 PERSHING PL FL 3
ST LOUIS, MO 63108
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 140,000.

RECIPIENT NAME:
TOWER GROVE PARK
ADDRESS:
4255 ARSENAL STREET
ST LOUIS, MO 63116
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

Hope Happens, Inc.

ADDRESS:

539 NO. GRAND, STE. 401
ST. LOUIS, MO 63103

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ST. LOUIS ZOO ASSOCIATION

ADDRESS:

ONE GOVERNMENT DRIVE
ST. LOUIS, MO 63110-1395

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

GENERAL

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

MISSOURI CIVIL WAR MUSEUM

ADDRESS:

PO BOX 24
Wildwood, MO 63040

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
STRAY RESCUE OF ST. LOUIS
ADDRESS:
1463 SOUTH 18TH STREET
ST. LOUIS, MO 63104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
MISSOURI BOTANICAL GARDEN
ADDRESS:
4344 SHAW BLVD
ST. LOUIS, MO 63110
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
MISSOURI VOTES CONSERVATION
ADDRESS:
PO BOX 9196
ST. LOUIS, MO 63117
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ST. LOUIS ZOO
ADDRESS:
ST. LOUIS, MO
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
RON GOELLNER CENTER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
FOREST PARK FOREVER
ADDRESS:
5595 SOUTH GRAND
ST. LOUIS, MO 63112
RELATIONSHIP:
N.A.
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
PLANNED PARENTHOOD OF THE
ST. LOUIS REGION
ADDRESS:
4251 FORESTPARK AVENUE
ST. LOUIS, MO 63108
RELATIONSHIP:
N.A.
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NEW CITY SCHOOL
ADDRESS:
5209 WATERMAN AVENUE
ST. LOUIS, MO 63108
RELATIONSHIP:
N.A.
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CROSSROADS SCHOOLS
ADDRESS:
500 DEBALIVIERE
ST. LOUIS, MO 63112
RELATIONSHIP:
N.A.
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ROSSMAN SCHOOL
ADDRESS:
12660 CONWAY RD
St. Louis, MO 63141
RELATIONSHIP:
N.A.
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ALL SAINTS BY THE SEA
RELATIONSHIP:
N.A.
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
BRAILLE INSTITUTE OF
AMERICA
ADDRESS:
741 N. VERMONT AVE.
LOS ANGELES, CA 90029
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
Payback Inc
ADDRESS:
1201 OAK BARK DR
ST. LOUIS, MO 63146
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 500.

TOTAL GRANTS PAID: 219,500.
=====

FEDERAL FOOTNOTES

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PART VIII, 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.

FREDERICK PITZMAN FUND

43-6023901

Balance Sheet

9/30/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	176753 350	176,753 35	176,753 35
00206R102	AT&T INC	1768 000	19,123 85	66,653 60
00724F101	ADOBE SYS INC	600 000	26,455 50	19,461 00
023135106	AMAZON COM INC	250 000	31,799 25	63,580 00
17275R102	CISCO SYS INC	1500 000	25,571 25	28,642 50
17275RAC6	CISCO SYS INC	100000 000	89,620 00	116,136 00
172967FT3	CITIGROUP INC	125000 000	128,815 70	137,247 50
19765H677	COLUMBIA MULTI-ADVISOR INTL	12982 592	210,000 00	150,987 54
19765N567	COLUMBIA SMALL CAP VALUE I FUND	662 252	22,000 00	29,390 74
19765P596	COLUMBIA SMALL CAP GROWTH I	2955 665	60,000.00	91,123 15
254687106	DISNEY WALT CO	1100 000	37,408 25	57,508 00
260003108	DOVER CORP	250 000	11,356 25	14,872 50
263534BZ1	DU PONT E I DE NEMOURS & CO	100000 000	103,557 41	117,433 00
30219G108	EXPRESS SCRIPTS HLDG CO	650 000	18,959 69	40,709 50
30231G102	EXXON MOBIL CORP	4000 000	4,285 17	365,800 00
3133MTZL5	FEDERAL HOME LN BKS	150000 000	150,856 28	150,775 50
3133XLJP9	FEDERAL HOME LN BKS	150000 000	150,179 80	164,827 50
31359MA45	FEDERAL NATL MTG ASSN	50000 000	50,727 62	55,840 00
3137EAAG4	FEDERAL HOME LN MTG CORP	150000 000	150,061.04	177,810 00
31398ADM1	FEDERAL NATL MTG ASSN	150000 000	148,356 00	181,867 50
34354P105	FLOWSERVE CORP	150 000	14,629 49	19,161 00
35906A108	FRONTIER COMMUNICATIONS CORP	420 000	1,790 04	2,064 30
369604103	GENERAL ELEC CO	8200 000	2,576.27	186,222 00
36962G4D3	GENERAL ELEC CAP CORP	100000 000	104,802 58	121,629 00
416515104	HARTFORD FINL SVCS GROUP INC	600 000	19,492 50	11,664 00
428236103	HEWLETT PACKARD CO	800 000	31,846 00	13,648 00
459200101	INTERNATIONAL BUSINESS MACHS	200 000	25,773 50	41,490 00
459200AM3	IBM CORP	200000 000	193,494 00	297,376 00
464286103	ISHARES INC MSCI AUSTRALIA INDEX	1360 000	24,357.60	32,354 40
464286509	ISHARES INC MSCI CDA INDEX	1030 000	23,741 50	29,344 70
464287184	ISHARES FTSE CHINA 25 INDEX FUND	385 000	15,838 90	13,321 00
46625H100	J P MORGAN CHASE & CO	2590 000	60,235 00	104,843 20
46625HHZ6	JPMORGAN CHASE & CO O	125000 000	133,507 37	139,725.00
50075N104	KRAFT FOODS INC	700 000	24,673 25	28,945 00

FREDERICK PITZMAN FUND

43-6023901

Balance Sheet

9/30/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
50540R409	LABORATORY CORP AMER HLDGS	300.000	23,564 48	27,741 00
512807108	LAM RESEARCH CORP	425 000	17,270 94	13,506 50
63934E108	NAVISTAR INTL CORP NEW	300 000	16,539 51	6,327 00
695156109	PACKAGING CORP AMER	850.000	18,895 50	30,855 00
701094104	PARKER HANNIFIN CORP	850 000	39,699.25	71,043 00
713448108	PEPSICO INC	2000 000	63,975.00	141,540 00
717081103	PFIZER INC	8455 000	52,240 63	210,106 75
73936T623	POWERSHARES GLOBAL WATER	2000 000	48,995 00	34,600 00
742718109	PROCTER & GAMBLE CO	1550 000	75,730 17	107,508 00
744320102	PRUDENTIAL FINL INC	200 000	15,159.50	10,902 00
747525103	QUALCOMM INC	4000 000	94,502 50	249,880 00
767204100	RIO TINTO PLC	130 000	6,049 55	6,078 80
857477103	STATE STR CORP	320 000	23,250 40	13,427 20
874039100	TAIWAN SEMICONDUCTOR MFG LTD	2424.000	26,719 35	38,347 68
882508104	TEXAS INSTRS INC	800 000	26,174.00	22,044 00
883556102	THERMO FISHER SCIENTIFIC CORP	400 000	16,763 80	23,532 00
886423102	TIDEWATER INC	200.000	13,433 50	9,706 00
902973304	US BANCORP DEL	1500 000	49,991 25	51,450 00
918204108	V F CORP	150 000	11,539 13	23,904 00
922042858	VANGUARD MSCI EMERGING MKTS	4565 000	176,163 35	190,451 80
92343V104	VERIZON COMMUNICATIONS INC	1750 000	31,848 45	79,747 50
949746101	WELLS FARGO & CO	1699 000	90,685 96	58,666 47
976657106	WISCONSIN ENERGY CORP	5000.000	25,902 52	188,350 00
		Totals.	3,257,738.15	4,858,921 19