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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

OMB No 1545-0052

**2011**

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

For calendar year 2011 or tax year beginning

10/01, 2011, and ending

09/30, 2012

Name of foundation <b>PERSHING CHARITABLE TRUST</b>		<b>A Employer identification number</b> 43-6103545
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B Telephone number (see instructions)</b> (314) 863-3072
801 SOUTH SKINKER		
City or town, state, and ZIP code ST. LOUIS, MO 63105		
<b>G Check all that apply.</b>	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
<b>H Check type of organization:</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$</b> 5,827,414.		<b>J Accounting method:</b> <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	52,739.	52,739.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	141,596.			
	b Gross sales price for all assets on line 6a	368,592.			
	7 Capital gain net income (from Part IV, line 2)		141,596.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	-41,036.	-41,036.		ATCH 2	
12 <b>Total.</b> Add lines 1 through 11	153,299.	153,299.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,580.	1,475.		2,105.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,183.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	96.	96.		
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	9,859.	1,571.		2,105.
	25 Contributions, gifts, grants paid	499,250.			499,250.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	509,109.	1,571.	0	501,355.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-355,810.				
b <b>Net investment income</b> (if negative, enter -0-)		151,728.			
c <b>Adjusted net income</b> (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

JSA \*\* ATCH 4

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Operating and Administrative Expenses

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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 . . . . .	1,000.	1,000.	1,000.
	2	Savings and temporary cash investments . . . . .	95,089.	23,832.	23,832.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .	3,720.	6,200.	6,200.
	10 a	Investments - U.S. and state government obligations (attach schedule) . .			
	b	Investments - corporate stock (attach schedule) <b>ATCH 6</b> . .	2,897,857.	2,670,860.	5,468,662.
	c	Investments - corporate bonds (attach schedule) . . . . .			
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) <b>ATCH 7</b> . . . . .	188,730.	128,694.	327,720.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶) . . . . .				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	3,186,396.	2,830,586.	5,827,414.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
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 . . . . .	3,186,396.	2,830,586.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	3,186,396.	2,830,586.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	3,186,396.	2,830,586.	

## 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	3,186,396.
2	Enter amount from Part I, line 27a . . . . .	2	-355,810.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	2,830,586.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,830,586.

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**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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	141,596.	
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	551,622.	5,591,241.	0.098658
2009	1,379,919.	5,489,598.	0.251370
2008	708,500.	5,578,194.	0.127012
2007	765,285.	6,838,726.	0.111905
2006	1,722,332.	6,611,758.	0.260495
2 Total of line 1, column (d)			2 0.849440
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 0.169888
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 5,507,640.
5 Multiply line 4 by line 3			5 935,682.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,517.
7 Add lines 5 and 6			7 937,199.
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.			8 501,355.

**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 <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	3,035.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2 . . . . .		3	3,035.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	3,035.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a	6,200.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c		
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	6,200.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	3,165.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 3,165. Refunded <input type="checkbox"/> . . . . .	11		

**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)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
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? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO, . . . . .		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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**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 <b>N/A</b>				
14	The books are in care of <b>MARY LANGENBERG</b> Telephone no <b>314-863-3072</b> Located at <b>801 SOUTH SKINKER, 17B ST. LOUIS, MO</b> ZIP + 4 <b>63105</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No

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

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

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

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**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**

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? ☐ **6b** X

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? ☐ **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
ATTACHMENT 8		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 ☐

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**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		
<b>Total number of others receiving over \$50,000 for professional services</b> . . . . . ►		

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total. Add lines 1 through 3</b> . . . . . ►	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	5,504,449.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	87,064.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,591,513.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,591,513.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	83,873.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,507,640.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	275,382.

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	275,382.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	3,035.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,035.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	272,347.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	272,347.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	272,347.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	501,355.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	501,355.
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	501,355.

**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 . . . . .				272,347.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only . . . . .				
b Total for prior years 20 09, 20 08, 20 07 . . . . .				
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . . . 1,412,080.				
b From 2007 . . . . . 433,118.				
c From 2008 . . . . . 430,549.				
d From 2009 . . . . . 1,112,845.				
e From 2010 . . . . . 278,243.				
f Total of lines 3a through e . . . . .	3,666,835.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 501,355.				
a Applied to 2010, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2011 distributable amount . . . . .				272,347.
e Remaining amount distributed out of corpus . . . . .	229,008.			
5 Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	3,895,843.			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
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 . . . . .				
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 . . . . .				
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) . . . . .	1,412,080.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	2,483,763.			
10 Analysis of line 9.				
a Excess from 2007 . . . . . 433,118.				
b Excess from 2008 . . . . . 430,549.				
c Excess from 2009 . . . . . 1,112,845.				
d Excess from 2010 . . . . . 278,243.				
e Excess from 2011 . . . . . 229,008.				

Form 990-PF (2011)

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

ATTACHMENT 9

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

WRITTEN REQUESTS ONLY

**c** Any submission deadlines:

NONE

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

NO RESTRICTIONS

**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
<b>a</b> Paid during the year				
ATTACHMENT 10				
<b>Total</b> . . . . .			<b>3a</b>	499,250.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			<b>3b</b>	

## Enter gross amounts unless otherwise indicated

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

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

[illegible]



**FIFTH AMENDMENT**  
**TO**  
**INDENTURE OF TRUST**  
**KNOWN AS THE PERSHING CHARITABLE TRUST**

I, OLIVER M. LANGENBERG, of the County of St. Louis, Missouri, pursuant to the power reserved under paragraph (d) of that certain Indenture of Trust which I established on October 21, 1968, as heretofore amended by First Amendment thereto dated May 25, 1993, Second Amendment thereto dated January 2, 2001, Third Amendment thereto dated March 13, 2002 and Fourth Amendment thereto dated November 9, 2005, of which myself and Mary Booth Langenberg are currently acting as Trustees (such Indenture of Trust as heretofore amended being hereinafter sometimes referred to as "the Pershing Charitable Trust"), hereby further amend the Pershing Charitable Trust as follows:

**FIRST:** I hereby delete subparagraph (i) of paragraph (c) of the Pershing Charitable Trust, in its entirety, and insert in lieu thereof the following subparagraph (i):

"(i) Upon my death, my step-son, WILLIAM L. POLK, JR., and MARIAN V. MEHAN shall become co-Trustees with my spouse, MARY BOOTH LANGENBERG. At such time as my said step-son and MARIAN V. MEHAN shall be entitled to act as co-Trustees with my said spouse, my said step-son, my said spouse and MARIAN V. MEHAN shall each thereafter, while acting as a Trustee, possess all of the Trustee succession powers (hereinafter described); provided, however, that at any time my said step-son is acting as a Trustee, my said step-son shall serve as chairman of the Trustees.

Any persons or person who shall at any time possess all of the "Trustee succession powers" pursuant to this subparagraph (i) shall thereby by written notice delivered to the Trustees have the right to: (a) appoint any individual or corporate Trustees or Trustee as such persons or person shall select to serve immediately as Trustees or a Trustee, or as successor Trustees or a successor Trustee to any Trustee hereunder; (b) designate that the individual or some or all of the individuals thereby appointed shall have the power, while acting as a Trustee, to exercise all of the Trustee succession powers or such fewer number of the Trustee succession powers specified in such written notice; (c) revoke the appointment of a Trustee who or which shall not yet have become a Trustee; and (d) remove any acting Trustee. No individual shall be entitled to participate in revoking the appointment of or removing any Trustee that such individual did not initially participate in appointing; provided, however, that any persons

or person appointing Trustees pursuant to this subparagraph (i) shall have the power to confer upon the individual or any of the individuals being appointed the power to revoke the appointment of or remove any Trustee appointed by such persons or person. An individual appointed as a Trustee pursuant to this subparagraph (i) shall have the power to exercise only those of the Trustee succession powers conferred upon such individual by such appointment. If there shall be more than one individual who shall at any time be entitled to exercise any one of the Trustee succession powers, such power shall be exercisable jointly by such individuals or by a majority of them, if there shall be more than two (2). If any individual shall participate in the exercise of the right and power conferred under this subparagraph (i) to remove an acting Trustee, such individual shall thereafter, anything herein to the contrary notwithstanding, not have the power to participate in the appointment of any Trustee who or which shall be related or subordinate to such individual within the meaning of Section 672(c) of Chapter 13 of the Internal Revenue Code, herein sometimes referred to as "said Code," or any corresponding provisions of said Code hereafter in effect. If a person shall no longer be eligible to act as a Trustee by reason of divorce or annulment, such person shall thereupon cease to possess any of the Trustee succession powers. If any individual entitled to serve as a successor Trustee hereunder shall be unable or unwilling to do so, either before or after having qualified as such, such individual or corporate Trustees or Trustee able and willing to serve and appointed in an unrevoked appointment in accordance with the provisions of this subparagraph (i) to serve as successors or a successor to such individual shall become Trustees or a Trustee in such individual's place and stead. If there shall be no Trustee able and willing to serve so appointed as a successor Trustee, the remaining Trustees or Trustee shall continue to act."

SECOND: I hereby delete paragraph (g) of the Pershing Charitable Trust, in its entirety, and insert in lieu thereof the following paragraph (g):

"(g) The Pershing Charitable Trust shall continue forever unless and until the earlier of (1) the Trustees shall terminate the Trust by written declaration of termination, which termination may be effected by the Trustees at any time, in the Trustees' absolute discretion, or (2) all Trustees named or appointed pursuant to subparagraph (i) of paragraph (c) hereof shall be unable or unwilling to act as Trustees; provided, however, that the Pershing Charitable Trust shall not extend beyond the maximum period permitted under Missouri law. At such time as the Pershing Charitable Trust shall be terminated, the Trustees shall forthwith distribute all such trust assets, free from trust as follows:

(i) the Trustees shall distribute such assets to such charitable organizations or charitable organization in such proportions and amounts as my step-son, WILLIAM L. POLK, JR., or MARIAN V. MEHAN shall appoint, in their sole discretion, by his or her written notice to the Trustees referring specifically to this special power of appointment. Any such appointment shall be effected by the delivery of a written notice of such appointment to the Trustees. Such appointment may be revoked or amended at any time before the final distribution of assets. The terms "charitable organizations" and "charitable organization" as used in this subparagraph (i) shall mean any organizations or



organization described in each of Sections 170(c), 2055(a) and 2522(a) of said Code, or corresponding provisions of said Code in effect at the time of the distribution of any assets pursuant to this subparagraph (i); or,

(ii) if my step-son, WILLIAM L. POLK, and/or MARIAN V. MEHAN shall fail in whole or in part to exercise such power, the assets of the trust estate with respect to which my step-son, WILLIAM L. POLK, and/or MARIAN V. MEHAN shall have failed to exercise such power shall forthwith be distributed to THE DONALD DANFORTH PLANT SCIENCE CENTER, St. Louis, Missouri, for its general, unrestricted purposes."

IN WITNESS WHEREOF, I have executed this Fifth Amendment to the Pershing Charitable Trust on the 24 day of Oct., 2007, and the same has been accepted by the Trustees.

  
OLIVER M. LANGENBERG

Accepted this 24<sup>th</sup> day of Oct., 2007.

  
OLIVER M. LANGENBERG

  
MARY BOOTH LANGENBERG

Trustees

STATE OF MISSOURI     )  
                                      ) SS.  
City OF ST. LOUIS     )

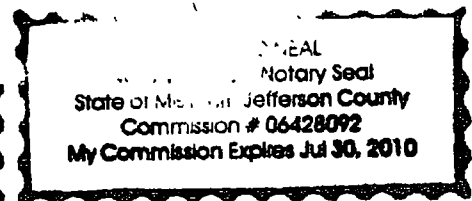
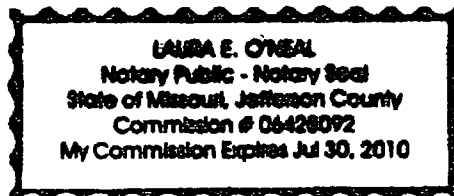
On this 24<sup>th</sup> day of October, 2007, before me personally appeared OLIVER M. LANGENBERG, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the City and State aforesaid, the day and year first above written.

Laura E. O'Neal  
Notary Public

My Commission expires: 7/30/2010

1387301 3



**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
57,884.		100 SHARES GOOGLE PROPERTY TYPE: SECURITIES 52,508.				P	09/22/2011	06/19/2012
							5,376.	
228,838.		10,000 SHARES AMERICA MOVIL SERIES L PROPERTY TYPE: SECURITIES 127,024.				P	VARIOUS	VARIOUS
							101,814.	
56,692.		1,500 SHARES PHILLIPS 66 PROPERTY TYPE: SECURITIES 23,765.				P	02/23/2004	06/19/2012
							32,927.	
25,178.		280 SHARES STERICYCLE PROPERTY TYPE: SECURITIES 23,699.				P	02/11/2011	08/20/2012
							1,479.	
TOTAL GAIN(LOSS) .....							<u>141,596.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WELLS FARGO	52,739.	52,739.
TOTAL	<u>52,739.</u>	<u>52,739.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PASS THROUGH INCOME - KINDER MORGAN	-41,036.	-41,036.
TOTALS	-41,036.	-41,036.

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX RETURN PREPARATION BOOKKEEPING SERVICES	2,950. 630.	1,475.		1,475. 630.
TOTALS	<u>3,580.</u>	<u>1,475.</u>		<u>2,105.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAXES	6,183.
TOTALS	<u>6,183.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT EXPENSES	96.	96.
TOTALS	96.	96.



FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WELLS FARGO LISTING ATTACHED	2,670,860.	5,468,662.
TOTALS	<u>2,670,860.</u>	<u>5,468,662.</u>

**Portfolio Holdings**  
**Net - Industry Group**

Prepared For:

6038-8624  
PERSHING CHARITABLE TR  
MARY B. LANGENBERG TTEE  
U/A DTD 08/21/1988  
801 SOUTH SKINKER BLVD  
APT 17 B  
SAINT LOUIS MO 63105-3285

Quantity	Name	Security	Open Date	Mkt Price	Unit Cost	Cost Amount	Value	Unrealized	%Gain Loss	Income	Curr Yield	% of Port
<b>Liquid Assets</b> Balances as of previous day's close												
	CASH BALANCE					-95.00	-95.00					
	MONEY MARKET BALANCE					23,928.83	23,928.83					
Summary						23,831.83	23,831.83					
Liquid Assets Summary						23,831.83	23,831.83					
<b>Equities</b>												
<b>Chemical-Diversified</b>												
5,000	SIGMA ALDRICH CORP	SIAL	6/8/2009*	72.6800	18.8900	84,461.75*	363,450.00	278,988.25	330.36	4,000.00	1.1	6.27
Chemical-Diversified Summary						84,461.75	363,450.00	278,988.25		4,000.00		6.27
<b>Data Processing</b>												
3,000	INTERNATIONAL BUSINESS MACHINE CORP	IBM	7/15/2009*	205.8100	117.1227	351,368.10*	617,730.00	266,361.90	75.81	10,200.00	1.7	10.68
Data Processing Summary						351,368.10	617,730.00	266,361.90		10,200.00		10.68
<b>Miscellaneous</b>												
8,250	BERKSHIRE HATHAWAY INC SERIES B NEW	BRK'B	10/22/2001*	88.2600	57.8151	361,344.68*	551,825.00	190,280.32	52.66			8.52
13,000	EXPRESS SCRIPTS HLDG CO	ESRX	8/15/2002*	84.2500	5.5042	71,554.87*	835,250.00	763,695.13	1,087.29			14.41
7,720	STERICYCLE INC	SRCL	8/25/2010*	88.9650	73.4037	568,677.18*	684,761.40	128,084.22	22.80			11.88
Miscellaneous Summary						998,576.73	2,081,836.40	1,082,068.87				35.82
<b>Office Equipment</b>												
800	APPLE INC	AAPL	9/20/2010*	681.3200	308.8876	247,094.15*	545,056.00	297,961.85	120.59	8,480.00	1.6	9.40
Office Equipment Summary						247,094.15	545,056.00	297,961.85		8,480.00		9.40
<b>Oil &amp; Gas</b>												
2,000	APACHE CORP COMMON	APA	12/20/2002*	88.8400	27.8173	55,634.76*	173,680.00	118,045.24	212.18	1,360.00	0.8	3.00
3,000	CONOCOPHILLIPS	COP	2/23/2004*	57.3900	28.6558	78,967.60*	172,170.00	92,202.40	115.30	7,920.00	4.6	2.67
4,000	KINDER MORGAN ENERGY PARTNERS LP UNIT LTD PARTNERSHIP INT	KMP	11/30/2009*	81.9300	61.5148	246,059.20*	327,720.00	81,660.80	33.19	19,680.00	6.0	5.65
Oil & Gas Summary						381,661.56	673,570.00	291,908.44		26,860.00		11.62
<b>Railroads</b>												
2,000	NORFOLK SOUTHERN CORP	NSC	9/16/2009*	64.1800	48.5833	99,166.76*	128,360.00	28,193.24	29.44	4,000.00	3.1	2.21
5,000	UNION PACIFIC CORP	UNP	8/17/2010*	116.5100	66.6039	426,076.56*	692,650.00	163,530.44	38.12	12,000.00	2.0	10.22
Railroads Summary						525,186.32	720,910.00	192,723.68		16,000.00		12.43
<b>Restaurants</b>												

A-1

Portfolio Holdings  
Net - Industry Group

Prepared For:  
5038-8524  
PERSHING CHARITABLE TR  
MARY B. LANGENBERG TTEE  
U/A DTD 08/21/1988

Quantity	Name	Security	Open Date	Mkt Price	Unit Cost	Cost Amount	Value	Unrealized	% Gain Loss	Income	Curr Yield	% of Port
<b>Equities - Continued</b>												
<b>Restaurants - Continued</b>												
4,000	MCDONALDS CORP	MCD	2/1/2010*	93.2700	68.3873	273,469.30*	373,080.00	19,610.70	38.42	12,320.00	3.3	8.44
	Restaurants Summary					273,469.30	373,080.00	19,610.70		12,320.00		8.44
<b>Retail Stores</b>												
5,000	O'REILLY AUTOMOTIVE INC	ORLY	2/12/2001*	84.1800	10.2223	51,111.50*	420,950.00	389,838.50	723.59			7.28
	Retail Stores Summary					51,111.50	420,950.00	389,838.50				7.28
	Equities Summary					2,819,919.41	5,786,382.40	2,879,482.99		78,980.00		100.00
	Report Summary					2,840,761.24	5,820,214.23	2,879,482.99		78,980.00		100.00

DTP < 327,720 >

DTP < 246,059 >

5,468,662

2,670,860

Equities

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 7

DESCRIPTION

ENDING  
BOOK VALUE

ENDING  
FMV

KINDER MORGAN

128,694.

327,720.

TOTALS

128,694.

327,720.

PERSHING CHARITABLE TRUST

43-6103545

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

ATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MARY B. LANGENBERG 801 SOUTH SKINKER, 17B ST. LOUIS, MO 63105	TRUSTEE 1.00	0	0	0
WILLIAM L. POLK, JR. 1 ST. ANDREWS ST. LOUIS, MO 63124	TRUSTEE 1.00	0	0	0
MARIAN MEHAN 600 WASHINGTON AVENUE, STE 2500 ST. LOUIS, MO 63101	TRUSTEE 1.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 9

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MARY LANGENBERG  
801 SOUTH SKINKER, 17B

314-863-3072  
ST. LOUIS, MO 63105

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE LISTING ATTACHED	NONE PUBLIC	GENERAL FUNDING	499,250.
			TOTAL CONTRIBUTIONS PAID
			499,250.

PERSHING DISBURSEMENTS BEGINNING OCTOBER 1, 2011				
1-Dec-11	\$4,000.00	100 Needlest Cases		Ck #087568549
1-Dec-11	\$5,000.00	AIM High		Ck #087568547
1-Dec-11	\$5,000.00	Access Academies		Ck #087568548
1-Dec-11	\$5,000.00	Almost Home		Ck #087568550
1-Dec-11	\$5,000.00	Alzheimer's Association		Ck #087568551
22-Jun-12	\$2,500.00	American Cancer Society		Ck #087580256
22-Jun-12	\$5,000.00	American Red Cross		Ck #087580269
23-Aug-12	\$5,000.00	Arts & Education Council		Ck #087583270
22-Jun-12	\$3,000.00	Berea College		Ck #087580259
22-Jun-12	\$500.00	Boy Scouts of America		Ck #087580260
22-Jun-12	\$12,000.00	Cato Institute		Ck #087580261
19-Jun-12	\$3,000.00	Central Institute for the Deaf		Ck #087580075
19-Jun-12	\$10,000.00	Character Plus		Ck #087580076
26-Jul-12	\$15,000.00	Chautauqua Foundation		Ck #087581846
1-Dec-11	\$500.00	Church of St. Michael / Kid's ECM		Ck #087568552
19-Jun-12	\$5,000.00	Church of St. Michael / Hunger Min		Ck #087580077
19-Jun-12	\$5,000.00	Church of St. Michael / Shelter Min		Ck #087580078
23-Aug-12	\$30,000.00	City Academy		Ck #087583273
22-Jun-12	\$2,250.00	Craft Alliance		Ck #087580296
22-Jun-12	\$3,000.00	De La Salle Middle School		Ck #087580262
22-Jun-12	\$1,000.00	Energy Care		Ck #087580263
1-Dec-11	\$5,000.00	Food Outreach		Ck #087568553
22-Jun-12	\$10,000.00	Forest Park Forever		Ck #087580265
22-Jun-12	\$4,000.00	Gateway EITC		Ck #087580264
1-Dec-11	\$500.00	Gateway Greening		Ck #087568554
19-Jun-12	\$4,000.00	Girls, Inc.		Ck #087580079



23-Aug-12	\$3,000.00	Girl on the Run	Ck #087583271
1-Dec-11	\$7,000.00	Good Shepherd School	Ck #087568555
23-Aug-12	\$1,000.00	Hope Happens	Ck #087583272
19-Jun-12	\$5,000.00	Independence Center	Ck #087580080
22-Jun-12	\$1,000.00	Lila Childress Amsel Children's Fdtn	Ck #087580258
22-Jun-12	\$1,500.00	Lindenwood University	Ck #087580266
22-Jun-12	\$4,000.00	Mackinac Center	Ck #087580268
1-Dec-11	\$3,000.00	MICDS	Ck #087568556
22-Jun-12	\$5,000.00	Missouri Botanical Garden	Ck #087580267
1-Dec-11	\$2,500.00	Missouri Colleges Fund	Ck #087568557
1-Dec-11	\$2,500.00	Nashotah House	Ck #087568558
22-Jun-12	\$2,500.00	Nashotah House	Ck #087580270
22-Jun-12	\$2,500.00	National Eczema Association	Ck #087580271
19-Jun-12	\$5,000.00	Nine Network	Ck #087580087
19-Jun-12	\$10,000.00	Opera Theatre of St. Louis	Ck #087580082
1-Dec-11	\$15,000.00	Operation Food Search	Ck #087568559
22-Jun-12	\$4,000.00	Princeton Neuroscience Institute	Ck #087580276
19-Jun-12	\$10,000.00	Project Peanut Butter	Ck #087580083
1-Dec-11	\$5,000.00	Provident	Ck #087568560
1-Dec-11	\$15,000.00	Ranken Technical College	Ck #087568561
1-Dec-11	\$5,000.00	St. Joseph Institute for the Deaf	Ck #087568562
22-Jun-12	\$5,000.00	St. Louis ARC	Ck #087580272
19-Jun-12	\$10,000.00	St. Louis Beacon	Ck #087580084
2-May-12	\$10,000.00	St. Louis Children's Hospital	Ck #087577939
22-Jun-12	\$10,000.00	St. Louis Mercantile Library	Ck #087580274
1-Dec-11	\$10,000.00	St. Louis Public Radio	Ck #087568564
23-Aug-12	\$5,000.00	St. Louis Science Center	Ck #087583276
23-Aug-12	\$6,000.00	St. Louis Society	Ck #087583274

1-Dec-11	\$50,000.00	St. Louis Symphony	Ck #087568563
19-Jun-12	\$12,500.00	St. Louis Zoo	Ck #087580085
15-Nov-11	\$50,000.00	St. Stephen's Episcopal Church	Ck #087567286
23-Aug-12	\$4,000.00	St. Vincent Home for Children	Ck #087583275
22-Jun-12	\$10,000.00	Salvation Army	Ck #087580273
1-Dec-11	\$1,500.00	Sheldon Arts Foundation	Ck #087568565
1-Dec-11	\$5,000.00	Sherwood Forest Camp	Ck #087568566
26-Jul-12	\$5,000.00	Tanzanian Children's Fund	Ck #087581845
19-Jun-12	\$10,000.00	Teach for America	Ck #087580086
19-Jun-12	\$25,000.00	Washington University - Weidenbaum	Ck #087580081
22-Jun-12	\$5,000.00	Webster University	Ck #087580257
1-Dec-11	\$2,500.00	Wyman	Ck #087568568
1-Dec-11	\$3,000.00	YMCA - Downtown	Ck #087568567
	\$499,250.00	Total as of August 23, 2012	

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
PASS THROUGH INCOME - KINDER MORGAN			01	-41,036.	
TOTALS				<u>-41,036.</u>	

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

**2011**

Department of the Treasury  
Internal Revenue Service

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

Name of estate or trust

PERSHING CHARITABLE TRUST

Employer identification number

43-6103545

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	5,376.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	5,376.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	136,220.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	136,220.

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

Schedule D (Form 1041) 2011

**Part III Summary of Parts I and II****Caution:** Read the instructions *before* completing this part.

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		5,376.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		136,220.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		141,596.

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

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( )
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**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

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

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

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

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

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

Schedule D (Form 1041) 2011

Department of the Treasury  
Internal Revenue Service •

► See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2011

Name of estate or trust

PERSHING CHARITABLE TRUST

Employer identification number

43-6103545

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

[illegible]

<b>1b Total.</b> Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . .	5,376.
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**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2011

Employer identification number

[illegible]

Schedule D-1 (Form 1041) 2011