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

2011

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

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

Name of foundation: CLAUDE & DELA CHILCUTT TRUST R76919001
 Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0117
 Room/suite: _____
 City or town, state, and ZIP code: CHICAGO, IL 60603

A Employer identification number
75-6014433

B Telephone number (see instructions)
(866) 888-5157

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 671,418.

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 checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	11,831.	11,811.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-16,784.			
b	Gross sales price for all assets on line 6a	254,932.			
7	Capital gain net income (from Part IV, line 2)				
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)				
12	Total. Add lines 1 through 11	-4,953.	11,811.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	7,506.	5,630.		1,877.
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. 1	885.	438.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT. 2	100.			100.
24	Total operating and administrative expenses. Add lines 13 through 23	8,491.	6,068.		1,977.
25	Contributions, gifts, grants paid	32,317.			32,317.
26	Total expenses and disbursements. Add lines 24 and 25	40,808.	6,068.		34,294.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-45,761.			
b	Net investment income (if negative, enter -0-)		5,743.		
c	Adjusted net income (if negative, enter -0-)				

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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	107.		
	2	Savings and temporary cash investments	23,297.	14,337.	14,337.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	552,274.	495,903.	506,592.
	c	Investments - corporate bonds (attach schedule)	126,555.	80,553.	81,324.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)		65,679.	69,165.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	702,233.	656,472.	671,418.	
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	702,233.	656,472.	
	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)	702,233.	656,472.		
31	Total liabilities and net assets/fund balances (see instructions)	702,233.	656,472.		

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)	1 702,233.
2	Enter amount from Part I, line 27a	2 -45,761.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 656,472.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 656,472.

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 249,970.		271,716.	-21,746.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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		
a			-21,746.	
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	-16,784.
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	33,033.	713,500.	0.046297
2009	29,425.	663,003.	0.044381
2008	39,263.	584,965.	0.067120
2007	40,386.	804,833.	0.050179
2006	38,279.	859,376.	0.044543
2 Total of line 1, column (d)			2 0.252520
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 0.050504
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 663,931.
5 Multiply line 4 by line 3			5 33,531.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 57.
7 Add lines 5 and 6			7 33,588.
8 Enter qualifying distributions from Part XII, line 4			8 34,294.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Total credits and payments'. Total amount owed is 443, with 60 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and IRS reporting. Includes 'Yes' and 'No' columns with 'X' marks.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of JP MORGAN CHASE BANK, NA Telephone no. (866) 888-5157
Located at 10 S DEARBORN ST; MC: IL1-0117, CHICAGO, IL ZIP + 4 60603
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? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No X
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)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes No X
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? Yes No X
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

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 Yes No
 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? 5b 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 Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3		7,506.	-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 NONE	

2	

3	

4	

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

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

Amount

1 NONE	

2	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3	

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	631,533.
b	Average of monthly cash balances	1b	42,509.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	674,042.
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	674,042.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,111.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	663,931.
6	Minimum investment return. Enter 5% of line 5	6	33,197.

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	33,197.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	57.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	57.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	33,140.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	33,140.
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	33,140.

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	34,294.
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	34,294.
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	57.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	34,237.

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				33,140.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			32,317.	
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>34,294.</u>				
a Applied to 2010, but not more than line 2a			32,317.	
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				1,977.
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				31,163.
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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

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 4

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
<p>a Paid during the year</p> <p>SEE STATEMENT 6</p>				
Total ▶ 3a				32,317.
b Approved for future payment				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	447.	
FOREIGN TAXES ON QUALIFIED FOR	397.	397.
FOREIGN TAXES ON NONQUALIFIED	41.	41.
TOTALS	885.	438.

CLAUDE & DELA CHILCUTT TRUST R76919001

75-6014433

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
ADMINISTRATIVE EXPENSE	100.	100.
TOTALS	----- 100. =====	----- 100. =====

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

OFFICER NAME:

JP MORGAN CHASE BANK, NA

ADDRESS:

10 S DEARBORN ST; MC: IL1-0117
CHICAGO, IL 60603

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 7,506.

TOTAL COMPENSATION: 7,506.
=====

CLAUDE & DELA CHILCUTT TRUST R76919001
FORM 990PF, PART XV - LINES 2a - 2d

75-6014433

=====

RECIPIENT NAME:

JP MORGAN CHASE BANK, NA

ADDRESS:

420 THROCKMORTON

FORT WORTH, TX 76102

RECIPIENT'S PHONE NUMBER: 817-884-4159

FORM, INFORMATION AND MATERIALS:

NAME OF ORGANIZATION, PURPOSE, AMOUNT,

PURPOSE OF REQUEST, & BOARD MEMBERS

SUBMISSION DEADLINES:

SEPTEMBER 30

RESTRICTIONS OR LIMITATIONS ON AWARDS:

INDIGENT CANCER & DIABETES PATIENTS RESIDING IN

PARKER CO, TX & MATCHED

STATEMENT 4

RECIPIENT NAME:
AMY GUNTER, MD
ADDRESS:
914 FOSTER LANE
WEATHERFORD, TX 76086
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,950.

RECIPIENT NAME:
JAMES K ROLAND, MD
ADDRESS:
710 E ANDERSON ST STE 102
WEATHERFORD, TX 76086
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,772.

RECIPIENT NAME:
MARK C EIDSON, MD
ADDRESS:
710 E ANDERSON ST STE 104
WEATHERFORD, TX 76086
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 8,016.

RECIPIENT NAME:
JAMES B NEWTON, MD
ADDRESS:
710 E ANDERSON ST
WEATHERFORD, TX 76086
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,607.

RECIPIENT NAME:
JOHN H THOMPSON, MD
ADDRESS:
707 STATE ST
WEATHERFORD, TX 76086
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 12,972.

TOTAL GRANTS PAID: 32,317.
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CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	491,523.58	506,591.92	15,068.34	7,352.36	76%
Alternative Assets	67,941.01	69,165.19	1,224.18	1,704.36	10%
Cash & Fixed Income	122,472.70	95,417.12	(27,055.58)	2,563.93	14%
Market Value	\$681,937.29	\$671,174.23	(\$10,763.06)	\$11,620.65	100%

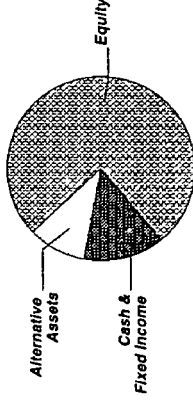
INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	7,079.91	244.05	(6,835.86)
Accruals	297.66	704.37	406.71
Market Value	\$7,377.57	\$948.42	(\$6,429.15)

Cost Summary

	Cost
Equity	495,902.39
Cash & Fixed Income	94,645.83
Total	\$590,548.22

Asset Allocation



J.P. Morgan

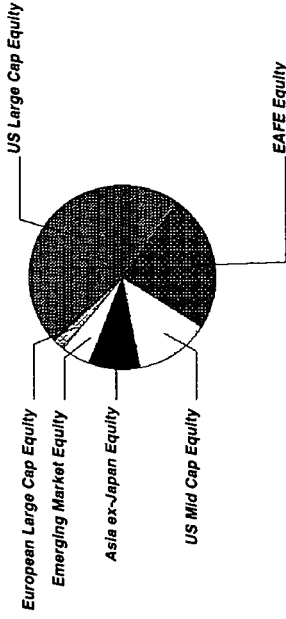


CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	234,591.52	239,957.85	5,366.33	36%
US Mid Cap Equity	64,585.32	65,754.48	1,169.16	10%
EAFE Equity	108,075.17	118,364.94	10,289.77	18%
European Large Cap Equity	0.00	6,653.22	6,653.22	1%
Japanese Large Cap Equity	12,539.04	0.00	(12,539.04)	
Asia ex-Japan Equity	47,039.48	49,758.76	2,719.28	7%
Emerging Market Equity	24,693.05	26,102.67	1,409.62	4%
Total Value	\$491,523.58	\$506,591.92	\$15,068.34	76%

Asset Categories



Equity as a percentage of your portfolio - 76 %

Market Value/Cost	Current Period Value
Market Value	506,591.92
Tax Cost	495,902.39
Unrealized Gain/Loss	10,689.53
Estimated Annual Income	7,352.36
Accrued Dividends	404.43
Yield	1.45%

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CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div.	Yield
US Large Cap Equity							
EDGEWOOD GROWTH FUND 0075W0-75-9 EGFI X	13.77	1,251.027	17,226.64	14,612.00	2,614.64		
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	17.38	1,248.327	21,695.92	19,960.75	1,735.17	219.70	1.01%
HARTFORD CAPITAL APPRECIATION FUND 416649-30-9 ITHI X	32.58	1,057.456	34,451.92	31,840.00	2,611.92	658.79	1.91%
JPM INTREPID AMERICA FD - SEL FUND 1206 4812A2-10-8 JPIA X	26.67	624.805	16,663.55	14,396.79	2,266.76	127.46	0.76%
JPM TAX AWARE EQUITY FD - SEL 48121L-57-7 JPES X	19.86	1,455.269	28,901.64	26,004.28	2,897.36	328.89	1.14%
JPM TRI GROWTH ADVANTAGE FD - SEL FUND 1567 4812A3-71-8 JGAS X	10.20	2,771.043	28,264.64	25,500.01	2,764.63		
JPM US LRGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	23.16	1,272.762	29,477.17	25,215.50	4,261.67	162.91	0.55%
PARNASSUS FD EQTY INCM INST 701769-40-8 PRIL X	29.84	697.226	20,805.22	19,104.00	1,701.22	285.86	1.37%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	143.97	295.000	42,471.15	38,184.47	4,286.68	841.34	1.98%
Total US Large Cap Equity			\$239,957.85	\$214,817.80	\$25,140.05	\$2,624.95	1.09%
						\$388.57	

J.P. Morgan



CLAUDE AND DELA CHILCUTT TRUST ACCT. F76919001
As of 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
US Mid Cap Equity							
ASTON OPTIMUM MID CAP FUND I 00078H-15-8 ABMI X	34.01	891,741	30,328.11	29,482.00	846.11	120.38	0.40%
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	98.68	210,000	20,722.80	19,360.37	1,362.43	257.67	1.24%
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	10.92	1,346,481	14,703.57	14,883.00	(179.43)	127.91 15.86	0.87%
Total US Mid Cap Equity			\$65,754.48	\$63,725.37	\$2,029.11	\$505.96 \$15.86	0.77%
EAFE Equity							
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	32.45	999,306	32,427.48	36,784.00	(4,356.52)	758.47	2.34%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	53.00	363,000	19,239.00	22,545.64	(3,306.64)	623.63	3.24%
IVY GLOBAL NATURAL RESOURCE-I 465899-50-8 IGNI X	17.27	700,160	12,091.76	13,128.00	(1,036.24)		
JPM INTL VALUE FD - SEL FUND 1296 4812A0-56-5 JIES X	12.13	1,684,827	20,436.95	24,691.23	(4,254.28)	719.42	3.52%
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND 563821-54-5 EXWA X	7.44	1,660,978	12,357.68	14,600.00	(2,242.32)	398.63	3.23%



CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
EAFE Equity							
MFS INTL VALUE-I 55273E-82-2 MINI X	27.97	779 838	21,812.07	19,502.00	2,310.07	322.85	1.48%
Total EAFE Equity			\$118,364.94	\$131,250.87	(\$12,885.93)	\$2,823.00	2.39%
European Large Cap Equity							
VANGUARD MSCI EUROPE ETF 922042-87-4 VGK	45.26	147,000	6,653.22	7,131.76	(478.54)	438.94	6.60%
Asia ex-Japan Equity							
COLUMBIA FDS SER TR II MASS ASIA PC JP R5 19763P-57-2 TAPR X	12.40	1,714,901	21,264.77	19,104.00	2,160.77	315.54	1.48%
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	16.34	1,743,818	28,493.99	29,103.08	(609.09)	261.57	0.92%
Total Asia ex-Japan Equity			\$49,758.76	\$48,207.08	\$1,551.68	\$577.11	1.16%
Emerging Market Equity							
DELAWARE EMERGING MARKETS FUND 245914-81-7 DEMI X	13.51	893,154	12,066.51	14,612.00	(2,545.49)	149.15	1.24%
JOHN HANCOCK II-EMG MKTS-I 47804B-19-5 JEV I X	10.17	711,485	7,235.80	8,295.92	(1,060.12)		

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CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
Emerging Market Equity							
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	41.72	163,000	6,800.36	7,861.59	(1,061.23)	233.25	3.43%
Total Emerging Market Equity			\$26,102.67	\$30,769.51	(\$4,666.84)	\$382.40	1.47%

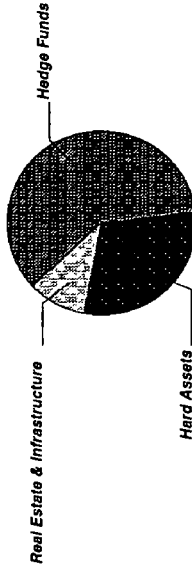


CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	39,730.68	40,115.24	384.56	6%
Real Estate & Infrastructure	6,861.73	6,704.25	(157.48)	1%
Hard Assets	21,348.60	22,345.70	997.10	3%
Total Value	\$67,941.01	\$69,165.19	\$1,224.18	10%

Asset Categories



Alternative Assets Detail

Alternative Assets as a percentage of your portfolio - 10 %

Hedge Funds	Price	Quantity	Estimated Value	Cost
AIM INVT FDS BAL RISK ALL Y 00141V-69-7 ABRV X	13.16	1,047.407	13,783.88	12,925.00
EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11.04	1,192.327	13,163.29	13,067.90

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	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9.96	1,322.095	13,168.07	13,590.03
Total Hedge Funds			\$40,115.24	\$39,582.93

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc. Accrued Div	Yield
Real Estate & Infrastructure						
JPM REALTY INCOME FD - INSTL FUND 1372 904504-50-3 URTL X	584.50	6,827.00		6,704.25	132.68 23.60	1.98%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).



CLAUDE AND DELA CHILCUTT TRUST ACCT. F76919001
As of 9/30/12

	Price	Quantity	Estimated Value	Cost
Hard Assets				
SPDR GOLD TRUST 78463V-10-7 GLD	171.89	130 000	22,345.70	19,269 12

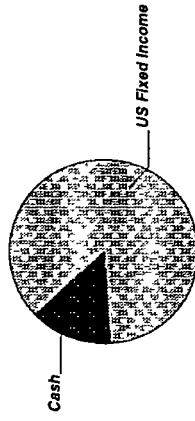


CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	41,453.99	14,093.18	(27,360.81)	2%
US Fixed Income	81,018.71	81,323.94	305.23	12%
Total Value	\$122,472.70	\$95,417.12	(\$27,055.58)	14%

Market Value/Cost	Current Period Value
Market Value	95,417.12
Tax Cost	94,645.83
Unrealized Gain/Loss	771.29
Estimated Annual Income	2,563.93
Accrued Interest	162.00
Yield	2.68%



SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	95,417.12	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	14,093.18	14%
International Bonds	13,941.11	14%
Mutual Funds	67,382.83	72%
Total Value	\$95,417.12	100%

Cash & Fixed Income as a percentage of your portfolio - 14 %



CLAUDE AND DELA CHILCUTT TRUST ACCT. R76919001
As of 9/30/12

Note. ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	14,093.18	14,093.18	14,093.18		4.22	0.03% ¹
US Fixed Income							
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11.74	1,187.49	13,941.11	14,142.98	(201.87)	476.18 43.94	3.42%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8.08	1,737.06	14,035.44	14,296.06	(260.62)	922.37 76.43	6.57%
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	11.02	3,479.83	38,347.72	37,187.61	1,160.11	539.37 31.32	1.41%
JPM TR I MLT SC INCM SL 48121A-29-0	10.18	1,473.45	14,999.67	14,926.00	73.67	621.79 10.31	4.15%
Total US Fixed Income			\$81,323.94	\$80,552.65	\$771.29	\$2,559.71 \$162.00	3.15%