Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2011

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

Name of foundation: CLARK, ALLIE W. CHARITABLE T/U/W

A Employer identification number: 87-6117596

Number and street (or P.O. box number if mail is not delivered to street address): Wells Fargo Bank N.A. - 101N Independence Mall E MACY1372-062

Room/suite:

B Telephone number (see instructions): (888) 730-4933

City or town, state, and ZIP code: Philadelphia PA 19106-2112

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 592,918

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

ENVELOPE POSTMARK DATE JAN 15 2013

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 ▶ ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	14,930	14,853		
	5a Gross rents		0		
	b Net rental income or (loss) 0				
	6a Net gain or (loss) from sale of assets not on line 10	2,418			
	b Gross sales price for all assets on line 6a 115,630				
	7 Capital gain net income (from Part IV, line 2)		2,418		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	0	0	0	
	12 **Total.** Add lines 1 through 11	17,348	17,271	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	8,625	6,469		2,156
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	1,733	0	0	1,733
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	767	221	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3	3	0	0
	24 **Total operating and administrative expenses.** Add lines 13 through 23	11,128	6,693	0	3,889
	25 Contributions, gifts, grants paid	25,000			25,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	36,128	6,693	0	28,889
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-18,780			
	b **Net investment income** (if negative, enter -0-)		10,578		
	c **Adjusted net income** (if negative, enter -0-)			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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	273	17	17
	2 Savings and temporary cash investments	19,370	19,557	19,557
	3 Accounts receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
	4 Pledges receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
	11 Investments—land, buildings, and equipment. basis ▶ 0			
	Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	530,716	511,746	573,344
	14 Land, buildings, and equipment. basis ▶ 0			
	Less. accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15 Other assets (describe ▶)	0	0	0
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	550,359	531,320	592,918
Liabilities	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶)	0	0	
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	550,359	531,320	
	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)	550,359	531,320	
	31 **Total liabilities and net assets/fund balances** (see instructions)	550,359	531,320	

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	550,359
2	Enter amount from Part I, line 27a	2	-18,780
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	531,579
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	259
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	531,320

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	2,418
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	30,233	610,929	0.049487
2009	36,864	579,053	0.063663
2008	31,633	512,824	0.061684
2007	70,695	707,463	0.099927
2006	2,809	745,595	0.003767

2 **Total** of line 1, column (d)	2	0.278528
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	0.055706
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	583,920
5 Multiply line 4 by line 3	5	32,528
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	106
7 Add lines 5 and 6	7	32,634
8 Enter qualifying distributions from Part XII, line 4	8	28,889

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	212
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	212
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	212
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 316		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	316
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	104
11	Enter the amount of line 10 to be. **Credited to 2012 estimated tax** ▶ 104 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		X
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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.*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ UT			
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*	8b		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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933

Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	N/A	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A *If "Yes," attach the statement required by Regulations section 53 4945–5(d).*	☐ Yes ☐ No			
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? *If "Yes" to 6b, file Form 8870*		**6b**		X
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**	N/A	

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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee 4.00	8,625	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

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	0
Total. Add lines 1 through 3 ▶	0

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	569,176
b	Average of monthly cash balances	1b	23,636
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	592,812
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	592,812
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	8,892
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	583,920
6	**Minimum investment return.** Enter 5% of line 5	6	29,196

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	29,196
2a	Tax on investment income for 2011 from Part VI, line 5	2a	212		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	212
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	28,984
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	28,984
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	28,984

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	28,889
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	28,889
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	28,889

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					28,984
2 Undistributed income, if any, as of the end of 2011:					
a Enter amount for 2010 only				14,213	
b Total for prior years: 20____, 20____, 20____			0		
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	0				
f **Total** of lines 3a through e		0			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 28,889					
a Applied to 2010, but not more than line 2a				14,213	
b Applied to undistributed income of prior years (Election required—see instructions)			0		
c Treated as distributions out of corpus (Election required—see instructions)		0			
d Applied to 2011 distributable amount					14,676
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0			
b Prior years' undistributed income. Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount—see instructions			0		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					14,308
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)		0			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2007	0				
b Excess from 2008	0				
c Excess from 2009	0				
d Excess from 2010	0				
e Excess from 2011	0				

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

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter.					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total . . . . . . ▶ 3a				25,000
b *Approved for future payment* NONE				
Total . . . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
1 Program service revenue.					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	14,853	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,418	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		17,271	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 17,271

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	Not Applicable

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

John N Schulte SVP Wells Fargo Bank N.A. | 12/21/2012 | SVP Wells Fargo Bank N.A.

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		12/21/2012		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no. 412-355-6000	

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

Recipient(s) paid during the year

Name					
UTAH VALLEY HEALTHCARE FOUNDATION					
Street: 1034 NORTH 500 WEST					
City: PROVO		State: UT	Zip Code: 84604	Foreign Country:	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution: GENERAL SUPPORT GRANT					Amount: 25,000

Name					
Street:					
City:		State:	Zip Code:	Foreign Country:	
Relationship:	Foundation Status:				
Purpose of grant/contribution:					Amount: 0

Name					
Street:					
City:		State:	Zip Code:	Foreign Country:	
Relationship:	Foundation Status:				
Purpose of grant/contribution:					Amount: 0

Name					
Street:					
City:		State:	Zip Code:	Foreign Country:	
Relationship:	Foundation Status:				
Purpose of grant/contribution:					Amount: 0

Name					
Street:					
City:		State:	Zip Code:	Foreign Country:	
Relationship:	Foundation Status:				
Purpose of grant/contribution:					Amount: 0

Name					
Street:					
City:		State:	Zip Code:	Foreign Country:	
Relationship:	Foundation Status:				
Purpose of grant/contribution:					Amount: 0

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

	Amount
Long Term CG Distributions	969
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	115,630	113,212	2,418
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	APPLE INC	037833100			11/24/2008		4/11/2012	1,875	256				1,619
2	X	BAKER HUGHES INC COM	057224107			5/15/2007		2/9/2012	646	1,048				-402
3	X	BAKER HUGHES INC COM	057224107			2/7/2008		2/9/2012	746	957				-211
4	X	BAKER HUGHES INC COM	057224107			2/10/2009		2/9/2012	249	178				71
5	X	BANK NEW YORK MELLON CO	064058100			11/11/2004		10/12/2011	332	599				-267
6	X	BANK NEW YORK MELLON CO	064058100			2/10/2009		10/12/2011	98	135				-37
7	X	BANK NEW YORK MELLON CO	064058100			12/21/2009		10/12/2011	509	708				-199
8	X	BERKSHIRE HATHAWAY INC	084670702			7/8/2011		8/9/2012	85	77				8
9	X	BHP BILLITON LIMITED - ADR	088606108			4/12/2011		8/9/2012	208	304				-96
10	X	BOEING CO	097023105			3/18/2011		8/9/2012	372	347				25
11	X	CME GROUP INC	12572Q105			6/7/2012		8/9/2012	212	214				-2
12	X	CVS/CAREMARK CORPORATI	126650100			5/12/2003		2/9/2012	431	134				297
13	X	CVS/CAREMARK CORPORATI	126650100			5/12/2003		3/12/2012	862	254				608
14	X	CVS/CAREMARK CORPORATI	126650100			5/12/2003		8/9/2012	91	27				64
15	X	CAPITAL ONE FINANCIAL COR	14040H105			2/7/2008		2/9/2012	388	392				-4
16	X	CAPITAL ONE FINANCIAL COR	14040H105			2/7/2008		8/9/2012	168	147				21
17	X	CARNIVAL CORP	143658300			4/7/2003		12/1/2011	594	482				112
18	X	CARNIVAL CORP	143658300			2/10/2009		12/1/2011	165	105				60
19	X	CELANESE CORP	150870103			6/13/2011		8/9/2012	280	324				-44
20	X	CISCO SYSTEMS INC	17275R102			2/17/2011		2/9/2012	324	298				26
21	X	CISCO SYSTEMS INC	17275R102			2/17/2011		8/9/2012	88	93				-5
22	X	COMCAST CORP CLASS A	20030N101			1/19/2007		2/9/2012	354	388				-34
23	X	COMCAST CORP CLASS A	20030N101			1/19/2007		8/9/2012	275	239				36
24	X	COMCAST CORP CLASS A	20030N101			1/19/2007		8/16/2012	170	149				21
25	X	CONOCOPHILLIPS	20825C104			6/18/2007		4/16/2012	961	1,050				-89
26	X	CONOCOPHILLIPS	20825C104			2/10/2009		4/16/2012	370	235				135
27	X	CREDIT SUISSE COMM RT ST	22544R305			8/11/2011		8/9/2012	83	92				-9
28	X	CREDIT SUISSE COMM RT ST	22544R305			8/11/2011		9/20/2012	885	962				-77
29	X	DIAGEO PLC - ADR	25243Q205			8/31/2009		8/9/2012	427	248				179
30	X	DIAGEO PLC - ADR	25243Q205			4/15/2009		8/9/2012	107	48				59
31	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		2/9/2012	909	821				88
32	X	DIAMOND HILL LONG-SHORT	25264S833			8/13/2012		9/20/2012	611	589				22
33	X	WALT DISNEY CO	254687106			1/19/2007		8/9/2012	603	421				182
34	X	WALT DISNEY CO	254687106			1/19/2007		8/16/2012	151	105				46
35	X	DREYFUS EMG MKT DEBT LO	261980494			8/11/2011		10/21/2011	1,080	1,160				-80
36	X	DREYFUS EMG MKT DEBT LO	261980494			8/11/2011		9/20/2012	936	937				-1
37	X	E M C CORP MASS	268648102			7/6/2004		2/9/2012	315	122				193
38	X	E M C CORP MASS	268648102			7/6/2004		8/9/2012	189	71				118
39	X	GATEWAY FUND - Y #1986	367829884			8/13/2012		9/20/2012	607	602				5
40	X	AFLAC INC	001055102			6/18/2007		2/9/2012	346	370				-24
41	X	AFLAC INC	001055102			6/18/2007		8/9/2012	181	212				-31
42	X	ABBOTT LABS	002824100			4/12/2011		6/7/2012	798	658				140
43	X	ABBOTT LABS	002824100			4/12/2011		7/5/2012	130	101				29
44	X	ABBOTT LABS	002824100			4/6/2004		7/5/2012	842	523				319
45	X	ABBOTT LABS	002824100			4/6/2004		8/9/2012	66	40				26
46	X	AFFILIATED MANAGERS GRO	008252108			10/12/2011		2/9/2012	645	525				120
47	X	AFFILIATED MANAGERS GRO	008252108			7/2/2010		2/9/2012	215	121				94
48	X	AFFILIATED MANAGERS GRO	008252108			7/2/2010		8/9/2012	234	121				113
49	X	ANHEUSER-BUSCH INBEV SP	03524A108			12/1/2011		7/5/2012	863	658				205
50	X	GILEAD SCIENCES INC	375558103			12/8/2011		8/9/2012	283	195				88
51	X	GILEAD SCIENCES INC	375558103			12/8/2011		9/25/2012	270	156				114

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

	Amount
Long Term CG Distributions	969
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	115,630	113,212	2,418
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
52	X	GOLDMAN SACHS GROUP IN	38141G104			12/8/2010		8/9/2012	308	486				-178
53	X	HEWLETT PACKARD CO	428236103			5/20/2008		8/9/2012	214	513				-299
54	X	HEWLETT PACKARD CO	428236103			5/20/2008		8/30/2012	67	186				-119
55	X	HEWLETT PACKARD CO	428236103			10/14/2008		8/30/2012	168	424				-256
56	X	HEWLETT PACKARD CO	428236103			11/24/2008		8/30/2012	201	421				-220
57	X	HEWLETT PACKARD CO	428236103			2/10/2009		8/30/2012	84	179				-95
58	X	HEWLETT PACKARD CO	428236103			7/8/2011		8/30/2012	34	72				-38
59	X	HUSSMAN STRATEGIC GROW	448108100			2/11/2008		10/21/2011	3,887	4,802				-915
60	X	HUSSMAN STRATEGIC GROW	448108100			2/11/2008		8/9/2012	6,406	8,998				-2,592
61	X	HUSSMAN STRATEGIC GROW	448108100			11/23/2010		8/9/2012	1,530	1,796				-266
62	X	HUSSMAN STRATEGIC GROW	448108100			11/23/2010		9/20/2012	606	730				-124
63	X	INTEL CORP	458140100			4/7/2003		8/9/2012	454	304				150
64	X	ISHARES S & P 500 INDEX FU	464287200			7/21/2008		2/9/2012	815	760				55
65	X	ISHARES S & P 500 INDEX FU	464287200			7/21/2008		8/9/2012	141	127				14
66	X	ISHARES S & P 500 INDEX FU	464287200			2/3/2010		8/9/2012	1,690	1,328				362
67	X	ISHARES S & P 500 INDEX FU	464287200			2/3/2010		9/20/2012	736	553				183
68	X	ISHARES MSCI EAFE	464287465			6/2/2006		8/9/2012	2,172	2,800				-628
69	X	ISHARES MSCI EAFE	464287465			6/2/2006		9/20/2012	1,739	2,133				-394
70	X	ISHARES S&P MIDCAP 400 GF	464287606			10/21/2011		2/9/2012	1,097	980				117
71	X	ISHARES S&P MIDCAP 400 GF	464287606			8/9/2012		9/20/2012	681	651				30
72	X	ISHARES S&P MIDCAP 400 VA	464287705			2/3/2010		2/9/2012	670	526				144
73	X	ISHARES S&P MIDCAP 400 VA	464287705			8/9/2011		8/9/2012	1,330	1,085				245
74	X	ISHARES S&P MIDCAP 400 VA	464287705			8/9/2011		9/20/2012	610	475				135
75	X	ISHARES TR SMALLCAP 600 I	464287804			9/5/2006		2/9/2012	530	430				100
76	X	ISHARES TR SMALLCAP 600 I	464287804			11/20/2007		2/9/2012	758	644				114
77	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2008		2/9/2012	379	301				78
78	X	ISHARES TR SMALLCAP 600 I	464287804			7/31/2006		2/9/2012	3,257	2,567				690
79	X	ISHARES TR SMALLCAP 600 I	464287804			8/9/2012		9/20/2012	708	670				38
80	X	ISHARES TR SMALLCAP 600 I	464287804			8/9/2011		9/20/2012	236	180				56
81	X	JPMORGAN CHASE & CO	46625H100			1/25/2010		8/9/2012	405	437				-32
82	X	JPMORGAN CHASE & CO	46625H100			10/12/2011		8/9/2012	37	33				4
83	X	JOHNSON CONTROLS INC	478366107			7/8/2011		8/9/2012	76	126				-50
84	X	HUSSMAN STRATEGIC GROW	448108100			7/23/2009		8/9/2012	2,804	3,370				-566
85	X	KRAFT FOODS INC	50075N104			3/23/2010		12/8/2011	1,232	1,016				216
86	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			11/23/2010		10/21/2011	2,344	2,219				125
87	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			2/13/2012		8/9/2012	2,112	2,113				-1
88	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			11/23/2010		8/9/2012	3,702	3,671				31
89	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			11/23/2010		9/20/2012	606	587				19
90	X	MERGER FD SH BEN INT #26(	589509108			11/23/2010		10/21/2011	778	782				-4
91	X	MERGER FD SH BEN INT #26(	589509108			2/8/2011		10/21/2011	199	200				-1
92	X	MERGER FD SH BEN INT #26(	589509108			5/3/2010		10/21/2011	103	102				1
93	X	MERGER FD SH BEN INT #26(	589509108			5/3/2010		8/9/2012	2,371	2,344				27
94	X	MERGER FD SH BEN INT #26(	589509108			5/3/2010		9/20/2012	608	598				10
95	X	MICROSOFT CORP	594918104			5/12/2003		8/9/2012	456	396				60
96	X	NESTLE S A REGISTERED SH	641069406			5/15/2007		8/9/2012	315	195				120
97	X	NOVARTIS AG - ADR	66987V109			6/18/2007		2/9/2012	339	335				4
98	X	NOVARTIS AG - ADR	66987V109			6/18/2007		8/9/2012	176	168				8
99	X	ORACLE CORPORATION	68389X105			6/4/2010		8/9/2012	469	338				131
100	X	PIMCO FOREIGN BD FD USD	693390882			8/11/2011		10/21/2011	2,589	2,591				-2
101	X	PIMCO FOREIGN BD FD USD	693390882			2/13/2012		8/9/2012	886	850				36
102	X	PIMCO FOREIGN BD FD USD	693390882			8/11/2011		8/9/2012	5,092	4,885				207

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

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	969	Securities	115,630	113,212	2,418
Short Term CG Distributions	0	Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
103	X	PIMCO FOREIGN BD FD USD	693390882			8/11/2011		9/20/2012	608	573				35
104	X	RIDGEWORTH SEIX HY BD-I #	76628T645			5/7/2007		8/9/2012	394	437				-43
105	X	RIDGEWORTH SEIX HY BD-I #	76628T645			5/7/2007		9/20/2012	952	1,038				-86
106	X	SPDR DJ WILSHIRE INTERNA	78463X863			10/3/2007		8/9/2012	1,233	2,069				-836
107	X	SPDR DJ WILSHIRE INTERNA	78463X863			11/20/2007		8/9/2012	154	231				-77
108	X	SPDR DJ WILSHIRE INTERNA	78463X863			11/20/2007		9/20/2012	678	982				-304
109	X	TJX COS INC NEW	872540109			6/29/2011		2/9/2012	310	234				76
110	X	TJX COS INC NEW	872540109			6/29/2011		4/11/2012	673	443				230
111	X	TJX COS INC NEW	872540109			6/29/2011		8/9/2012	90	52				38
112	X	UNITEDHEALTH GROUP INC	91324P102			8/23/2007		2/9/2012	210	195				15
113	X	UNITEDHEALTH GROUP INC	91324P102			3/14/2008		2/9/2012	105	76				29
114	X	UNITEDHEALTH GROUP INC	91324P102			3/14/2008		8/9/2012	209	153				56
115	X	VANGUARD INTERMEDIATE T	921937819			2/4/2011		10/21/2011	1,214	1,142				72
116	X	VANGUARD INTERMEDIATE T	921937819			2/9/2012		8/9/2012	6,145	6,037				108
117	X	VANGUARD INTERMEDIATE T	921937819			2/9/2012		9/20/2012	1,074	1,050				24
118	X	VANGUARD BD INDEX FD INC	921937827			10/15/2009		10/21/2011	730	719				11
119	X	VANGUARD BD INDEX FD INC	921937827			4/26/2011		10/21/2011	2,433	2,418				15
120	X	VANGUARD SHORT TERM BO	921937827			8/27/2009		2/9/2012	1,217	1,196				21
121	X	VANGUARD SHORT TERM BO	921937827			8/9/2012		9/20/2012	2,439	2,436				3
122	X	VANGUARD MSCI EMERGING	922042858			4/23/2008		2/9/2012	2,382	2,745				-363
123	X	VANGUARD MSCI EMERGING	922042858			4/23/2008		9/20/2012	170	203				-33
124	X	VANGUARD MSCI EMERGING	922042858			2/4/2011		9/20/2012	425	472				-47
125	X	VANGUARD MSCI EMERGING	922042858			7/18/2008		9/20/2012	552	578				-26
126	X	VANGUARD REIT VIPER	922908553			10/21/2011		2/9/2012	813	705				108
127	X	VANGUARD REIT VIPER	922908553			7/21/2009		2/9/2012	876	433				443
128	X	VANGUARD REIT VIPER	922908553			7/21/2009		8/9/2012	1,512	695				817
129	X	VANGUARD REIT VIPER	922908553			7/21/2009		9/20/2012	597	272				325
130	X	VODAFONE GROUP PLC NEW	92857W209			3/27/2007		8/9/2012	445	418				27
131	X	COOPER INDUSTRIES PLC NE	G24140108			4/4/2008		8/9/2012	293	172				121
132	X	US BANCORP DEL NEW	902973304			2/4/2011		2/9/2012	355	329				26
133	X	TARGET CORP	87612E106			6/29/2011		2/9/2012	316	281				35
134	X	TARGET CORP	87612E106			6/29/2011		8/9/2012	252	187				65
135	X	TEVA PHARMACEUTICAL IND	881624209			4/20/2010		2/9/2012	180	251				-71
136	X	TEVA PHARMACEUTICAL IND	881624209			9/27/2010		2/9/2012	269	327				-58
137	X	TEVA PHARMACEUTICAL IND	881624209			9/27/2010		8/9/2012	161	218				-57
138	X	THERMO FISHER SCIENTIFIC	883556102			4/12/2011		2/9/2012	337	335				2
139	X	THERMO FISHER SCIENTIFIC	883556102			4/12/2011		8/9/2012	171	168				3
140	X	3M CO	88579Y101			12/15/2010		8/9/2012	458	433				25
141	X	US BANCORP DEL NEW	902973304			2/4/2011		8/9/2012	230	192				38
142	X	UNION PACIFIC CORP	907818108			5/14/2010		2/9/2012	344	225				119
143	X	UNION PACIFIC CORP	907818108			5/14/2010		8/9/2012	365	225				140
144	X	UNITED PARCEL SERVICE-CL	911312106			8/12/2011		8/9/2012	454	392				62

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,733	0	0	1,733
1	TAX PREP FEES	1,733			1,733
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		767	221	0	0
1	PY FED EXCISE TAX	230	0		
2	ESTIMATED EXCISE TAX PAID	316	0		
3	FOREIGN TAX WITHHELD	221	221		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		3	3	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES	3	3		
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

			530,716	511,746	573,344
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	INVESTMENTS - OTHER		530,716	511,746	573,344
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Amount
Long Term CG Distributions	969
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	114,661	0	113,212	1,449	0	0	0	1,449
1	APPLE INC	037833100		11/24/2008	4/11/2012	1,875	0	256	1,619			0	1,619
2	BAKER HUGHES INC COM	057224107		5/15/2007	2/9/2012	646	0	1,048	-402			0	-402
3	BAKER HUGHES INC COM	057224107		2/7/2008	2/9/2012	746	0	957	-211			0	-211
4	BAKER HUGHES INC COM	057224107		2/10/2009	2/9/2012	249	0	178	71			0	71
5	BANK NEW YORK MELLON CORP COM	064058100		11/11/2004	10/12/2011	332	0	599	-267			0	-267
6	BANK NEW YORK MELLON CORP COM	064058100		2/10/2009	10/12/2011	98	0	135	-37			0	-37
7	BANK NEW YORK MELLON CORP COM	064058100		12/21/2009	10/12/2011	509	0	708	-199			0	-199
8	BERKSHIRE HATHAWAY INC	084670702		7/8/2011	8/9/2012	85	0	77	8			0	8
9	BHP BILLITON LIMITED - ADR	088606108		4/12/2011	8/9/2012	208	0	304	-96			0	-96
10	BOEING CO	097023105		3/18/2011	8/9/2012	372	0	347	25			0	25
11	CME GROUP INC	12572Q105		6/7/2012	8/9/2012	212	0	214	-2			0	-2
12	CVS/CAREMARK CORPORATION	126650100		5/12/2003	2/9/2012	431	0	134	297			0	297
13	CVS/CAREMARK CORPORATION	126650100		5/12/2003	3/12/2012	862	0	254	608			0	608
14	CVS/CAREMARK CORPORATION	126650100		5/12/2003	8/9/2012	91	0	27	64			0	64
15	CAPITAL ONE FINANCIAL CORP	14040H105		2/7/2008	2/9/2012	388	0	392	-4			0	-4
16	CAPITAL ONE FINANCIAL CORP	14040H105		2/7/2008	8/9/2012	168	0	147	21			0	21
17	CARNIVAL CORP	143658300		4/7/2003	12/1/2011	594	0	482	112			0	112
18	CARNIVAL CORP	143658300		2/10/2009	12/1/2011	165	0	105	60			0	60
19	CELANESE CORP	150870103		6/13/2011	8/9/2012	280	0	324	-44			0	-44
20	CISCO SYSTEMS INC	17275R102		2/17/2011	2/9/2012	324	0	298	26			0	26
21	CISCO SYSTEMS INC	17275R102		2/17/2011	8/9/2012	88	0	93	-5			0	-5
22	COMCAST CORP CLASS A	20030N101		1/19/2007	2/9/2012	354	0	388	-34			0	-34
23	COMCAST CORP CLASS A	20030N101		1/19/2007	8/9/2012	275	0	239	36			0	36
24	COMCAST CORP CLASS A	20030N101		1/19/2007	8/16/2012	170	0	149	21			0	21
25	CONOCOPHILLIPS	20825C104		6/18/2007	4/16/2012	961	0	1,050	-89			0	-89
26	CONOCOPHILLIPS	20825C104		2/10/2009	4/16/2012	370	0	235	135			0	135
27	CREDIT SUISSE COMM RT ST-CO #2156	22544R305		8/11/2011	8/9/2012	83	0	92	-9			0	-9
28	CREDIT SUISSE COMM RT ST-CO #2156	22544R305		8/11/2011	9/20/2012	885	0	962	-77			0	-77
29	DIAGEO PLC - ADR	25243Q205		8/31/2009	8/9/2012	427	0	248	179			0	179
30	DIAGEO PLC - ADR	25243Q205		4/15/2009	8/9/2012	107	0	48	59			0	59
31	DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		5/3/2010	2/9/2012	909	0	821	88			0	88
32	DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		8/13/2012	9/20/2012	611	0	589	22			0	22
33	WALT DISNEY CO	254687106		1/19/2007	8/9/2012	603	0	421	182			0	182
34	WALT DISNEY CO	254687106		1/19/2007	8/16/2012	151	0	105	46			0	46
35	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		8/11/2011	10/21/2011	1,080	0	1,160	-80			0	-80
36	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		8/11/2011	9/20/2012	936	0	937	-1			0	-1
37	E M C CORP MASS	268648102		7/6/2004	2/9/2012	315	0	122	193			0	193
38	E M C CORP MASS	268648102		7/6/2004	8/9/2012	189	0	71	118			0	118
39	GATEWAY FUND - Y #1986	367829884		8/13/2012	9/20/2012	607	0	602	5			0	5
40	AFLAC INC	001055102		6/18/2007	2/9/2012	346	0	370	-24			0	-24
41	AFLAC INC	001055102		6/18/2007	8/9/2012	181	0	212	-31			0	-31
42	ABBOTT LABS	002824100		4/12/2011	6/7/2012	798	0	658	140			0	140
43	ABBOTT LABS	002824100		4/12/2011	7/5/2012	130	0	101	29			0	29
44	ABBOTT LABS	002824100		4/6/2004	7/5/2012	842	0	523	319			0	319
45	ABBOTT LABS	002824100		4/6/2004	8/9/2012	66	0	40	26			0	26
46	AFFILIATED MANAGERS GROUP, INC C	008252108		10/12/2011	2/9/2012	645	0	525	120			0	120
47	AFFILIATED MANAGERS GROUP, INC C	008252108		7/2/2010	2/9/2012	215	0	121	94			0	94
48	AFFILIATED MANAGERS GROUP, INC C	008252108		7/2/2010	8/9/2012	234	0	121	113			0	113
49	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		12/1/2011	7/5/2012	863	0	658	205			0	205
50	GILEAD SCIENCES INC	375558103		12/8/2011	8/9/2012	283	0	195	88			0	88
51	GILEAD SCIENCES INC	375558103		12/8/2011	9/25/2012	270	0	156	114			0	114
52	GOLDMAN SACHS GROUP INC	38141G104		12/8/2010	8/9/2012	308	0	486	-178			0	-178
53	HEWLETT PACKARD CO	428236103		5/20/2008	8/9/2012	214	0	513	-299			0	-299
54	HEWLETT PACKARD CO	428236103		5/20/2008	8/30/2012	67	0	186	-119			0	-119
55	HEWLETT PACKARD CO	428236103		10/14/2008	8/30/2012	168	0	424	-256			0	-256
56	HEWLETT PACKARD CO	428236103		11/24/2008	8/30/2012	201	0	421	-220			0	-220
57	HEWLETT PACKARD CO	428236103		2/10/2009	8/30/2012	84	0	179	-95			0	-95
58	HEWLETT PACKARD CO	428236103		7/8/2011	8/30/2012	34	0	72	-38			0	-38

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

	Amount
Long Term CG Distributions	969
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	114,661	0	113,212	1,449	0	0	0	1,449
59	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/11/2008	10/21/2011	3,887	0	4,802	-915			0	-915
60	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/11/2008	8/9/2012	6,406	0	8,998	-2,592			0	-2,592
61	HUSSMAN STRATEGIC GROWTH FUND	448108100		11/23/2010	8/9/2012	1,530	0	1,796	-266			0	-266
62	HUSSMAN STRATEGIC GROWTH FUND	448108100		11/23/2010	9/20/2012	606	0	730	-124			0	-124
63	INTEL CORP	458140100		4/7/2003	8/9/2012	454	0	304	150			0	150
64	ISHARES S & P 500 INDEX FUND	464287200		7/21/2008	2/9/2012	815	0	760	55			0	55
65	ISHARES S & P 500 INDEX FUND	464287200		7/21/2008	8/9/2012	141	0	127	14			0	14
66	ISHARES S & P 500 INDEX FUND	464287200		2/3/2010	8/9/2012	1,690	0	1,328	362			0	362
67	ISHARES S & P 500 INDEX FUND	464287200		2/3/2010	9/20/2012	736	0	553	183			0	183
68	ISHARES MSCI EAFE	464287465		6/2/2006	8/9/2012	2,172	0	2,800	-628			0	-628
69	ISHARES MSCI EAFE	464287465		6/2/2006	9/20/2012	1,739	0	2,133	-394			0	-394
70	ISHARES S&P MIDCAP 400 GROWTH	464287606		10/21/2011	2/9/2012	1,097	0	980	117			0	117
71	ISHARES S&P MIDCAP 400 GROWTH	464287606		8/9/2012	9/20/2012	681	0	651	30			0	30
72	ISHARES S&P MIDCAP 400 VALUE	464287705		2/3/2010	2/9/2012	670	0	526	144			0	144
73	ISHARES S&P MIDCAP 400 VALUE	464287705		8/9/2011	8/9/2012	1,330	0	1,085	245			0	245
74	ISHARES S&P MIDCAP 400 VALUE	464287705		8/9/2011	9/20/2012	610	0	475	135			0	135
75	ISHARES TR SMALLCAP 600 INDEX FD	464287804		9/5/2006	2/9/2012	530	0	430	100			0	100
76	ISHARES TR SMALLCAP 600 INDEX FD	464287804		11/20/2007	2/9/2012	758	0	644	114			0	114
77	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2008	2/9/2012	379	0	301	78			0	78
78	ISHARES TR SMALLCAP 600 INDEX FD	464287804		7/31/2006	2/9/2012	3,257	0	2,567	690			0	690
79	ISHARES TR SMALLCAP 600 INDEX FD	464287804		8/9/2012	9/20/2012	708	0	670	38			0	38
80	ISHARES TR SMALLCAP 600 INDEX FD	464287804		8/9/2011	9/20/2012	236	0	180	56			0	56
81	JPMORGAN CHASE & CO	46625H100		1/25/2010	8/9/2012	405	0	437	-32			0	-32
82	JPMORGAN CHASE & CO	46625H100		10/12/2011	8/9/2012	37	0	33	4			0	4
83	JOHNSON CONTROLS INC	478366107		7/8/2011	8/9/2012	76	0	126	-50			0	-50
84	HUSSMAN STRATEGIC GROWTH FUND	448108100		7/23/2009	8/9/2012	2,804	0	3,370	-566			0	-566
85	KRAFT FOODS INC	50075N104		3/23/2010	12/8/2011	1,232	0	1,016	216			0	216
86	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		11/23/2010	10/21/2011	2,344	0	2,219	125			0	125
87	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		2/13/2012	8/9/2012	2,112	0	2,113	-1			0	-1
88	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		11/23/2010	8/9/2012	3,702	0	3,671	31			0	31
89	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		11/23/2010	9/20/2012	606	0	587	19			0	19
90	MERGER FD SH BEN INT #260	589509108		11/23/2010	10/21/2011	778	0	782	-4			0	-4
91	MERGER FD SH BEN INT #260	589509108		2/8/2011	10/21/2011	199	0	200	-1			0	-1
92	MERGER FD SH BEN INT #260	589509108		5/3/2010	10/21/2011	103	0	102	1			0	1
93	MERGER FD SH BEN INT #260	589509108		5/3/2010	8/9/2012	2,371	0	2,344	27			0	27
94	MERGER FD SH BEN INT #260	589509108		5/3/2010	9/20/2012	608	0	598	10			0	10
95	MICROSOFT CORP	594918104		5/12/2003	8/9/2012	456	0	396	60			0	60
96	NESTLE S A REGISTERED SHARES - AI	641069406		5/15/2007	8/9/2012	315	0	195	120			0	120
97	NOVARTIS AG - ADR	66987V109		6/18/2007	2/9/2012	339	0	335	4			0	4
98	NOVARTIS AG - ADR	66987V109		6/18/2007	8/9/2012	176	0	168	8			0	8
99	ORACLE CORPORATION	68389X105		6/4/2010	8/9/2012	469	0	338	131			0	131
100	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		8/11/2011	10/21/2011	2,589	0	2,591	-2			0	-2
101	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		2/13/2012	8/9/2012	886	0	850	36			0	36
102	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		8/11/2011	8/9/2012	5,092	0	4,885	207			0	207
103	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		8/11/2011	9/20/2012	608	0	573	35			0	35
104	RIDGEWORTH SEIX HY BD-I #5855	76628T645		5/7/2007	8/9/2012	394	0	437	-43			0	-43
105	RIDGEWORTH SEIX HY BD-I #5855	76628T645		5/7/2007	9/20/2012	952	0	1,038	-86			0	-86
106	SPDR DJ WILSHIRE INTERNATIONAL RI	78463X863		10/3/2007	8/9/2012	1,233	0	2,069	-836			0	-836
107	SPDR DJ WILSHIRE INTERNATIONAL RI	78463X863		11/20/2007	8/9/2012	154	0	231	-77			0	-77
108	SPDR DJ WILSHIRE INTERNATIONAL RI	78463X863		11/20/2007	9/20/2012	678	0	982	-304			0	-304
109	TJX COS INC NEW	872540109		6/29/2011	2/9/2012	310	0	234	76			0	76
110	TJX COS INC NEW	872540109		6/29/2011	4/11/2012	673	0	443	230			0	230
111	TJX COS INC NEW	872540109		6/29/2011	8/9/2012	90	0	52	38			0	38
112	UNITEDHEALTH GROUP INC	91324P102		8/23/2007	2/9/2012	210	0	195	15			0	15
113	UNITEDHEALTH GROUP INC	91324P102		3/14/2008	2/9/2012	105	0	76	29			0	29
114	UNITEDHEALTH GROUP INC	91324P102		3/14/2008	8/9/2012	209	0	153	56			0	56
115	VANGUARD INTERMEDIATE TERM B	921937819		2/4/2011	10/21/2011	1,214	0	1,142	72			0	72
116	VANGUARD INTERMEDIATE TERM B	921937819		2/9/2012	8/9/2012	6,145	0	6,037	108			0	108

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

	Amount
Long Term CG Distributions	969
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	114,661	0	113,212	1,449	0	0	0	1,449
117	VANGUARD INTERMEDIATE TERM B	921937819		2/9/2012	9/20/2012	1,074	0	1,050	24			0	24
118	VANGUARD BD INDEX FD INC	921937827		10/15/2009	10/21/2011	730	0	719	11			0	11
119	VANGUARD BD INDEX FD INC	921937827		4/26/2011	10/21/2011	2,433	0	2,418	15			0	15
120	VANGUARD SHORT TERM BOND ETF	921937827		8/27/2009	2/9/2012	1,217	0	1,196	21			0	21
121	VANGUARD SHORT TERM BOND ETF	921937827		8/9/2012	9/20/2012	2,439	0	2,436	3			0	3
122	VANGUARD MSCI EMERGING MARKETS	922042858		4/23/2008	2/9/2012	2,382	0	2,745	-363			0	-363
123	VANGUARD MSCI EMERGING MARKETS	922042858		4/23/2008	9/20/2012	170	0	203	-33			0	-33
124	VANGUARD MSCI EMERGING MARKETS	922042858		2/4/2011	9/20/2012	425	0	472	-47			0	-47
125	VANGUARD MSCI EMERGING MARKETS	922042858		7/18/2008	9/20/2012	552	0	578	-26			0	-26
126	VANGUARD REIT VIPER	922908553		10/21/2011	2/9/2012	813	0	705	108			0	108
127	VANGUARD REIT VIPER	922908553		7/21/2009	2/9/2012	876	0	433	443			0	443
128	VANGUARD REIT VIPER	922908553		7/21/2009	8/9/2012	1,512	0	695	817			0	817
129	VANGUARD REIT VIPER	922908553		7/21/2009	9/20/2012	597	0	272	325			0	325
130	VODAFONE GROUP PLC NEW ADR	92857W209		3/27/2007	8/9/2012	445	0	418	27			0	27
131	COOPER INDUSTRIES PLC NEW IRELAN	G24140108		4/4/2008	8/9/2012	293	0	172	121			0	121
132	US BANCORP DEL NEW	902973304		2/4/2011	2/9/2012	355	0	329	26			0	26
133	TARGET CORP	87612E106		6/29/2011	2/9/2012	316	0	281	35			0	35
134	TARGET CORP	87612E106		6/29/2011	8/9/2012	252	0	187	65			0	65
135	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		4/20/2010	2/9/2012	180	0	251	-71			0	-71
136	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		9/27/2010	2/9/2012	269	0	327	-58			0	-58
137	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		9/27/2010	8/9/2012	161	0	218	-57			0	-57
138	THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	2/9/2012	337	0	335	2			0	2
139	THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	8/9/2012	171	0	168	3			0	3
140	3M CO	88579Y101		12/15/2010	8/9/2012	458	0	433	25			0	25
141	US BANCORP DEL NEW	902973304		2/4/2011	8/9/2012	230	0	192	38			0	38
142	UNION PACIFIC CORP	907818108		5/14/2010	2/9/2012	344	0	225	119			0	119
143	UNION PACIFIC CORP	907818108		5/14/2010	8/9/2012	365	0	225	140			0	140
144	UNITED PARCEL SERVICE-CL B	911312106		8/12/2011	8/9/2012	454	0	392	62			0	62

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

8,625

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N.A.		101N Independence Mall E MACY13	Philadelphia	PA	19106-2112				8,625
2										
3										
4										
5										
6										
7										
8										
9										
10										

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

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment	2/25/2012	2	316
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	316

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	14,213
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	14,213

Statement A

Clark, Allie W. Charitable T/U/W

EIN: 87-6117596

Utah Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office

Account #	CUSIP	Asset Name	FMV	Fed Cost
034401		CASH	17	17
034401	VP0528308	FEDERATED TREAS OBL FD 68	18,930	18,930
034401	VP0528308	FEDERATED TREAS OBL FD 68	627	627
		Subtotal	19,574	19,574
034401	001055102	AFLAC INC	1,341	1,332
034401	002824100	ABBOTT LABS	1,097	644
034401	008252108	AFFILIATED MANAGERS GROUP, INC COM	1,845	910
034401	037411105	APACHE CORP	1,729	1,876
034401	037833100	APPLE INC	4,003	512
034401	097023105	BOEING CO	1,114	1,109
034401	126650100	CVS/CAREMARK CORPORATION	1,501	414
034401	14040H105	CAPITAL ONE FINANCIAL CORP	1,368	768
034401	17275R102	CISCO SYSTEMS INC	1,967	1,750
034401	25243Q205	DIAGEO PLC - ADR	1,578	669
034401	254687106	WALT DISNEY CO	2,039	1,197
034401	268648102	E M C CORP MASS	1,282	480
034401	375558103	GILEAD SCIENCES INC	1,327	779
034401	458140100	INTEL CORP	1,269	968
034401	478366107	JOHNSON CONTROLS INC	1,288	1,794
034401	589509108	MERGER FD SH BEN INT #260	8,249	8,140
034401	594918104	MICROSOFT CORP	1,220	1,011
034401	641069406	NESTLE S.A. REGISTERED SHARES - ADR	1,454	867
034401	66987V109	NOVARTIS AG - ADR	980	826
034401	68389X105	ORACLE CORPORATION	1,384	992
034401	693390882	PIMCO FOREIGN BD FD USD H-INST #103	12,901	12,114
034401	806857108	SCHLUMBERGER LTD	1,519	1,450
034401	872540109	TJX COS INC NEW	1,433	833
034401	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	1,284	1,552
034401	883556102	THERMO FISHER SCIENTIFIC INC	1,412	1,036
034401	89151E109	TOTAL S.A. - ADR	1,353	1,219
034401	907818108	UNION PACIFIC CORP	2,374	1,439
034401	38141G104	GOLDMAN SACHS GROUP INC	1,023	1,369
034401	911312106	UNITED PARCEL SERVICE-CL B	1,145	1,045
034401	87612E106	TARGET CORP	1,841	1,034
034401	91324P102	UNITEDHEALTH GROUP INC	1,607	1,058

034401	088606108	BHP BILLITON LIMITED - ADR	1,029	1,385
034401	464287804	ISHARES TR SMALLCAP 600 INDEX FD	30,597	20,683
034401	46625H100	JPMORGAN CHASE & CO	1,862	1,174
034401	902973304	US BANCORP DEL NEW	1,681	1,329
034401	464287705	ISHARES S&P MIDCAP 400 VALUE	13,517	10,475
034401	464287200	ISHARES S & P 500 INDEX FUND	21,227	15,274
034401	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	2,148	1,361
034401	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	12,910	12,495
034401	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	1,126	567
034401	464287606	ISHARES S&P MIDCAP 400 GROWTH	16,682	12,181
034401	464287465	ISHARES MSCI EAFE	56,339	63,048
034401	166764100	CHEVRON CORP	2,331	656
034401	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	29,042	28,494
034401	262028855	DRIEHAUS ACTIVE INCOME FUND	8,788	8,738
034401	88579Y101	3M CO	1,479	1,385
034401	084670702	BERKSHIRE HATHAWAY INC.	2,205	1,738
034401	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	10,376	11,697
034401	20030N101	COMCAST CORP CLASS A	1,823	1,312
034401	38259P508	GOOGLE INC	1,509	1,164
034401	922908553	VANGUARD REIT VIPER	19,686	8,835
034401	150870103	CELANESE CORP	948	1,087
034401	922042858	VANGUARD MSCI EMERGING MARKETS ETF	36,839	32,420
034401	92857W209	VODAFONE GROUP PLC NEW ADR	1,083	1,018
034401	921937827	VANGUARD SHORT TERM BOND ETF	82,020	78,780
034401	12572Q105	CME GROUP INC	1,547	1,455
034401	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	21,038	19,934
034401	921937819	VANGUARD INTERMEDIATE TERM B	37,913	33,383
034401	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	14,902	13,300
034401	76628T645	RIDGEWORTH SEIX HY BD-I #5855	31,153	30,274
034401	367829884	GATEWAY FUND - Y #1986	14,196	14,129
034401	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	29,424	30,792
		Subtotal	573,344	511,746
		Total Assets	592,918	531,321