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Form 990-PF

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 11-01-2011, and ending 10-31-2012

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name change

Name of foundation

ANN EARLE TALCOTT FUND 184-2513843001

Number and street (or P.O. box number if mail is not delivered to street address)
1525 W WT HARRIS BLVD D1114-044

Room/suite

City or town, state, and ZIP code
CHARLOTTE, NC 28288H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,081,560**

J Accounting method

 Cash Accrual Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number

22-6203894

B Telephone number (see page 10 of the instructions)

(336) 747-8203

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 **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 page 11 of the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)			
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	7	7	
	4 Dividends and interest from securities.	47,479	47,203	
	5a Gross rents			
	b Net rental income or (loss) _____			
	6a Net gain or (loss) from sale of assets not on line 10	45,497		
	b Gross sales price for all assets on line 6a 688,324			
	7 Capital gain net income (from Part IV, line 2) . . .		45,497	
	8 Net short-term capital gain		0	
	9 Income modifications			
	10a Gross sales less returns and allowances			
Operating and Administrative Expenses	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	92,983	92,707	
	13 Compensation of officers, directors, trustees, etc	30,776	23,082	7,694
	14 Other employee salaries and wages		0	0
	15 Pension plans, employee benefits		0	0
	16a Legal fees (attach schedule)			0
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)			0
	17 Interest			0
	18 Taxes (attach schedule) (see page 14 of the instructions)	5,724	652	0
	19 Depreciation (attach schedule) and depletion . . .	0	0	
	20 Occupancy			
	21 Travel, conferences, and meetings		0	0
	22 Printing and publications		0	0
	23 Other expenses (attach schedule)			
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	36,500	23,734	7,694
	25 Contributions, gifts, grants paid	102,600		102,600
	26 Total expenses and disbursements. Add lines 24 and 25	139,100	23,734	110,294
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-46,117		
	b Net investment income (if negative, enter -0-) . . .		68,973	
	c Adjusted net income (if negative, enter -0-) . . .		0	

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments		58,104	61,911	61,911	
	3 Accounts receivable ►					
	Less allowance for doubtful accounts ►			0	0	
	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 page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ►					
	Less allowance for doubtful accounts ►	0				
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)		1,174,129	1,232,210		
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)	1,962,509	737,431	787,439			
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)	2,020,613	1,973,471	2,081,560			
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)		0			
	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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds		2,020,613	1,973,471		
	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 page 17 of the instructions)	2,020,613	1,973,471				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,020,613	1,973,471				

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	2,020,613
2	Enter amount from Part I, line 27a	2	-46,117
3	Other increases not included in line 2 (itemize) ►	3	1,519
4	Add lines 1, 2, and 3	4	1,976,015
5	Decreases not included in line 2 (itemize) ►	5	2,544
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,973,471

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.)
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1a See Additional Data Table

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 See Additional Data Table

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
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a See Additional Data Table

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	45,497
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 pages 13 and 17 of the 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 page 18 of 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	103,484	2,167,371	0 047746
2009	123,228	2,033,434	0 060601
2008	32,605	1,723,786	0 018915
2007	138,878	2,360,960	0 058823
2006	154,448	2,661,008	0 058041

2 Total of line 1, column (d).

2 0 244126

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 048825

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.

4 2,066,752

5 Multiply line 4 by line 3.

5 100,909

6 Enter 1% of net investment income (1% of Part I, line 27b).

6 690

7 Add lines 5 and 6.

7 101,599

8 Enter qualifying distributions from Part XII, line 4.

8 110,294

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	690
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	690
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	690
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	690
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,712
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	2,712
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,022
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/>	692	Refunded <input type="checkbox"/>
		11	1,330

Part VII-A Statements Regarding Activities

1a	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?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>		Yes	
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 on page 27)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►				
14	The books are in care of ►WELLS FARGO BANK NA Telephone no ►(336) 747-8203			
	Located at ►1 W 4TH ST 2ND FLOOR WINSTON SALEM NC ZIP+4 ►271013818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
	and enter the amount of tax-exempt interest received or accrued during the year ►			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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 page 20 of the instructions)?	1b	No
	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	No
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?	2a	
	► 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 page 20 of the instructions)	2b	No
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?	3a	
	► If "Yes," attach Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.		
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	No
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	No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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 page 22 of the instructions). . . . (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		7b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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 NA 1525 WEST WT HARRIS BLVD CHARLOTTE, NC 282881114	TRUSTEE 40	30,776		

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 page 23 of the instructions). If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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.

1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total	Add lines 1 through 3

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,032,466
b	Average of monthly cash balances.	1b	65,759
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,098,225
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,098,225
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	31,473
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,066,752
6	Minimum investment return. Enter 5% of line 5.	6	103,338

Part XI Distributable Amount (see page 25 of the 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	103,338
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	690
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	690
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	102,648
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	102,648
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	102,648

Part XII Qualifying Distributions (see page 25 of the 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	110,294
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
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	110,294
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 page 26 of the instructions).	5	690
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	109,604

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				102,648
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				17,382
b Total for prior years 2009, 20____, 20____			0	
3 Excess distributions carryover, if any, to 2011				
a From 2006.	0			
b From 2007.	0			
c From 2008.	0			
d From 2009.	0			
e From 2010.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 110,294				
a Applied to 2010, but not more than line 2a				17,382
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0	
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .	0			
d Applied to 2011 distributable amount.				92,912
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.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				9,736
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the 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 page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. <input type="text"/>			
2a	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a			
c	Qualifying distributions from Part XII, line 4 for each year listed			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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

Wells Fargo Philanthropic Services
1 W 4th St
Winston Salem, NC 27101
(888) 234-1999

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

Grant applications must be submitted online grantadministration@wellsfargo.com

c Any submission deadlines

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

Paramount consideration given to request for aiding the indigent and preference may be given to request located in or near New Jersey or relating to projects that benefit New Jersey residents

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	102,600
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

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 or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangements

(8) Performance of services or membership or fundraising solicitations.

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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

May the IRS discuss this return with the preparer shown above? See instructions Yes No

Additional Data

Software ID:

Software Version:

EIN: 22-6203894

Name: ANN EARLE TALCOTT FUND 184-2513843001

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
737 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-08-26	2012-08-08
224 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-08-26	2012-08-21
35 09091 ARTISAN MID CAP FUND-INS #1333		2012-04-10	2012-08-21
71 90909 ARTISAN MID CAP FUND-INS #1333		2012-04-10	2012-08-21
421 CREDIT SUISSE COMM RET ST-I #2156		2011-08-26	2012-08-08
598 CREDIT SUISSE COMM RET ST-I #2156		2011-08-26	2012-08-21
169 DIAMOND HILL LONG-SHORT FD CLI #11		2012-08-10	2012-08-21
473 DODGE & COX INT'L STOCK FD # 1048		2008-07-17	2012-08-08
192 DODGE & COX INT'L STOCK FD # 1048		2008-07-17	2012-08-21
3420 816 DODGE & COX INCOME FD COM		2011-08-26	2012-02-10
1747 184 DODGE & COX INCOME FD COM		2011-02-04	2012-02-10
557 DODGE & COX INCOME FD COM		2012-08-10	2012-08-21
226 DREYFUS EMG MKT DEBT LOC C-I #6083		2011-08-26	2012-08-21
136 DRIEHaus ACTIVE INCOME FUND		2012-08-10	2012-08-21
96 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-28	2012-02-10
204 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-28	2012-05-08
105 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-28	2012-08-08
112 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-28	2012-08-21
88 GATEWAY FUND - Y #1986		2012-08-10	2012-08-21
2246 696 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2008-12-01	2012-04-10
67 HARBOR FD CAP APPRECIATION		2011-05-25	2012-02-10
178 108 HARBOR FD CAP APPRECIATION		2011-05-25	2012-08-21
17 892 HARBOR FD CAP APPRECIATION		2012-08-10	2012-08-21
3352 HUSSMAN STRATEGIC GROWTH FD		2011-10-20	2012-08-08
108 HUSSMAN STRATEGIC GROWTH FD		2011-10-20	2012-08-21
22 ISHARES S&P 500 INDEX FUND		2011-10-20	2012-02-10
219 ISHARES S&P 500 INDEX FUND		2011-10-20	2012-05-08
32 ISHARES S&P 500 INDEX FUND		2012-08-08	2012-08-21
211 KEELEY SMALL CAP VAL FD CLI #2251		2010-12-28	2012-02-10
89 KEELEY SMALL CAP VAL FD CLI #2251		2010-12-28	2012-08-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
160 KEELEY SMALL CAP VAL FD CL I #2251		2010-12-28	2012-08-21
1712 LAUDUS MONDRIAN INTL FI-INST #2940		2011-10-20	2012-08-08
111 LAUDUS MONDRIAN INTL FI-INST #2940		2011-10-20	2012-08-21
153 MFS VALUE FUND-CLASS I #893		2011-05-25	2012-08-08
231 MFS VALUE FUND-CLASS I #893		2011-05-25	2012-08-21
2374 MAINSTAY EP US EQ YLD-IS #1204		2011-10-20	2012-02-10
2414 368 MAINSTAY EP US EQ YLD-IS #1204		2011-10-20	2012-08-08
687 134 MERGER FD SH BEN INT		2011-10-20	2012-08-08
94 MERGER FD SH BEN INT		2011-10-20	2012-08-21
91 OPPENHEIMER DEVELOPING MKT-Y #788		2011-05-25	2012-08-21
2202 722 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2011-08-26	2012-02-10
4212 278 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2011-02-04	2012-02-10
609 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2012-08-10	2012-08-21
2083 PIMCO FOREIGN BOND FUND-INST		2011-05-25	2012-08-08
180 PIMCO FOREIGN BOND FUND-INST		2006-09-21	2012-08-21
144 853 RIDGEWORTH SEIX HY BD-I #5855		2011-08-26	2012-08-08
478 RIDGEWORTH SEIX HY BD-I #5855		2011-08-26	2012-08-21
10646 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-05-08
15880 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-08-08
393 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-08-21
104 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-23	2012-08-08
80 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-23	2012-08-21
94 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-28	2012-02-10
105 4878 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-28	2012-08-21
60 5122 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-28	2012-08-21
79 VANGARD MSCI EMERGING MARKETS EFT		2010-12-28	2012-08-21
115 VANGUARD REIT VIPER		2010-12-28	2012-02-10
39 VANGUARD REIT VIPER		2010-12-28	2012-05-08
27 VANGUARD REIT VIPER		2010-12-28	2012-08-08
36 VANGUARD REIT VIPER		2010-12-28	2012-08-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16,885		15,079	1,806
5,177		4,583	594
1,385		1,393	-8
2,839		2,855	-16
3,494		3,949	-455
5,023		5,609	-586
3,035		3,022	13
14,885		18,707	-3,822
6,150		7,594	-1,444
46,557		46,022	535
23,779		21,965	1,814
7,664		7,681	-17
3,302		3,435	-133
1,418		1,416	2
2,421		2,258	163
5,353		4,798	555
2,838		2,470	368
3,051		2,634	417
2,416		2,412	4
55,628		27,971	27,657
2,750		2,609	141
7,473		6,936	537
751		744	7
37,308		42,336	-5,028
1,187		1,364	-177
2,960		2,681	279
29,794		26,685	3,109
4,547		4,500	47
5,437		5,311	126
2,300		2,240	60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,213		4,027	186
20,321		21,075	-754
1,313		1,366	-53
3,828		3,701	127
5,819		5,588	231
30,909		29,390	1,519
32,304		29,890	2,414
10,919		10,877	42
1,496		1,488	8
2,942		3,179	-237
24,472		24,179	293
46,798		44,516	2,282
6,930		6,967	-37
23,017		21,673	1,344
1,993		1,872	121
1,425		1,357	68
4,699		4,479	220
51,633		51,581	52
77,018		76,859	159
1,906		1,902	4
4,031		4,123	-92
3,096		3,172	-76
2,767		2,768	-1
2,890		3,107	-217
1,658		1,782	-124
3,252		3,711	-459
7,133		6,343	790
2,547		2,151	396
1,778		1,460	318
2,382		1,947	435

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			1,806
			594
			-8
			-16
			-455
			-586
			13
			-3,822
			-1,444
			535
			1,814
			-17
			-133
			2
			163
			555
			368
			417
			4
			27,657
			141
			537
			7
			-5,028
			-177
			279
			3,109
			47
			126
			60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) 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))
			186
			-754
			-53
			127
			231
			1,519
			2,414
			42
			8
			-237
			293
			2,282
			-37
			1,344
			121
			68
			220
			52
			159
			4
			-92
			-76
			-1
			-217
			-124
			-459
			790
			396
			318
			435

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
YOUR GRANDMOTHER'S CUPBOARD 173 A ROUTE 37 WEST TOMAS RIVER, NJ 08755	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	3,000
JEWISH FAMILY SERVICES OF CENTRAL NEW JERSEY 655 WESTFIELD AVENUE ELIZABETH, NJ 07208	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	5,000
CHRISTIAN HEALTH CARE CENTER 301 SICOMAC AVENUE WYCKOFF, NJ 07481	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	10,000
THE ARC OF UNION COUNTY 52 FADEM ROAD SPRINGFIELD, NJ 07081	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	10,000
DEBORAH HOSPITAL FOUNDATION 20 PINE MILL ROAD BROWNS MILLS, NJ 08015	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	4,000
CRAWFORD HOUSE INC P O BOX 255 SKILLMAN, NJ 08558	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	4,000
TRINITAS HEALTH FOUNDATION P O BOX 259 ELIZABETH, NJ 07207	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	10,000
ROBERT WOOD JOHNSON UNIV HOSPITAL AT RAHWAY FOUNDATION 865 STONE STREET RAHWAY, NJ 07065	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	10,000
TEAM RANDY INC 5095 RITTER ROAD MECHANISBURG, PA 17055	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	1,600
ST PAUL'S COMMUNITY DEV 451 VAN HOUTEN STREET PATERSON, NJ 07501	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	10,000
OCEAN HOUSING ALLIANCE 605 NAY AVENUE POINT PLEASANT BEACH, NJ 08742	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	5,000
FOUNDATION OF MORRISTOWN MEDICAL CENTER 475 SOUTH STREET MORRISTOWN, NJ 07962	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	5,000
INTERFAITH HOSPITALITY NETWORK 253 CHESTNUT STREET TOMS RIVER, NJ 08753	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	5,000
CENTER FOR GREAT EXPECTATION INC 19B DELLWOOD LANE SOMERSET, NJ 08873	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	5,000
LEADERSHIP ENTERPRISE FOR A DIVERSE AMERICA (LEDA) 501 SEVENTH AVENUE 7TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	5,000
GREATER LIFE INC METRO 272 CHANCELLOR AVENUE NEWARK, NJ 07108	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	10,000
Total			► 3a	102,600

TY 2011 Investments Corporate Stock Schedule

Name: ANN EARLE TALCOTT FUND 184-2513843001
EIN: 22-6203894

Name of Stock	End of Year Book Value	End of Year Fair Market Value
04314H204 ARTISAN INTERNATIONAL	82,136	94,308
04314H600 ARTISAN MID CAP FUND	56,356	54,722
22544R305 CREDIT SUISSE COMM R	108,317	102,659
25264S833 DIAMOND HILL LONG-SH	47,539	52,178
256206103 DODGE & COX INT'L ST	91,195	95,802
339128100 JP MORGAN MID CAP VA	39,866	47,646
367829884 GATEWAY FUND - Y #19	51,373	51,223
411511504 HARBOR CAPITAL APRCT	108,832	120,227
448108100 HUSSMAN STRATEGIC GR	46,753	41,220
464287200 ISHARES CORE S & P 5	62,633	71,447
487300808 KEELEY SMALL CAP VAL	48,329	53,401
552983694 MFS VALUE FUND-CLASS	84,086	94,201
589509108 MERGER FD SH BEN INT	30,690	30,617
683974505 OPPENHEIMER DEVELOPI	66,116	65,001
78463X863 SPDR DJ WILSHIRE INT	69,012	75,695
87234N849 TCW SMALL CAP GROWTH	53,519	49,847
922042858 VANGUARD MSCI EMERGI	68,585	62,035
922908553 VANGUARD REIT VIPER	58,792	69,981

TY 2011 Investments - Other Schedule

Name: ANN EARLE TALCOTT FUND 184-2513843001

EIN: 22-6203894

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	AT COST	179,723	198,753
261980494 DREYFUS EMG MKT DEBT	AT COST	100,591	104,231
51855Q655 LAUDUS MONDRIAN INTL	AT COST	48,243	47,196
693390700 PIMCO TOTAL RET FD-I	AT COST	182,993	199,726
76628T645 RIDGEWORTH SEIX HY B	AT COST	106,233	113,208
77957P105 T ROWE PRICE SHORT T	AT COST	45,333	45,520
693390882 PIMCO FOREIGN BD FD	AT COST	43,459	47,416
38142Y401 GOLDMAN SACHS GROWTH			
411511504 HARBOR CAPITAL APPRE			
464287200 ISHARES S&P 500			
339128100 JP MORGAN MID CAP			
487300808 KEELEY SMALL CAP VAL			
56063J302 MAINSTAY EPOCH US			
552983694 MFS VALUE FUND			
87234N849 TCW SMALL CAP GROWTH			
04314H204 ARTISAN INTERNATIONA			
256206103 DODGE & COX INTERNAT			
683974505 OPPENHEIMER DEVELOPI			
922042858 VANGUARD MSCI EMERGI			
25264S833 DIAMOND HILL LONG-SH			
448108100 HUSSMAN STRATEGIC GR			
589509108 MERGER FD SH BEN INT			
22544R305 CREDIT SUISSE COMMOD			
78463X863 SPDR DJ WILSHIRE			
922908553 VANGUARD REIT VIPER			
262028855 DRIEHAUS ACTIVE INCO	AT COST	30,856	31,389

TY 2011 Other Decreases Schedule

Name: ANN EARLE TALCOTT FUND 184-2513843001**EIN:** 22-6203894

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	1,317
ROC BASIS ADJUSTMENT	259
WASH SALES	968

TY 2011 Other Increases Schedule**Name:** ANN EARLE TALCOTT FUND 184-2513843001**EIN:** 22-6203894

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	1,516
ROUNDING	3

TY 2011 Taxes Schedule

Name: ANN EARLE TALCOTT FUND 184-2513843001**EIN:** 22-6203894

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	2,360	0		0
FEDERAL ESTIMATES - PRINCIPAL	2,712	0		0
FOREIGN TAXES ON QUALIFIED FOR	472	472		0
FOREIGN TAXES ON NONQUALIFIED	180	180		0