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 DEC 1, 2011 , and ending NOV 30, 2012

Name of foundation: TOM RAPER FOUNDATION, INC.

A Employer identification number: 31-0999060

Number and street (or P O box number if mail is not delivered to street address): 808 SOUTH A STREET, SUITE 1 — Room/suite:

B Telephone number: 765-966-8341

City or town, state, and ZIP code: RICHMOND, IN 47374

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: [X] 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) ▶$ 5,434,945.

J Accounting method: [X] 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 ☐

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))

		(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	27,191.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	45,168.	45,168.		STATEMENT 1
	4 Dividends and interest from securities	80,012.	80,012.		STATEMENT 2
	5a Gross rents	21,691.	21,691.		STATEMENT 3
	b Net rental income or (loss) <10,728.>				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	283,715.			
	b Gross sales price for all assets on line 6a 2,652,588.				
	7 Capital gain net income (from Part IV, line 2)		283,715.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	25,631.	25,631.		STATEMENT 5
	12 **Total** Add lines 1 through 11	483,408.	456,217.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 6	9,000.	4,500.		4,500.
	c Other professional fees STMT 7	8,043.	8,043.		0.
	17 Interest				
	18 Taxes STMT 8	13,913.	0.		0.
	19 Depreciation and depletion	5,227.	5,227.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 9	114,463.	27,192.		87,271.
	24 **Total operating and administrative expenses** Add lines 13 through 23	150,646.	44,962.		91,771.
	25 Contributions, gifts, grants paid	210,225.			210,225.
	26 **Total expenses and disbursements** Add lines 24 and 25	360,871.	44,962.		301,996.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	122,537.			
	b **Net investment income** (if negative, enter -0-)		411,255.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	<73,099.>	3,497.	3,497.
	2 Savings and temporary cash investments	69,876.	218,129.	218,129.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,274.	7,587.	7,587.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	3,341,927.	3,489,752.	4,018,069.
	c Investments - corporate bonds STMT 11	1,300,704.	1,049,481.	1,107,663.
	11 Investments - land, buildings, and equipment basis ▶ 444,364.			
	Less accumulated depreciation ▶ 444,364.	5,227.		80,000.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 61,522.			
	Less accumulated depreciation ▶ 61,522.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	4,645,909.	4,768,446.	5,434,945.
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			
	22 Other liabilities (describe ▶)			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,645,909.	4,768,446.	
	30 **Total net assets or fund balances**	4,645,909.	4,768,446.	
	31 **Total liabilities and net assets/fund balances**	4,645,909.	4,768,446.	

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	4,645,909.
2	Enter amount from Part I, line 27a	2	122,537.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,768,446.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,768,446.

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	SHORT TERM GAINS			
b	LONG TERM GAINS			
c	LONG TERM GAINS			
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	1,535,343.		1,485,992.	49,351.
b	1,117,156.		882,881.	234,275.
c	89.			89.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				49,351.
b				234,275.
c				89.
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 — 283,715.

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).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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 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	360,448.	5,293,387.	.068094
2009	192,966.	4,922,494.	.039201
2008	249,933.	4,455,671.	.056093
2007	330,369.	5,327,881.	.062008
2006	229,413.	6,254,507.	.036680

2	**Total** of line 1, column (d)	2	.262076
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	.052415
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,251,710.
5	Multiply line 4 by line 3	5	275,268.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,113.
7	Add lines 5 and 6	7	279,381.
8	Enter qualifying distributions from Part XII, line 4	8	301,996.

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)**

1a 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	4,113.
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	4,113.
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	4,113.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,926.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	6,926.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	69.
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	2,744.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 2,744. **Refunded** ▶			11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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. ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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
4a 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? N/A	4b		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IN			
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

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

		Line	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 ▶ RAMSEY RODEFELD KASSENS & NORTH, LL Telephone no. ▶765-966-8341
Located at ▶808 SOUTH A STREET, SUITE 1, RICHMOND, IN ZIP+4 ▶47374

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

		Line	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.

			Line	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)?	N/A	1b		
	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 ▶ ____, ____, ____, ____				
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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
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)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
THOMAS R. RAPER 3100 NORTH OCEAN BLVD., #2708 FT LAUDERDALE, FL 33308	PRESIDENT 15.00	0.	0.	0.
SUZANNE D. RAPER 3100 NORTH OCEAN BLVD., #2708 FT LAUDERDALE, FL 33308	DIRECTOR 5.00	0.	0.	0.
NANCY BROOKBANK 2341 AUTUMN WAY RICHMOND, IN 47374	SECRETARY 0.00	0.	0.	0.

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
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	5,092,899.
b	Average of monthly cash balances	1b	156,936.
c	Fair market value of all other assets	1c	81,850.
d	**Total** (add lines 1a, b, and c)	1d	5,331,685.
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	5,331,685.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,975.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,251,710.
6	**Minimum investment return** Enter 5% of line 5	6	262,586.

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	262,586.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 4,113.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	4,113.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	258,473.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	258,473.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	258,473.

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	301,996.
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	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	301,996.
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	5	4,113.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	297,883.

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				258,473.
2 Undistributed income if any, as of the end of 2011				
a Enter amount for 2010 only			28,380.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4. ▶ $ 301,996.				
a Applied to 2010, but not more than line 2a			28,380.	
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				258,473.
e Remaining amount distributed out of corpus	15,143.			
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	15,143.			
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 instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012** Subtract lines 7 and 8 from line 6a	15,143.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011 15,143.				

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

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

1 **Information Regarding Foundation Managers:**

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

THOMAS R. RAPER

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:

THOMAS R. RAPER, 765-966-8341
808 SOUTH A STREET, SUITE 1, RICHMOND, IN 47374

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

SEE ATTACHED STATEMENT

c Any submission deadlines:

NONE

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

NONE

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				
FIRST BAPTIST CHURCH OF SOUTHWEST BROWARD 9910 NW 29TH COURT HOLLYWOOD, FL 33024	NONE	EXEMPT	RELIGIOUS	10,000.
GRACEPOINT CHURCH 5590 NE 6TH AVE. FT LAUDERDALE, FL 33334	NONE	EXEMPT	RELIGIOUS	103,500.
LIGHTHOUSE BAPTIST CHURCH 2445 W. KEM ROAD MARION, IN 46952	NONE	EXEMPT	RELIGIOUS	12,575.
NORTHERN KENTUCKY BAPTIST CHURCH 2681 TURKEYFOOT RD LAKESIDE PARK, KY 41017	NONE	EXEMPT	RELIGIOUS	8,000.
CALVARY CHAPEL CHURCH 3232 W. MACARTHUR BLVD SANTA ANA, CA 92704	NONE	EXEMPT	RELIGIOUS	8,650.
Total SEE CONTINUATION SHEET(S)			▶ 3a	210,225.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	45,168.	
4 Dividends and interest from securities			14	80,012.	
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			17	<10,728.>	
7 Other investment income			14	25,631.	
8 Gain or (loss) from sales of assets other than inventory			18	283,715.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		423,798.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 423,798.

(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).

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
		N/A	

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
N/A		

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

Thomas R. Raper | 10-11-13 | President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
ROBERT A RAMSEY, CPA	Rob A. Ramsey, CPA	10/9/13		P00064650

Firm's name ▶ RAMSEY, RODEFELD, KASSENS & NORTH, LLP — Firm's EIN ▶ 20-0162865

Firm's address ▶ 808 SOUTH A STREET, SUITE 1
RICHMOND, IN 47374 — Phone no 765.966.8341

123622
12-02-11

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization

TOM RAPER FOUNDATION, INC.

Employer identification number

31-0999060

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ______________

Caution. An organization that is not covered by the General Rule *and/or* the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990 EZ, or 990-PF)

Name of organization	Employer identification number
TOM RAPER FOUNDATION, INC.	31-0999060

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TOM RAPER 3100 NORTH OCEAN BLVD., #2708 FT LAUDERDALE, FL 33308	$ 27,191.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
TOM RAPER FOUNDATION, INC.	31-0999060

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: TOM RAPER FOUNDATION, INC.

Employer identification number: 31-0999060

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FIRST BIBLE INTERNATIONAL 1367 WOODVILLE PIKE MILFORD, OH 45150	NONE	EXEMPT	RELIGIOUS	25,000.
TEMPLE BAPTIST CHURCH 3501 SOUTH MADISON ST MUNCIE, IN 47302	NONE	EXEMPT	RELIGIOUS	11,000.
CROSSROADS PO BOX 2502 RICHMOND, IN 47375	NONE	EXEMPT	RELIGIOUS	10,000.
CHARITY BAPTIST CHURCH 9033 CRAWFORDSVILLE ROAD INDIANAPOLIS, IN 46234	NONE	EXEMPT	RELIGIOUS	5,000.
UNIVERSITY OF THE CUMBERLANDS 6178 COLLEGE STATION DRIVE WILLIAMSBURG, KY 40769	NONE	EXEMPT	EDUCATION	10,000.
OLIVET NAZARENE UNIVERSITY 1 UNIVERSITY AVENUE BOURBONNAIS, IL 60914	NONE	EXEMPT	EDUCATION	6,500.
Total from continuation sheets				67,500.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
US BANK	45,168.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	45,168.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
US BANK	80,012.	0.	80,012.
TOTAL TO FM 990-PF, PART I, LN 4	80,012.	0.	80,012.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
BILLBOARD RENTAL	1	21,691.
TOTAL TO FORM 990-PF, PART I, LINE 5A		21,691.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		5,227.	
GROUND LEASES		20,000.	
UTILITIES		674.	
MAINTENANCE, INSTALLATION & PRODUCTION		948.	
INSURANCE		4,928.	
MISCELLANEOUS		642.	
- SUBTOTAL -	1		32,419.
TOTAL RENTAL EXPENSES			32,419.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<10,728.>

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	631.	631.	
RETURNED CONTRIBUTIONS FROM PRIOR YR	25,000.	25,000.	
TOTAL TO FORM 990-PF, PART I, LINE 11	25,631.	25,631.	

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTANT FEES	9,000.	4,500.		4,500.
TO FORM 990-PF, PG 1, LN 16B	9,000.	4,500.		4,500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	8,043.	8,043.		0.
TO FORM 990-PF, PG 1, LN 16C	8,043.	8,043.		0.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	13,913.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,913.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RELIGIOUS BOOKS AND VIDEOS	87,271.	0.		87,271.
GROUND LEASES	20,000.	20,000.		0.
UTILITIES	674.	674.		0.
MAINTENANCE, INSTALLATION & PRODUCTION	948.	948.		0.
INSURANCE	4,928.	4,928.		0.
MISCELLANEOUS	642.	642.		0.
TO FORM 990-PF, PG 1, LN 23	114,463.	27,192.		87,271.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	3,489,752.	4,018,069.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,489,752.	4,018,069.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,049,481.	1,107,663.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,049,481.	1,107,663.

Capital Gains2011 - 2012

12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
SHORT TERM						
Apache Corp	178 000	02/09/11	12/08/11	17,482 27	21,026 94	-3,544 67
Apache Corp	130 000	08/31/11	12/08/11	12,767 95	13,490 43	-722 48
Dow Chem Co	400 000	10/26/11	12/23/11	10,748.79	10,868 00	-119.21
Nordstrom, Inc	610 000	08/31/11	12/23/11	29,486 83	28,194 20	1,292 63
Goldman Sachs Group, Inc	25 000	12/31/10	12/23/11	2,232 21	4,239 88	-2,007 67
Goldman Sachs Group, Inc	11 000	01/31/11	12/23/11	982.17	1,786 17	-804.00
Goldman Sachs Group, Inc.	61 000	02/09/11	12/23/11	5,446 59	9,969 83	-4,523 24
DISCOVERY COMMUNICAT..	260 000	10/12/11	01/17/12	11,122 58	9,887 62	1,234 96
Oracle Corp	1,545 000	02/09/11	01/17/12	41,331 66	50,760 97	-9,429.31
Nordstrom, Inc	1 000	08/31/11	01/17/12	49 26	46 22	3 04
Nordstrom, Inc	213 000	09/21/11	01/17/12	10,492 17	10,094 07	398 10
TERADATA CORP DEL	21 000	01/31/11	01/17/12	1,011 42	928 38	83.04
WILLIAMS SONOMA INC	829 000	10/12/11	01/24/12	29,072 88	25,088 11	3,984 77
Capital One Finl	371 000	03/22/11	01/30/12	16,661 28	19,011 12	-2,349 84
DOLLAR TREE INC	210 000	02/09/11	01/30/12	17,774 79	10,390 73	7,384 06
Ace ltd	273 000	02/09/11	01/30/12	19,246 13	17,227 20	2,018 93
POLARIS INDS INC	165 000	07/11/11	01/31/12	10,570 19	9,727 64	842 55
POLARIS INDS INC	34 000	08/12/11	01/31/12	2,178 10	1,630 76	547 34
ENDO PHARMACEUTICALS. .	4 000	01/31/11	01/31/12	146 35	136 61	9 74
Ace ltd	174.000	02/09/11	01/31/12	11,995.32	10,979 97	1,015.35
Bristol-Myers Squibb	770.000	03/17/11	01/31/12	24,608 72	20,150 82	4,457 90
DISCOVERY COMMUNICAT.	249 000	10/12/11	02/10/12	11,142 65	9,469.29	1,673 36
DIRECTV GROUP INC	232 000	02/14/11	02/10/12	10,502.62	10,105 90	396 72
DISCOVERY COMMUNICAT	198 000	10/12/11	02/27/12	8,765 49	7,529 80	1,235.69
DISCOVERY COMMUNICAT	106 000	12/08/11	02/27/12	4,692 64	4,430 80	261 84
POLARIS INDS INC	149 000	08/12/11	02/27/12	9,928 29	7,146 58	2,781.71
PIONEER NAT RES CO	117 000	12/08/11	02/28/12	13,387 13	11,064 64	2,322 49
Fifth Third Bancorp	612.000	03/17/11	02/28/12	8,237.37	8,432 94	-195 57
Verizon Communications	296 000	05/09/11	02/28/12	11,301 08	11,165 12	135.96
Emerson Elec	233 000	01/17/12	02/28/12	11,785 04	11,195 65	589 39
FHLMC MTN 2 0% 9/9/21	1,000.000	09/09/11	03/09/12	100,000.00	99,900 00	100 00
Citigroup Inc	386 000	01/17/12	03/12/12	12,591 09	11,873 36	717 73
DISCOVERY COMMUNICAT.	225 000	12/08/11	03/12/12	10,426 31	9,405.00	1,021 31
NIELSEN HOLDINGS N V	391 000	12/23/11	03/12/12	11,463 87	11,402 89	60 98
NOBLE ENERGY INC	425 000	09/21/11	03/26/12	42,052 18	34,641 75	7,410 43
FREEPORT-MCMORAN CO.	187 000	07/12/11	03/26/12	7,369 30	10,399 05	-3,029 75

Capital Gains2011 - 2012

12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L..
POLARIS INDS INC	157 000	08/12/11	03/26/12	10,602 72	7,530 29	3,072 43
CATERPILLAR INC	17 000	02/28/12	03/29/12	1,851 27	1,975.22	-123 95
NOBLE ENERGY INC	102.000	09/21/11	03/29/12	10,027 43	8,314 02	1,713 41
Goldman Sachs Group, Inc.	338.000	01/30/12	04/13/12	39,716 20	36,110 00	3,606 20
PERRIGO CO	95 000	09/21/11	04/13/12	9,905 42	9,071.55	833 87
Fifth Third Bancorp	890.000	07/11/11	04/13/12	12,646 62	11,284.67	1,361 95
Fifth Third Bancorp	834 000	12/08/11	04/13/12	11,850 87	10,416 66	1,434 21
Fifth Third Bancorp	885 000	01/24/12	04/13/12	12,575.57	12,132 91	442.66
CATERPILLAR INC	93 000	02/28/12	04/13/12	9,484 86	10,805 62	-1,320 76
Wells Fargo & Co	323 000	08/12/11	04/30/12	10,745 52	7,824.42	2,921 10
Dow Chem Co	287 000	10/26/11	04/30/12	9,734 82	7,797 79	1,937 03
Qualcomm Inc	178 000	05/09/11	04/30/12	11,309 87	9,946 64	1,363 23
Qualcomm Inc	150 000	03/26/12	04/30/12	9,530 79	9,925 43	-394 64
PERRIGO CO	95.000	09/21/11	04/30/12	9,970 02	9,071 55	898 47
Williams Cos Inc	834.000	01/31/12	05/14/12	27,104.39	23,919.12	3,185.27
DANA HOLDING CORP(235 .	1,292 000	03/12/12	05/14/12	17,493 81	19,690 08	-2,196 27
PIONEER NAT RES CO	170 000	12/08/11	05/22/12	16,704 76	16,076 82	627 94
INGERSOLL RAND PLC	614 000	10/12/11	05/22/12	25,370.52	17,051 83	8,318.69
WHITING PETROLEUM CORP	191 000	04/13/12	07/17/12	7,334 43	10,008 21	-2,673 78
ALLERGAN INC	120 000	08/18/11	07/17/12	10,559 80	8,924 30	1,635.50
FHLB DEB 1 0% 7/20/21	1,000 000	07/20/11	07/20/12	100,000 00	99,900.00	100 00
Intel Corp	565.000	08/31/11	07/31/12	14,615 88	11,492 10	3,123.78
EMC Corp	690 000	03/26/12	07/31/12	18,194.90	20,044 08	-1,849 18
Humana Inc	437 000	08/18/11	08/08/12	27,552 45	32,218 00	-4,665 55
Bristol-Myers Squibb	312 000	02/10/12	08/15/12	9,902 65	10,046.24	-143.59
Bristol-Myers Squibb	310 000	03/12/12	08/15/12	9,839 18	9,984 11	-144 93
AT&T Corp	1,083.000	05/24/12	08/15/12	40,416.65	36,529 05	3,887.60
AT&T Corp	440 000	07/09/12	08/15/12	16,420 43	15,804 58	615 85
Verizon Communications	320.000	08/29/11	08/20/12	14,153 41	11,644.80	2,508.61
Verizon Communications	276 000	08/31/11	08/20/12	12,207.32	9,960 75	2,246 57
Verizon Communications	253.000	03/26/12	08/20/12	11,190 04	10,071 80	1,118 24
PERRIGO CO	112 000	09/21/11	08/28/12	12,034.39	10,694 88	1,339 51
PERRIGO CO	97 000	03/12/12	08/28/12	10,422 64	10,181 12	241.52
QEP RESOURCES INC	990 000	07/17/12	08/31/12	28,637 09	27,551 70	1,085 39
TYSON FOODS INC CL A(9	1,014 000	05/22/12	08/31/12	15,909 30	19,803 33	-3,894 03
TYSON FOODS INC CL A(9	578.000	05/29/12	08/31/12	9,068 62	11,127 08	-2,058.46
PIONEER NAT RES CO	75.000	12/08/11	08/31/12	7,325 20	7,092.71	232 49
PIONEER NAT RES CO	40 000	04/13/12	08/31/12	3,906.77	4,284.97	-378 20

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12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L .
CVS Corp	570 000	02/10/12	09/24/12	26,983 26	24,543.12	2,440 14
McKesson Corp	110 000	03/26/12	09/24/12	9,511.66	9,564 34	-52 68
McKesson Corp	5.000	03/26/12	09/24/12	432 35	434.74	-2.39
McKesson Corp	45 000	04/13/12	09/24/12	3,891 13	3,942.36	-51 23
Kraft Foods	706 000	05/10/12	10/05/12	27,830 45	27,830 45	0 00
Kraft Foods	1,058 000	05/14/12	10/05/12	41,378 27	41,378 27	0 00
Intel Corp	740.000	08/31/12	10/19/12	16,420.31	18,233 53	-1,813 22
McKesson Corp	127 000	04/13/12	10/19/12	11,681 32	11,126 22	555 10
Microsoft Corp	429 000	02/27/12	10/25/12	12,064.97	13,513 29	-1,448 32
Microsoft Corp	319.000	02/28/12	10/25/12	8,971 39	10,125.06	-1,153 67
Microsoft Corp	667.000	03/29/12	10/25/12	18,758 35	21,650 75	-2,892 40
Microsoft Corp	427 000	04/30/12	10/25/12	12,008.72	13,689 62	-1,680 90
P N C FINANCIAL SERVICE	356.000	12/23/11	10/29/12	20,832 79	19,977.72	855 07
P N C FINANCIAL SERVICE	276.000	01/24/12	10/29/12	16,151 27	16,488 10	-336 83
VALERO ENERGY CORP	790 000	07/31/12	10/31/12	22,339 99	22,062.32	277 67
LSI CORPORATION(502161. .	1,560 000	08/15/12	11/23/12	10,272 36	12,042 26	-1,769.90
KRAFT FOODS GROUP INC .	80.667	10/05/12	11/23/12	3,593.86	3,331.68	262.18
KRAFT FOODS GROUP INC. .	235 333	10/05/12	11/23/12	10,484 50	9,719 63	764 87
CVS Corp	214 000	02/10/12	11/23/12	9,636 97	9,214 43	422.54
CVS Corp	20.000	02/29/12	11/23/12	900 65	881.38	19 27
KRAFT FOODS GROUP INC ..	272 000	10/05/12	11/28/12	12,196 20	11,234 03	962 17
Emerson Elec	210 000	01/17/12	11/28/12	10,256 17	10,090.50	165 67
Home Depot Inc	520.000	01/30/12	11/28/12	33,513.24	23,309 00	10,204 24
LSI CORPORATION(502161	1,490 000	08/15/12	11/30/12	9,863 58	11,501 90	-1,638 32
				1,535,343.09	**1,485,991.57**	**49,351.52**

LONG TERM

Bottling Group LLC 4.625% 1 ..	1,000 000	02/14/08	12/02/11	103,763 00	104,391 00	-628 00
Goldman Sachs Group, Inc	4.000	03/18/09	12/08/11	400 04	390 10	9 94
Goldman Sachs Group, Inc	6 000	03/19/09	12/08/11	600.06	576.54	23 52
Goldman Sachs Group, Inc	17.000	04/13/09	12/08/11	1,700.18	2,007.21	-307 03
Goldman Sachs Group, Inc	16 000	05/21/09	12/08/11	1,600 17	2,237 82	-637 65
Goldman Sachs Group, Inc.	8 000	06/29/09	12/08/11	800.08	1,145 40	-345 32
Goldman Sachs Group, Inc	9.000	07/16/09	12/08/11	900 09	1,338 84	-438 75
Goldman Sachs Group, Inc	6 000	08/26/09	12/08/11	600 06	988 85	-388 79
Goldman Sachs Group, Inc.	8 000	09/30/09	12/08/11	800 08	1,462.21	-662 13
Goldman Sachs Group, Inc	9.000	11/12/09	12/08/11	900 09	1,548 54	-648.45
Goldman Sachs Group, Inc	7.000	12/31/09	12/08/11	700 07	1,149 99	-449 92

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12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Goldman Sachs Group, Inc	10 000	03/18/10	12/08/11	1,000 10	1,729 61	-729 51
Goldman Sachs Group, Inc	60.000	04/14/10	12/08/11	6,000 62	10,724.45	-4,723 83
Goldman Sachs Group, Inc.	81 000	04/22/10	12/08/11	8,100 84	12,891 65	-4,790 81
Goldman Sachs Group, Inc	10.000	04/22/10	12/08/11	1,000 10	1,591 56	-591 46
Goldman Sachs Group, Inc	10 000	05/13/10	12/08/11	1,000 10	1,453 33	-453.23
Goldman Sachs Group, Inc	20 000	05/13/10	12/23/11	1,785 77	2,906 67	-1,120.90
Goldman Sachs Group, Inc	2 000	07/27/10	12/23/11	178 58	294 77	-116 19
Goldman Sachs Group, Inc.	6 000	09/29/10	12/23/11	535.73	883 08	-347 35
Goldman Sachs Group, Inc	39.000	11/30/10	12/23/11	3,482 24	6,172 95	-2,690 71
Goldman Sachs Group, Inc.	5 000	12/06/10	12/23/11	446.44	788 05	-341 61
Goldman Sachs Group, Inc	40.000	12/08/10	12/23/11	3,571 53	6,476.28	-2,904.75
Goldman Sachs Group, Inc	49 000	12/14/10	12/23/11	4,375.13	8,174 68	-3,799 55
TERADATA CORP DEL	255.000	09/23/10	01/17/12	12,281 56	9,668 79	2,612.77
TERADATA CORP DEL	155 000	09/23/10	01/17/12	7,465 26	5,891 16	1,574 10
TERADATA CORP DEL	25.000	09/29/10	01/17/12	1,204 07	964 36	239 71
TERADATA CORP DEL	18 000	12/06/10	01/17/12	866 93	751.62	115.31
TERADATA CORP DEL	38.000	12/31/10	01/17/12	1,830 19	1,580 08	250 11
American Tower Corp	273 000	11/26/10	01/17/12	16,830 34	14,095.73	2,734.61
McKesson Corp	83.000	03/08/10	01/20/12	6,464.86	5,052 75	1,412 11
McKesson Corp	15 000	03/18/10	01/20/12	1,168.35	910.25	258 10
McKesson Corp	43.000	04/29/10	01/20/12	3,349 27	2,891 07	458 20
Starbucks Corp	585 000	05/31/10	01/30/12	27,760 52	15,040.18	12,720 34
ANADARKO PETROLEUM C	142.000	06/16/10	02/10/12	12,108 25	5,824 17	6,284 08
ANADARKO PETROLEUM C.	47 000	06/16/10	02/10/12	4,007.66	1,917.95	2,089 71
DIRECTV GROUP INC	307 000	12/24/09	02/10/12	13,897 87	10,401 47	3,496 40
DIRECTV GROUP INC	30.000	12/31/09	02/10/12	1,358 10	1,015 53	342 57
DIRECTV GROUP INC	14 000	03/18/10	02/10/12	633.78	484.90	148.88
DIRECTV GROUP INC	243 000	04/30/10	02/10/12	11,000 59	8,835 97	2,164 62
DIRECTV GROUP INC	85 000	05/13/10	02/10/12	3,847.94	3,225.81	622 13
DIRECTV GROUP INC	5 000	07/27/10	02/10/12	226.35	183 34	43 01
DIRECTV GROUP INC	25 000	09/29/10	02/10/12	1,131 75	1,049 42	82 33
DIRECTV GROUP INC	19 000	12/06/10	02/10/12	860 13	794 99	65 14
DIRECTV GROUP INC	54.000	12/31/10	02/10/12	2,444 58	2,159 48	285.10
DIRECTV GROUP INC	31 000	01/31/11	02/10/12	1,403 37	1,321 76	81 61
United Technologies Corp	133 000	02/09/11	02/24/12	11,105 30	10,941 68	163.62
United Technologies Corp	98.000	02/09/11	02/24/12	8,182 85	8,062 29	120 56
Pfizer Inc	545.000	02/09/11	02/28/12	11,474.77	10,387 64	1,087 13
Fifth Third Bancorp	39 000	12/31/10	02/28/12	524 93	589 67	-64 74

Capital Gains2011 - 2012

12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L..
Fifth Third Bancorp	84.000	01/31/11	02/28/12	1,130 62	1,227 14	-96 52
ALLERGAN INC	54 000	07/13/10	02/29/12	4,725 46	3,483 25	1,242 21
ALLERGAN INC	7.000	07/27/10	02/29/12	612 56	438 45	174 11
ALLERGAN INC	11 000	09/29/10	02/29/12	962 59	728.43	234 16
ALLERGAN INC	8 000	12/06/10	02/29/12	700 07	532 13	167 94
ALLERGAN INC	24 000	12/31/10	02/29/12	2,100 20	1,659 36	440 84
ALLERGAN INC	11.000	01/31/11	02/29/12	962 59	777.32	185 27
Exxon Mobil Corp	142 000	02/09/11	02/29/12	12,386 50	11,804 45	582 05
Qualcomm Inc	345 000	09/16/10	03/12/12	21,327.54	14,190.71	7,136 83
WHITING PETROLEUM CORP	71 000	04/14/10	03/12/12	3,975 22	3,008 76	966.46
WHITING PETROLEUM CORP	68 000	05/13/10	03/12/12	3,807 25	2,823.59	983 66
WHITING PETROLEUM CORP	41.000	06/16/10	03/12/12	2,295.55	1,791 62	503 93
FREEPORT-MCMORAN CO.	682 000	02/09/11	03/26/12	26,876 25	38,673 14	-11,796.89
DOVER CORP	231.000	10/13/10	03/26/12	14,416 49	12,572.75	1,843.74
DOVER CORP	89 000	10/25/10	03/26/12	5,554 41	4,767 69	786 72
DOVER CORP	9 000	12/06/10	03/26/12	561 68	505.89	55.79
DOVER CORP	28 000	12/31/10	03/26/12	1,747 45	1,639 81	107 64
DOVER CORP	1 000	01/31/11	03/26/12	62 41	59 09	3 32
CATERPILLAR INC	89 000	05/24/10	03/29/12	9,691 93	5,480.44	4,211.49
CATERPILLAR INC	3 000	07/27/10	03/29/12	326.69	205.71	120 98
CATERPILLAR INC	15 000	09/29/10	03/29/12	1,633 47	1,195 64	437 83
CATERPILLAR INC	11.000	12/06/10	03/29/12	1,197.88	954.42	243 46
CATERPILLAR INC	33.000	12/31/10	03/29/12	3,593 64	3,096 49	497 15
CATERPILLAR INC	22 000	01/31/11	03/29/12	2,395 76	2,090 20	305.56
CATERPILLAR INC	101 000	02/09/11	03/29/12	10,998.70	10,006.06	992 64
CATERPILLAR INC	88 000	03/17/11	03/29/12	9,583 03	8,925 66	657 37
CATERPILLAR INC	37 000	03/17/11	03/29/12	4,029 23	3,752 84	276 39
National Oilwell Inc	181 000	10/31/10	03/29/12	14,647 00	9,834 65	4,812.35
Apple Computer Inc	5 000	03/06/09	04/13/12	3,209 93	442 78	2,767 15
Apple Computer Inc	12.000	03/20/09	04/13/12	7,703.83	1,175.40	6,528.43
Apple Computer Inc	18.000	04/13/09	04/13/12	11,555 74	2,071.85	9,483.89
Fifth Third Bancorp	108 000	03/17/11	04/13/12	1,534.65	1,488 17	46 48
PRUDENTIAL FINANCIAL INC	163.000	11/26/10	04/13/12	9,884 18	8,596 94	1,287 24
WHITING PETROLEUM CORP	6 000	06/16/10	04/30/12	338 41	262 19	76 22
CHECK POINT SOFTWARE	90 000	07/26/10	04/30/12	5,280 18	2,963 60	2,316.58
CHECK POINT SOFTWARE .	80 000	07/26/10	04/30/12	4,693 49	2,629.23	2,064.26
WHITING PETROLEUM CORP	31 000	06/16/10	04/30/12	1,748.45	1,354 64	393 81
WHITING PETROLEUM CORP	134.000	07/13/10	04/30/12	7,557 83	5,220 45	2,337.38

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12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
WHITING PETROLEUM CORP	6 000	07/27/10	04/30/12	338 41	255 82	82.59
Qualcomm Inc	159 000	09/16/10	04/30/12	10,102 63	6,540 07	3,562 56
Qualcomm Inc	12 000	09/29/10	04/30/12	762 46	537 66	224.80
Qualcomm Inc	265 000	10/25/10	04/30/12	16,837 72	11,836 20	5,001 52
Qualcomm Inc	14 000	12/06/10	04/30/12	889.54	670 05	219 49
Qualcomm Inc	40 000	12/31/10	04/30/12	2,541 54	1,994 35	547 19
Qualcomm Inc	115.000	01/27/11	04/30/12	7,306 94	5,907.53	1,399 41
Qualcomm Inc	39.000	01/31/11	04/30/12	2,478 00	2,007 78	470 22
MASTERCARD INC	58 000	10/07/10	04/30/12	26,330 82	12,884 92	13,445 90
CHECK POINT SOFTWARE	90 000	07/26/10	05/10/12	4,983.20	2,232 85	2,750 35
CHECK POINT SOFTWARE	350 000	07/26/10	05/10/12	19,379 10	9,362 79	10,016 31
CHECK POINT SOFTWARE	10 000	07/27/10	05/10/12	553 69	340 20	213 49
CHECK POINT SOFTWARE	57.000	08/26/10	05/10/12	3,156 02	2,020 27	1,135 75
Occidental Pete Corp	252 000	02/09/11	05/22/12	20,139 36	24,530 69	-4,391 33
FOOT LOCKER INC	172 000	03/04/10	05/24/12	5,206 35	2,304 92	2,901 43
FOOT LOCKER INC	158 000	03/17/10	05/24/12	4,782.58	2,292.39	2,490 19
FOOT LOCKER INC	111 000	03/18/10	05/24/12	3,359 91	1,603 13	1,756 78
FOOT LOCKER INC	182 000	03/18/10	05/24/12	5,509 05	2,626 92	2,882 13
JARDEN CORP	76 000	06/17/10	05/24/12	2,891.84	2,306.40	585 44
Starbucks Corp	82 000	05/31/10	05/24/12	4,313 96	2,108 20	2,205 76
Starbucks Corp	113.000	07/27/10	05/24/12	5,944.85	2,849 41	3,095.44
JARDEN CORP	213 000	06/17/10	05/24/12	8,104 79	6,464 00	1,640 79
JARDEN CORP	11 000	07/27/10	05/24/12	418.56	322 80	95.76
JARDEN CORP	113 000	08/05/10	05/24/12	4,299.72	3,348.24	951 48
J P Morgan Chase & CO	23 000	03/16/09	05/29/12	765.19	448 86	316 33
J P Morgan Chase & CO	6 000	03/20/09	05/29/12	199 62	146.30	53 32
J P Morgan Chase & CO	37 000	03/20/09	05/29/12	1,230.96	902 21	328 75
J P Morgan Chase & CO	105.000	04/13/09	05/29/12	3,493 27	2,882 29	610 98
J P Morgan Chase & CO	107 000	05/21/09	05/29/12	3,559.81	3,877 19	-317 38
J P Morgan Chase & CO	71 000	06/18/09	05/29/12	2,362 12	2,428 19	-66 07
J P Morgan Chase & CO	108 000	06/29/09	05/29/12	3,593.08	3,621 05	-27 97
J P Morgan Chase & CO	50 000	07/16/09	05/29/12	1,663 46	1,671 00	-7 54
J P Morgan Chase & CO	33 000	08/26/09	05/29/12	1,097.89	1,434 68	-336 79
J P Morgan Chase & CO	49 000	09/30/09	05/29/12	1,630 19	2,187 36	-557 17
J P Morgan Chase & CO	52 000	11/12/09	05/29/12	1,730 00	2,266.99	-536.99
J P Morgan Chase & CO	6.000	12/31/09	05/29/12	199.62	250 28	-50 66
J P Morgan Chase & CO	32 000	12/31/09	05/29/12	1,064 62	1,334 80	-270 18
J P Morgan Chase & CO	281 000	02/11/10	05/29/12	9,348.66	10,591.56	-1,242 90

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12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L .
J P Morgan Chase & CO	77 000	03/18/10	05/29/12	2,561 73	3,303 25	-741 52
J P Morgan Chase & CO	88 000	05/13/10	05/29/12	2,927 69	3,720.81	-793 12
J P Morgan Chase & CO	9.000	07/27/10	05/29/12	299 42	354 52	-55 10
J P Morgan Chase & CO	33 000	09/29/10	05/29/12	1,097.89	1,307 77	-209 88
J P Morgan Chase & CO	25 000	12/06/10	05/29/12	831 73	945 99	-114 26
J P Morgan Chase & CO	112 000	12/07/10	05/29/12	3,726 16	4,396.02	-669 86
J P Morgan Chase & CO	23 000	03/16/09	05/31/12	758 98	388 84	370 14
J P Morgan Chase & CO	43 000	03/20/09	05/31/12	1,418 97	524 26	894.71
J P Morgan Chase & CO	105.000	04/13/09	05/31/12	3,464 92	1,441 15	2,023 77
J P Morgan Chase & CO	107 000	05/21/09	05/31/12	3,530 92	1,938 60	1,592 32
J P Morgan Chase & CO	71 000	06/18/09	05/31/12	2,342 95	1,214 10	1,128 85
J P Morgan Chase & CO	108 000	06/29/09	05/31/12	3,563 92	1,810.53	1,753 39
J P Morgan Chase & CO	50 000	07/16/09	05/31/12	1,649.96	835.50	814 46
J P Morgan Chase & CO	33.000	08/26/09	05/31/12	1,088 98	717 34	371.64
J P Morgan Chase & CO	49 000	09/30/09	05/31/12	1,616 96	1,093 68	523.28
J P Morgan Chase & CO	52 000	11/12/09	05/31/12	1,715 96	1,133 50	582.46
J P Morgan Chase & CO	38 000	12/31/09	05/31/12	1,253 97	792.54	461 43
J P Morgan Chase & CO	21 000	02/11/10	05/31/12	692 98	736 50	-43 52
Bristol-Myers Squibb	299 000	03/17/11	05/31/12	9,941.68	7,824 80	2,116.88
DR PEPPER SNAPPLE GR. .	867 000	06/20/11	07/09/12	38,026.19	35,510 15	2,516.04
Schlumberger LTD	10 000	02/09/11	07/09/12	665.49	886.90	-221 41
Schlumberger LTD	160 000	02/09/11	07/09/12	10,647.84	14,190 38	-3,542 54
WHITING PETROLEUM CORP	14 000	07/27/10	07/17/12	537.60	596.90	-59 30
WHITING PETROLEUM CORP	18 000	09/29/10	07/17/12	691 20	864.68	-173 48
WHITING PETROLEUM CORP	12 000	12/06/10	07/17/12	460 80	671 00	-210 20
WHITING PETROLEUM CORP	32 000	12/31/10	07/17/12	1,228.80	1,878 39	-649 59
WHITING PETROLEUM CORP	18 000	01/31/11	07/17/12	691 20	1,062 22	-371.02
MACYS INC	490 000	06/07/11	07/17/12	15,836 78	13,720.00	2,116 78
ALLERGAN INC	1 000	01/31/11	07/17/12	88 00	70.67	17.33
Bristol-Myers Squibb	350 000	03/17/11	07/17/12	12,110.40	9,159 46	2,950.94
Intel Corp	1,245.000	02/09/11	07/31/12	32,206.68	26,842 08	5,364.60
Intel Corp	446.000	07/11/11	07/31/12	11 537 49	10,087 41	1,450 08
National Oilwell Inc	32 000	10/31/10	08/08/12	2,395 19	1,738 72	656 47
National Oilwell Inc	8 000	11/04/10	08/08/12	598 80	433 54	165 26
National Oilwell Inc	102 000	11/04/10	08/08/12	7,634 68	5,527.61	2,107 07
Bristol-Myers Squibb	71 000	03/17/11	08/15/12	2,253.49	1,858 06	395 43
Verizon Communications	495 000	05/09/11	08/20/12	21,893 56	18,671 40	3,222.16
McKesson Corp	37 000	04/29/10	08/28/12	3,219 93	2,487 67	732.26

Capital Gains2011 - 2012
12/01/11 through 11/30/12

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L .
McKesson Corp	35 000	05/13/10	08/28/12	3,045 88	2,294 08	751 80
McKesson Corp	2.000	07/27/10	08/28/12	174 05	129.09	44 96
McKesson Corp	11.000	09/29/10	08/28/12	957.28	682.01	275 27
McKesson Corp	85.000	11/04/10	08/28/12	7,397 14	5,755 64	1,641 50
OFFICEMAX INC	38.000	01/31/11	09/24/12	289 55	656 07	-366 52
McKesson Corp	22 000	11/04/10	09/24/12	1,902 33	1,489 70	412 63
McKesson Corp	10 000	12/06/10	09/24/12	864 70	653 01	211 69
McKesson Corp	21 000	12/31/10	09/24/12	1,815.86	1,487 95	327 91
McKesson Corp	11.000	01/31/11	09/24/12	951 17	823.89	127 28
I Shrs S&P MidCap 400 Inde .	811.000	12/23/02	10/25/12	79,711.48	35,051 42	44,660 06
Capital One Finl	60.000	03/22/11	10/29/12	3,605 38	3,074 57	530 81
Capital One Finl	52.000	03/22/11	10/29/12	3,124 66	2,664 63	460 03
Capital One Finl	60 000	03/31/11	10/29/12	3,605.37	3,093.59	511 78
Apple Computer Inc	10 000	04/13/09	11/07/12	5,915.95	1,151.03	4,764 92
Apple Computer Inc	24 000	05/21/09	11/07/12	14,198 29	3,009.77	11,188 52
Apple Computer Inc	18 000	06/29/09	11/07/12	10,648 72	2,457 80	8,190 92
Apple Computer Inc	10.000	07/16/09	11/07/12	5,915.95	1,415 53	4,500 42
Apple Computer Inc	7.000	08/26/09	11/07/12	4,141.17	1,178.72	2,962 45
Apple Computer Inc	5.000	09/30/09	11/07/12	2,957.98	922.86	2,035 12
MACYS INC	250 000	06/07/11	11/23/12	10,154 16	7,000.00	3,154 16
JARDEN CORP	109.000	08/05/10	11/28/12	5,732 18	3,229.71	2,502 47
JARDEN CORP	97 000	08/31/10	11/28/12	5,101 11	2,629.56	2,471 55
MACYS INC	280 000	06/07/11	11/30/12	11,140 94	7,840.00	3,300 94
FOOT LOCKER INC	87 000	03/18/10	11/30/12	3,058 22	1,255.72	1,802.50
FOOT LOCKER INC	119 000	05/13/10	11/30/12	4,183 08	1,731 13	2,451 95
FOOT LOCKER INC	94 000	05/25/10	11/30/12	3,304 28	1,279 98	2,024 30
				1,117,155.83	**882,881.33**	**234,274.50**
				2,652,498.92	**2,368,872.90**	**283,626.02**

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization RENT 1

(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2011

Attachment Sequence No 179

Name(s) shown on return	Business or activity to which this form relates	Identifying number
TOM RAPER FOUNDATION, INC.	BILLBOARD RENTAL	31-0999060

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	5,227.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV **Summary** (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	5,227.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles* **)**

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						**25**		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						**28**		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							**29**	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons

	Yes	**No**
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year					
43 Amortization of costs that began before your 2011 tax year				**43**	
44 **Total.** Add amounts in column (f) See the instructions for where to report				**44**	

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions TOM RAPER FOUNDATION, INC.	Employer identification number (EIN) or [X] 31-0999060
	Number, street, and room or suite no If a P.O box, see instructions 808 SOUTH A STREET, SUITE 1	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions RICHMOND, IN 47374	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990 BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ RAMSEY RODEFELD KASSENS & NORTH, LL 808 SOUTH A STREET, SUITE 1, RICHMOND, IN - 47374

  Telephone No ▶ 765-966-8341 FAX No ▶ 765-962-5047

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until OCTOBER 15, 2013

5 For calendar year ______ , or other tax year beginning DEC 1, 2011 , and ending NOV 30, 2012

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
MORE TIME IS NEEDED TO COMPILE THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 5,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 8,200.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

123842
01-06-12