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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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 12/1/2011, and ending 11/30/2012

Name of foundation W SEYMOUR LACY TW 20815300		A Employer identification number 42-6051558
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,837,244	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	
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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	83,967	83,875		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-660			
	b Gross sales price for all assets on line 6a	463,633			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	21,441	21,441	0		
12 Total. Add lines 1 through 11	104,748	105,316	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,850	11,138		3,713
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	4,040	0	0	4,040
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,879	1,060	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,146	3,146	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	25,915	15,344	0	7,753
	25 Contributions, gifts, grants paid	117,000			117,000
26 Total expenses and disbursements. Add lines 24 and 25	142,915	15,344	0	124,753	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-38,167				
b Net investment income (if negative, enter -0-)		89,972			
c Adjusted net income (if negative, enter -0-)			0		

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	0	0	
	2 Savings and temporary cash investments	195,942	100,607	100,607
	3 Accounts receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	4 Pledges receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	33	33	34,847
	b Investments—corporate stock (attach schedule)	359,705	351,837	469,603
	c Investments—corporate bonds (attach schedule)	388,741	167,351	170,420
	11 Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,589,889	1,874,460	2,061,767
	14 Land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	15 Other assets (describe ▶)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,534,310	2,494,288	2,837,244
Liabilities	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	2,534,310	2,494,288	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,534,310	2,494,288	
	31 Total liabilities and net assets/fund balances (see instructions)	2,534,310	2,494,288	

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	2,534,310
2 Enter amount from Part I, line 27a	2	-38,167
3 Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	544
4 Add lines 1, 2, and 3	4	2,496,687
5 Decreases not included in line 2 (itemize) ▶ PY RETURN OF CAPITAL ADJUSTMENT	5	2,399
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,494,288

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-660
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	129,763	2,790,152	0.046508
2009	143,574	2,671,737	0.053738
2008	121,096	2,353,828	0.051446
2007			0.000000
2006			0.000000

2 Total of line 1, column (d)	2	0.151692
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	0.050564
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,752,124
5 Multiply line 4 by line 3	5	139,158
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	900
7 Add lines 5 and 6	7	140,058
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	124,753

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,799	
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	1,799	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,799	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,090		
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	2,090		
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	291		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 291 Refunded ☐ 0	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IA		
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>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**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?

5b

N/A

6b

X

7b

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4.00 14,850	0	0
		.00	0	0
		.00	0	0
		.00	0	0

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,647,221
b	Average of monthly cash balances	1b	146,814
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,794,035
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,794,035
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	41,911
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,752,124
6	Minimum investment return. Enter 5% of line 5	6	137,606

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	137,606
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,799
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	1,799
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	135,807
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	135,807
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	135,807

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	124,753
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	124,753
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	124,753

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				135,807
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 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	10,106			
e From 2010	0			
f Total of lines 3a through e	10,106			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 124,753				
a Applied to 2010, but not more than line 2a			0	
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				124,753
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))	10,106			10,106
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				948
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient	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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	117,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

W. SEYMOUR LACY T/W 20815300

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

MAHASKA COUNTY CLERK OF COURT ON BEHALF OF OSKALOOSA GIRLS INC

Street

106 SOUTH 1ST STREET

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country

Relationship

NONE

Foundation Status

501(C) (1) ORGANIZATION

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,424

Name

YOUNG MEN'S CHRISTIAN ASSN OSKALOOSA

Street

414 N 3RD STREET

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,532

Name

YOUNG MENS CHRISTIAN ASSN.

Street

850 PARK AVENUE

City

BRIDGEPORT

State

CT

Zip Code

06604

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GROUP

Amount

23,166

Name

THE SALVATION ARMY

Street

10 W ALGONQUIN RD

City

DES PLAINES

State

IL

Zip Code

60016

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GROUP

Amount

1,000

Name

MID-IOWA COUNCIL OF BOYS SCOUTS OF AMERICA

Street

PO BOX 2009

City

DES MOINES

State

IA

Zip Code

50316

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GROUP

Amount

7,318

Name

NATIONAL COUNCIL OF Y M C.A.

Street

101 NORTH WACKER DRIVE #1300

City

CHICAGO

State

IL

Zip Code

60606

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GROUP

Amount

16,848

W. SEYMOUR LACY T/W 20815300

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

Recipient(s) paid during the year

Name

WILLIAM PENN COLLEGE

Street

201 TRUEBLOOD AVENUE

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GROUP

Amount

2,500

Name

OSKALOOSA PULIC LIBRARY

Street

216 S 1ST STREET

City

OKSALOOSA

State

IA

Zip Code

52577

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GROUP

Amount

4,212

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					Net Gain or Loss			
									Gross Sales		Cost, Other Basis and Expenses		Valuation Method		Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Price	Cost or Other Basis							
Long Term CG Distributions									463,633	484,293				-660			
Short Term CG Distributions									0	0				0			
Amount									11,518	0				0			
1	X	WESTERN UNION COTHE	959802109			12/6/2007		2/21/2012	1,789	2,277				-488			
2	X	WESTERN UNION COTHE	959802109			10/30/2007		2/21/2012	2,862	3,573				-711			
3	X	WESTERN UNION COTHE	959802109			10/8/2007		2/21/2012	3,220	3,744				-524			
4	X	VANGUARD FIXED INC SECS	922031307			9/27/2010		6/12/2012	185	185				0			
5	X	VANGUARD FIXED INC SECS	922031307			10/31/2008		6/12/2012	410	373				37			
6	X	VANGUARD FIXED INC SECS	922031307			7/31/2008		6/12/2012	348	321				27			
7	X	VANGUARD FIXED INC SECS	922031307			10/12/2007		6/12/2012	12,007	11,000				1,007			
8	X	VANGUARD FIXED INC SECS	922031307			9/28/2007		6/12/2012	533	489				44			
9	X	VANGUARD FIXED INC SECS	922031307			8/31/2007		6/12/2012	534	487				47			
10	X	VANGUARD FIXED INC SECS	922031307			7/31/2007		6/12/2012	532	482				50			
11	X	VANGUARD FIXED INC SECS	922031307			6/29/2007		6/12/2012	533	481				52			
12	X	VANGUARD FIXED INC SECS	922031307			5/31/2007		6/12/2012	523	477				46			
13	X	VANGUARD FIXED INC SECS	922031307			4/30/2007		6/12/2012	516	475				41			
14	X	VANGUARD FIXED INC SECS	922031307			3/30/2007		6/12/2012	514	473				41			
15	X	VANGUARD FIXED INC SECS	922031307			1/31/2007		6/12/2012	509	466				43			
16	X	VANGUARD FIXED INC SECS	922031307			12/29/2006		6/12/2012	505	465				40			
17	X	VANGUARD FIXED INC SECS	922031307			10/31/2006		6/12/2012	498	458				40			
18	X	VANGUARD FIXED INC SECS	922031307			9/29/2006		6/12/2012	496	455				41			
19	X	VANGUARD FIXED INC SECS	922031307			8/31/2006		6/12/2012	336	308				28			
20	X	VANGUARD FIXED INC SECS	922031307			8/21/2006		6/12/2012	55,012	50,300				4,712			
21	X	VANGUARD FIXED INC SECS	922031307			7/31/2006		6/12/2012	256	232				24			
22	X	VANGUARD FIXED INC SECS	922031307			6/30/2006		6/12/2012	260	233				27			
23	X	VANGUARD FIXED INC SECS	922031307			5/31/2006		6/12/2012	256	231				25			
24	X	VANGUARD FIXED INC SECS	922031307			4/28/2006		6/12/2012	251	228				23			
25	X	VANGUARD FIXED INC SECS	922031307			3/31/2006		6/12/2012	250	229				21			
26	X	VANGUARD FIXED INC SECS	922031307			11/30/2005		6/12/2012	233	215				18			
27	X	VANGUARD FIXED INC SECS	922031307			7/31/2008		5/4/2012	99	92				7			
28	X	VANGUARD FIXED INC SECS	922031307			4/30/2012		5/4/2012	261	260				1			
29	X	VANGUARD FIXED INC SECS	922031307			3/30/2012		5/4/2012	73	72				1			
30	X	VANGUARD FIXED INC SECS	922031307			3/30/2012		5/4/2012	218	217				1			
31	X	VANGUARD FIXED INC SECS	922031307			3/30/2012		5/4/2012	284	282				2			
32	X	VANGUARD FIXED INC SECS	922031307			2/29/2012		5/4/2012	284	283				1			
33	X	VANGUARD FIXED INC SECS	922031307			1/31/2012		5/4/2012	282	282				0			
34	X	VANGUARD FIXED INC SECS	922031307			12/30/2011		5/4/2012	299	299				0			
35	X	VANGUARD FIXED INC SECS	922031307			12/29/2011		5/4/2012	203	203				0			
36	X	VANGUARD FIXED INC SECS	922031307			12/29/2011		5/4/2012	1,096	1,094				2			
37	X	VANGUARD FIXED INC SECS	922031307			11/30/2011		5/4/2012	293	295				-2			
38	X	VANGUARD FIXED INC SECS	922031307			10/31/2011		5/4/2012	311	312				-1			
39	X	VANGUARD FIXED INC SECS	922031307			9/30/2011		5/4/2012	313	316				-3			
40	X	VANGUARD FIXED INC SECS	922031307			8/31/2011		5/4/2012	307	310				-3			
41	X	VANGUARD FIXED INC SECS	922031307			7/29/2011		5/4/2012	304	302				2			
42	X	VANGUARD FIXED INC SECS	922031307			6/30/2011		5/4/2012	304	300				4			
43	X	VANGUARD FIXED INC SECS	922031307			5/31/2011		5/4/2012	292	289				3			
44	X	VANGUARD FIXED INC SECS	922031307			4/29/2011		5/4/2012	283	277				6			
45	X	VANGUARD FIXED INC SECS	922031307			3/31/2011		5/4/2012	289	279				10			
46	X	VANGUARD FIXED INC SECS	922031307			2/28/2011		5/4/2012	286	277				9			
47	X	VANGUARD FIXED INC SECS	922031307			1/31/2011		5/4/2012	295	286				9			
48	X	VANGUARD FIXED INC SECS	922031307			12/31/2010		5/4/2012	294	285				9			
49	X	VANGUARD FIXED INC SECS	922031307			12/30/2010		5/4/2012	497	480				17			
50	X	VANGUARD FIXED INC SECS	922031307			12/30/2010		5/4/2012	1,798	1,738				60			
51	X	VANGUARD FIXED INC SECS	922031307			11/30/2010		5/4/2012	281	281				0			

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

Long Term CG Distributions										Amount		Totals				Net Gain or Loss					
Short Term CG Distributions										11,518		Securities				464,293		-		-660	
										0		Other sales									
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales		Cost or Other Basis	Cost, Other Basis and Expenses		Depreciation	Net Gain or Loss						
									Price			Valuation Method	Expense of Sale and Cost of Improvements								
52	X	VANGUARD FIXED INC SECS	922031307			10/29/2010		5/4/2012	305	306					-1						
53	X	VANGUARD FIXED INC SECS	922031307			9/30/2010		5/4/2012	316	314					2						
54	X	VANGUARD FIXED INC SECS	922031307			8/31/2010		5/4/2012	318	318					0						
55	X	VANGUARD FIXED INC SECS	922031307			7/30/2010		5/4/2012	275	275					0						
56	X	VANGUARD FIXED INC SECS	922031307			6/30/2010		5/4/2012	251	249					2						
57	X	VANGUARD FIXED INC SECS	922031307			5/28/2010		5/4/2012	277	272					5						
58	X	VANGUARD FIXED INC SECS	922031307			4/30/2010		5/4/2012	299	290					9						
59	X	VANGUARD FIXED INC SECS	922031307			3/31/2010		5/4/2012	302	292					10						
60	X	VANGUARD FIXED INC SECS	922031307			3/29/2010		5/4/2012	327	317					10						
61	X	VANGUARD FIXED INC SECS	922031307			3/29/2010		5/4/2012	96	93					3						
62	X	VANGUARD FIXED INC SECS	922031307			2/26/2010		5/4/2012	252	245					7						
63	X	VANGUARD FIXED INC SECS	922031307			1/29/2010		5/4/2012	232	225					7						
64	X	VANGUARD FIXED INC SECS	922031307			12/31/2009		5/4/2012	246	236					10						
65	X	VANGUARD FIXED INC SECS	922031307			12/30/2009		5/4/2012	191	184					7						
66	X	VANGUARD FIXED INC SECS	922031307			12/30/2009		5/4/2012	497	478					19						
67	X	VANGUARD FIXED INC SECS	922031307			11/30/2009		5/4/2012	257	253					4						
68	X	VANGUARD FIXED INC SECS	922031307			10/30/2009		5/4/2012	277	269					8						
69	X	VANGUARD FIXED INC SECS	922031307			9/30/2009		5/4/2012	303	294					9						
70	X	VANGUARD FIXED INC SECS	922031307			8/31/2009		5/4/2012	332	321					11						
71	X	VANGUARD FIXED INC SECS	922031307			7/31/2009		5/4/2012	340	328					12						
72	X	VANGUARD FIXED INC SECS	922031307			6/30/2009		5/4/2012	352	337					15						
73	X	VANGUARD FIXED INC SECS	922031307			5/29/2009		5/4/2012	353	339					14						
74	X	VANGUARD FIXED INC SECS	922031307			4/30/2009		5/4/2012	361	347					14						
75	X	VANGUARD FIXED INC SECS	922031307			3/31/2009		5/4/2012	357	343					14						
76	X	VANGUARD FIXED INC SECS	922031307			2/27/2009		5/4/2012	367	349					18						
77	X	VANGUARD FIXED INC SECS	922031307			1/30/2009		5/4/2012	378	359					19						
78	X	VANGUARD FIXED INC SECS	922031307			12/31/2008		5/4/2012	387	370					17						
79	X	VANGUARD FIXED INC SECS	922031307			11/28/2008		5/4/2012	384	361					23						
80	X	VANGUARD FIXED INC SECS	922031307			9/30/2008		5/4/2012	413	384					29						
81	X	VANGUARD FIXED INC SECS	922031307			8/29/2008		5/4/2012	410	380					30						
82	X	VANGUARD FIXED INC SECS	922031307			6/30/2008		5/4/2012	588	545					43						
83	X	VANGUARD FIXED INC SECS	922031307			5/30/2008		5/4/2012	567	527					40						
84	X	VANGUARD FIXED INC SECS	922031307			4/30/2008		5/4/2012	547	514					33						
85	X	VANGUARD FIXED INC SECS	922031307			3/31/2008		5/4/2012	555	524					31						
86	X	VANGUARD FIXED INC SECS	922031307			2/29/2008		5/4/2012	570	539					31						
87	X	VANGUARD FIXED INC SECS	922031307			1/31/2008		5/4/2012	576	544					32						
88	X	VANGUARD FIXED INC SECS	922031307			12/31/2007		5/4/2012	579	542					37						
89	X	VANGUARD FIXED INC SECS	922031307			11/30/2007		5/4/2012	577	542					35						
90	X	VANGUARD FIXED INC SECS	922031307			10/31/2007		5/4/2012	561	517					44						
91	X	VANGUARD FIXED INC SECS	922031307			2/28/2007		5/4/2012	510	472					38						
92	X	VANGUARD FIXED INC SECS	922031307			11/30/2006		5/4/2012	499	462					37						
93	X	VANGUARD FIXED INC SECS	922031307			2/28/2006		5/4/2012	246	228					18						
94	X	VANGUARD FIXED INC SECS	922031307			1/31/2006		5/4/2012	240	223					17						
95	X	VANGUARD FIXED INC SECS	922031307			12/30/2005		5/4/2012	237	220					17						
96	X	VANGUARD FIXED INC SECS	922031307			10/31/2005		5/4/2012	223	206					17						
97	X	VANGUARD FIXED INC SECS	922031307			9/30/2005		5/4/2012	219	204					15						
98	X	VANGUARD FIXED INC SECS	922031307			8/31/2005		5/4/2012	218	204					14						
99	X	VANGUARD FIXED INC SECS	922031307			7/29/2005		5/4/2012	215	201					14						
100	X	VANGUARD FIXED INC SECS	922031307			6/30/2005		5/4/2012	215	203					12						
101	X	VANGUARD FIXED INC SECS	922031307			5/31/2005		5/4/2012	215	202					13						
102	X	VANGUARD FIXED INC SECS	922031307			4/29/2005		5/4/2012	218	204					14						

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
												Securities		
												Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
		Long Term CG Distributions	Amount									463,633	464,293	-660
		Short Term CG Distributions	11,518									0	0	0
103	X	VANGUARD FIXED INC SECS	922031307			3/31/2005		5/4/2012	220	205				15
104	X	VANGUARD FIXED INC SECS	922031307			2/28/2005		5/4/2012	216	203				13
105	X	VANGUARD FIXED INC SECS	922031307			1/31/2005		5/4/2012	209	198				11
106	X	VANGUARD FIXED INC SECS	922031307			12/31/2004		5/4/2012	208	196				12
107	X	VANGUARD FIXED INC SECS	922031307			11/30/2004		5/4/2012	209	197				12
108	X	VANGUARD FIXED INC SECS	922031307			10/29/2004		5/4/2012	204	193				11
109	X	VANGUARD FIXED INC SECS	922031307			9/30/2004		5/4/2012	212	200				12
110	X	VANGUARD FIXED INC SECS	922031307			8/31/2004		5/4/2012	214	202				12
111	X	VANGUARD FIXED INC SECS	922031307			7/30/2004		5/4/2012	203	190				13
112	X	VANGUARD FIXED INC SECS	922031307			6/30/2004		5/4/2012	208	193				15
113	X	VANGUARD FIXED INC SECS	922031307			5/28/2004		5/4/2012	207	191				16
114	X	VANGUARD FIXED INC SECS	922031307			4/30/2004		5/4/2012	211	196				15
115	X	VANGUARD FIXED INC SECS	922031307			3/31/2004		5/4/2012	212	202				10
116	X	VANGUARD FIXED INC SECS	922031307			2/27/2004		5/4/2012	215	205				10
117	X	VANGUARD FIXED INC SECS	922031307			1/30/2004		5/4/2012	212	201				11
118	X	PHILLIPS 66	718546104			5/26/2005		5/17/2012	3,862	2,950				912
119	X	VANGUARD FIXED INC SECS	922031307			12/31/2003		5/4/2012	215	204				11
120	X	VANGUARD FIXED INC SECS	922031307			11/28/2003		5/4/2012	344	326				18
121	X	VANGUARD FIXED INC SECS	922031307			10/31/2003		5/4/2012	405	383				22
122	X	VANGUARD FIXED INC SECS	922031307			9/30/2003		5/4/2012	371	353				18
123	X	VANGUARD FIXED INC SECS	922031307			8/29/2003		5/4/2012	403	377				26
124	X	VANGUARD FIXED INC SECS	922031307			7/31/2003		5/4/2012	407	379				28
125	X	VANGUARD FIXED INC SECS	922031307			6/30/2003		5/4/2012	401	387				14
126	X	VANGUARD FIXED INC SECS	922031307			5/30/2003		5/4/2012	129	125				4
127	X	VANGUARD FIXED INC SECS	922031307			5/21/2003		5/4/2012	7,092	6,868				224
128	X	PHILLIPS 66	718546104			11/21/2008		5/17/2012	1,718	1,109				609
129	X	MORGAN STANLEY	617446448			5/11/2004		6/19/2012	2,443	7,377				-4,934
130	X	MORGAN STANLEY	617446448			5/4/2004		6/19/2012	790	2,412				-1,622
131	X	KOHL'S CORP	500255104			3/10/2008		10/25/2012	4,887	4,027				860
132	X	KOHL'S CORP	500255104			1/22/2008		10/25/2012	154	128				26
133	X	ISHARES NASDAQ BIOTECH I	464287556			2/17/2009		10/25/2012	3,826	2,019				1,807
134	X	ISHARES NASDAQ BIOTECH I	464287556			12/11/2008		10/25/2012	15,303	7,300				8,003
135	X	ISHARES TR TRANSPORTAT	464287192			1/6/2006		5/14/2012	13,218	10,912				2,306
136	X	HUSSMAN STRATEGIC GROW	448108100			5/29/2007		5/4/2012	7,944	10,652				-2,708
137	X	HUSSMAN STRATEGIC GROW	448108100			11/9/2007		5/4/2012	5,588	7,520				-1,932
138	X	HUSSMAN STRATEGIC GROW	448108100			10/12/2007		5/4/2012	36,468	50,899				-14,431
139	X	HEWLETT PACKARD CO	428236103			3/4/2011		10/25/2012	1,797	5,378				-3,581
140	X	HEWLETT PACKARD CO	428236103			4/20/2010		10/25/2012	382	1,450				-1,068
141	X	HEWLETT PACKARD CO	428236103			4/23/2009		10/25/2012	707	1,748				-1,041
142	X	HEWLETT PACKARD CO	428236103			3/17/2009		10/25/2012	920	1,904				-984
143	X	BAKER HUGHES INC COM	057224107			8/31/2009		5/21/2012	9,689	8,025				1,664
144	X	ASTRAZENECA PLC 5 400%	046353AC2			10/16/2007		9/15/2012	100,000	100,824				-824
145	X	GOLDMAN SACHS GROUP 3	38141EA41			10/19/2009		8/1/2012	50,000	51,335				-1,335
146	X	CONOCOPHILLIPS 4 750%	20825CAS3			1/29/2009		8/17/2012	19,048	17,949				1,099
147	X	CITIGROUP INC 6 000% 2	172967BJ9			4/9/2008		2/21/2012	50,000	51,282				-1,282

Line 11 (990-PF) - Other Income

		21,441	21,441	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OMG INCOME	21,441	21,441	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16a (990-PF) - Legal Fees

		4,040	0	0	4,040
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	4,040			4,040
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	2,090			
2	ESTIMATED EXCISE TAX PAID	729			
3	FOREIGN TAX WITHHELD	1,060	1,060		
4					
5					
6					
7					
8					
9					
10					
		3,879	1,060	0	0

Line 23 (990-PF) - Other Expenses

		3,146	3,146	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	OMG EXPENSES	3,146	3,146		
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

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

	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions				452,115	0								
		11,518	0													
1	WESTERN UNION CO/THE	959802109			12/6/2007	2/21/2012	1,789	0	1,789	0	2,277	-488			0	-488
2	WESTERN UNION CO/THE	959802109			10/30/2007	2/21/2012	2,862	0	2,862	0	3,573	-711			0	-711
3	WESTERN UNION CO/THE	959802109			10/8/2007	2/21/2012	3,220	0	3,220	0	3,744	-524			0	-524
4	VANGUARD FIXED INC SECS GNMA #36	922031307			9/27/2010	6/12/2012	185	0	185	0	185	0			0	0
5	VANGUARD FIXED INC SECS GNMA #36	922031307			10/31/2008	6/12/2012	410	0	410	0	373	37			0	37
6	VANGUARD FIXED INC SECS GNMA #36	922031307			7/31/2008	6/12/2012	348	0	348	0	321	27			0	27
7	VANGUARD FIXED INC SECS GNMA #36	922031307			10/12/2007	6/12/2012	12,007	0	12,007	0	11,000	1,007			0	1,007
8	VANGUARD FIXED INC SECS GNMA #36	922031307			9/28/2007	6/12/2012	533	0	533	0	489	44			0	44
9	VANGUARD FIXED INC SECS GNMA #36	922031307			8/31/2007	6/12/2012	534	0	534	0	487	47			0	47
10	VANGUARD FIXED INC SECS GNMA #36	922031307			7/31/2007	6/12/2012	532	0	532	0	482	50			0	50
11	VANGUARD FIXED INC SECS GNMA #36	922031307			6/29/2007	6/12/2012	533	0	533	0	481	52			0	52
12	VANGUARD FIXED INC SECS GNMA #36	922031307			5/31/2007	6/12/2012	523	0	523	0	477	46			0	46
13	VANGUARD FIXED INC SECS GNMA #36	922031307			4/30/2007	6/12/2012	516	0	516	0	475	41			0	41
14	VANGUARD FIXED INC SECS GNMA #36	922031307			3/30/2007	6/12/2012	514	0	514	0	473	41			0	41
15	VANGUARD FIXED INC SECS GNMA #36	922031307			1/31/2007	6/12/2012	509	0	509	0	466	43			0	43
16	VANGUARD FIXED INC SECS GNMA #36	922031307			12/29/2006	6/12/2012	505	0	505	0	465	40			0	40
17	VANGUARD FIXED INC SECS GNMA #36	922031307			10/31/2006	6/12/2012	498	0	498	0	458	40			0	40
18	VANGUARD FIXED INC SECS GNMA #36	922031307			9/29/2006	6/12/2012	496	0	496	0	455	41			0	41
19	VANGUARD FIXED INC SECS GNMA #36	922031307			8/31/2006	6/12/2012	336	0	336	0	308	28			0	28
20	VANGUARD FIXED INC SECS GNMA #36	922031307			8/21/2006	6/12/2012	55,012	0	55,012	0	50,300	4,712			0	4,712
21	VANGUARD FIXED INC SECS GNMA #36	922031307			7/31/2006	6/12/2012	256	0	256	0	232	24			0	24
22	VANGUARD FIXED INC SECS GNMA #36	922031307			6/30/2006	6/12/2012	260	0	260	0	233	27			0	27
23	VANGUARD FIXED INC SECS GNMA #36	922031307			5/31/2006	6/12/2012	256	0	256	0	231	25			0	25
24	VANGUARD FIXED INC SECS GNMA #36	922031307			4/28/2006	6/12/2012	251	0	251	0	228	23			0	23
25	VANGUARD FIXED INC SECS GNMA #36	922031307			3/31/2006	6/12/2012	250	0	250	0	229	21			0	21
26	VANGUARD FIXED INC SECS GNMA #36	922031307			11/30/2005	6/12/2012	233	0	233	0	215	18			0	18
27	VANGUARD FIXED INC SECS GNMA #36	922031307			7/31/2008	5/4/2012	99	0	99	0	92	7			0	7
28	VANGUARD FIXED INC SECS GNMA #36	922031307			4/30/2012	5/4/2012	261	0	261	0	260	1			0	1
29	VANGUARD FIXED INC SECS GNMA #36	922031307			3/30/2012	5/4/2012	73	0	73	0	72	1			0	1
30	VANGUARD FIXED INC SECS GNMA #36	922031307			3/30/2012	5/4/2012	218	0	218	0	217	1			0	1
31	VANGUARD FIXED INC SECS GNMA #36	922031307			3/30/2012	5/4/2012	284	0	284	0	282	2			0	2
32	VANGUARD FIXED INC SECS GNMA #36	922031307			2/29/2012	5/4/2012	284	0	284	0	283	1			0	1
33	VANGUARD FIXED INC SECS GNMA #36	922031307			1/31/2012	5/4/2012	282	0	282	0	282	0			0	0
34	VANGUARD FIXED INC SECS GNMA #36	922031307			12/30/2011	5/4/2012	299	0	299	0	299	0			0	0
35	VANGUARD FIXED INC SECS GNMA #36	922031307			12/29/2011	5/4/2012	203	0	203	0	203	0			0	0
36	VANGUARD FIXED INC SECS GNMA #36	922031307			12/29/2011	5/4/2012	1,096	0	1,096	0	1,094	2			0	2
37	VANGUARD FIXED INC SECS GNMA #36	922031307			11/30/2011	5/4/2012	293	0	293	0	295	-2			0	-2
38	VANGUARD FIXED INC SECS GNMA #36	922031307			10/31/2011	5/4/2012	311	0	311	0	312	-1			0	-1
39	VANGUARD FIXED INC SECS GNMA #36	922031307			9/30/2011	5/4/2012	313	0	313	0	316	-3			0	-3
40	VANGUARD FIXED INC SECS GNMA #36	922031307			8/31/2011	5/4/2012	307	0	307	0	310	-3			0	-3
41	VANGUARD FIXED INC SECS GNMA #36	922031307			7/29/2011	5/4/2012	304	0	304	0	302	2			0	2
42	VANGUARD FIXED INC SECS GNMA #36	922031307			6/30/2011	5/4/2012	304	0	304	0	300	4			0	4
43	VANGUARD FIXED INC SECS GNMA #36	922031307			5/31/2011	5/4/2012	292	0	292	0	289	3			0	3
44	VANGUARD FIXED INC SECS GNMA #36	922031307			4/29/2011	5/4/2012	283	0	283	0	277	6			0	6
45	VANGUARD FIXED INC SECS GNMA #36	922031307			3/31/2011	5/4/2012	289	0	289	0	279	10			0	10
46	VANGUARD FIXED INC SECS GNMA #36	922031307			2/28/2011	5/4/2012	286	0	286	0	277	9			0	9
47	VANGUARD FIXED INC SECS GNMA #36	922031307			1/31/2011	5/4/2012	295	0	295	0	286	9			0	9
48	VANGUARD FIXED INC SECS GNMA #36	922031307			12/31/2010	5/4/2012	294	0	294	0	285	9			0	9
49	VANGUARD FIXED INC SECS GNMA #36	922031307			12/30/2010	5/4/2012	497	0	497	0	480	17			0	17
50	VANGUARD FIXED INC SECS GNMA #36	922031307			12/30/2010	5/4/2012	1,798	0	1,798	0	1,738	60			0	60
51	VANGUARD FIXED INC SECS GNMA #36	922031307			11/30/2010	5/4/2012	281	0	281	0	281	0			0	0
52	VANGUARD FIXED INC SECS GNMA #36	922031307			10/29/2010	5/4/2012	305	0	305	0	306	-1			0	-1
53	VANGUARD FIXED INC SECS GNMA #36	922031307			9/30/2010	5/4/2012	316	0	316	0	314	2			0	2
54	VANGUARD FIXED INC SECS GNMA #36	922031307			8/31/2010	5/4/2012	318	0	318	0	318	0			0	0
55	VANGUARD FIXED INC SECS GNMA #36	922031307			7/30/2010	5/4/2012	275	0	275	0	275	0			0	0
56	VANGUARD FIXED INC SECS GNMA #36	922031307			6/30/2010	5/4/2012	251	0	251	0	249	2			0	2
57	VANGUARD FIXED INC SECS GNMA #36	922031307			5/28/2010	5/4/2012	277	0	277	0	272	5			0	5
58	VANGUARD FIXED INC SECS GNMA #36	922031307			4/30/2010	5/4/2012	299	0	299	0	290	9			0	9

Security Category	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	20815300	42-6051558				111 3	111 3
Savings & Temp Inv	20815300	42-6051558	VP0528308	FEDERATED TREAS OBL FD 68	26353 32	26353 3200	26353 32
Savings & Temp Inv	20815300	42-6051558	VP0528308	FEDERATED TREAS OBL FD 68	74253 77	74253 7700	74253 77
				TOTAL CASH AND SAVINGS	100607 09		100607 09
Invest - Corp Bonds	20815300	42-6051558	20825CAS3	CONOCOPHILLIPS 4 750% 2/01/14	7339 85	7000 0000	6980 33
Invest - Corp Bonds	20815300	42-6051558	74005PAS3	PRAXAIR INC 4 375% 3/31/14	26255 25	25000 0000	27397
Invest - Corp Bonds	20815300	42-6051558	87612EAM8	TARGET CORP 4 000% 6/15/13	50908	50000 0000	52390 5
Invest - Corp Bonds	20815300	42-6051558	084664AD3	BERKSHIRE HATHAWAY 4 625% 10/15/13	25909 5	25000 0000	27488 25
Invest - Corp Bonds	20815300	42-6051558	61166WAF8	MONSANTO CO 5 125% 4/15/18	60007	50000 0000	53094 5
				TOTAL CORP BONDS	170419 6		167350 58
Invest - Corp Stock	20815300	42-6051558	001055102	AFLAC INC	9591 19	181 0000	3923 07
Invest - Corp Stock	20815300	42-6051558	002824100	ABBOTT LABS	15080	232 0000	10851 77
Invest - Corp Stock	20815300	42-6051558	037411105	APACHE CORP	11563 5	150 0000	8877 6
Invest - Corp Stock	20815300	42-6051558	037833100	APPLE INC	14632	25 0000	15270 25
Invest - Corp Stock	20815300	42-6051558	126650100	CVS/CAREMARK CORPORATION	10185 69	219 0000	5934 9
Invest - Corp Stock	20815300	42-6051558	14040H105	CAPITAL ONE FINANCIAL CORP	13536	235 0000	13037 83
Invest - Corp Stock	20815300	42-6051558	149123101	CATERPILLAR INC	11933 6	140 0000	13111 4
Invest - Corp Stock	20815300	42-6051558	17275R102	CISCO SYSTEMS INC	16716 44	884 0000	18938 2
Invest - Corp Stock	20815300	42-6051558	235851102	DANAHER CORP	14356 02	266 0000	9968 86
Invest - Corp Stock	20815300	42-6051558	254687106	WALT DISNEY CO	10080 98	203 0000	4708 19
Invest - Corp Stock	20815300	42-6051558	268648102	E M C CORP MASS	12782 3	515 0000	7014 81
Invest - Corp Stock	20815300	42-6051558	337738108	FISERV INC	13396 26	174 0000	8862 8
Invest - Corp Stock	20815300	42-6051558	437076102	HOME DEPOT INC	13534 56	208 0000	9850 63
Invest - Corp Stock	20815300	42-6051558	458140100	INTEL CORP	8217 3	420 0000	7660 26
Invest - Corp Stock	20815300	42-6051558	478160104	JOHNSON & JOHNSON	18129 8	260 0000	10849 3
Invest - Corp Stock	20815300	42-6051558	594918104	MICROSOFT CORP	20919 39	786 0000	19441 25
Invest - Corp Stock	20815300	42-6051558	66987V109	NOVARTIS AG - ADR	22586 2	364 0000	20649 8
Invest - Corp Stock	20815300	42-6051558	68389X105	ORACLE CORPORATION	11840 4	368 0000	7868 13
Invest - Corp Stock	20815300	42-6051558	713448108	PEPSICO INC	16499 35	235 0000	11008 1
Invest - Corp Stock	20815300	42-6051558	742718109	PROCTER & GAMBLE CO	22205 94	318 0000	17597 54
Invest - Corp Stock	20815300	42-6051558	744573106	PUBLIC SVC ENTERPRISE GROUP INC	6559 62	218 0000	6951 98
Invest - Corp Stock	20815300	42-6051558	806857108	SCHLUMBERGER LTD	12318 64	172 0000	12765 1
Invest - Corp Stock	20815300	42-6051558	858912108	STERICYCLE INC COM	10655 58	114 0000	6279 95
Invest - Corp Stock	20815300	42-6051558	863667101	STRYKER CORP	10019 6	185 0000	9230 74
Invest - Corp Stock	20815300	42-6051558	883556102	THERMO FISHER SCIENTIFIC INC	13472 6	212 0000	8331 4
Invest - Corp Stock	20815300	42-6051558	913017109	UNITED TECHNOLOGIES CORP	17463 98	218 0000	14137 57
Invest - Corp Stock	20815300	42-6051558	931142103	WAL MART STORES INC	19661 46	273 0000	12586 13
Invest - Corp Stock	20815300	42-6051558	87612E106	TARGET CORP	13509 82	214 0000	6536 54
Invest - Corp Stock	20815300	42-6051558	46625H100	JPMORGAN CHASE & CO	8955 44	218 0000	9885 95
Invest - Corp Stock	20815300	42-6051558	G1151C101	ACCENTURE PLC	23364 48	344 0000	8648 68
Invest - Corp Stock	20815300	42-6051558	084670702	BERKSHIRE HATHAWAY INC	11450 4	130 0000	7459 94
Invest - Corp Stock	20815300	42-6051558	20825C104	CONOCOPHILLIPS	20156 76	354 0000	13656 99
Invest - Corp Stock	20815300	42-6051558	92857W209	VODAFONE GROUP PLC NEW ADR	7042 03	273 0000	6447 2
Invest - Corp Stock	20815300	42-6051558	92826C839	VISA INC-CLASS A SHRS	7186 08	48 0000	3494 42
				TOTAL CORP STOCK	46903 41		351837 28
Other Assets	20815300	42-6051558	M10120508	OK SEM 7N 6E S23	308 05	1 0000	1
Invest - Other	20815300	42-6051558	04314H204	ARTISAN INTERNATIONAL FUND #661	118642 08	4892 4570	94111 86
Invest - Other	20815300	42-6051558	256210105	DODGE & COX INCOME FD COM #147	87021 4	6242 5680	79038 67
Invest - Other	20815300	42-6051558	256219106	DODGE & COX STOCK FUND #145	54963 58	461 4910	42724 08
Invest - Other	20815300	42-6051558	29476L107	EQUITY RESIDENTIAL PTYS TR SH BEN	22204	400 0000	23939 96
Invest - Other	20815300	42-6051558	413838509	OAKMARK INTL SMALL CAP FD #811	55899 35	4125 4130	50000
Invest - Other	20815300	42-6051558	693390304	PIMCO LOW DURATION FD I #36	4532 61	425 5970	4468 77
Invest - Other	20815300	42-6051558	780905840	ROYCE PENNSYLVANIA MUT FD-INV #260	121903 53	10243 9940	72411 46
Invest - Other	20815300	42-6051558	901165100	TWEEDY BROWNE FD GLOBAL VALUE #1	44272 42	1740 2680	32033 23
Invest - Other	20815300	42-6051558	729251108	PLUM CREEK TIMBER CO INC	26781 25	625 0000	25337 44
Invest - Other	20815300	42-6051558	81369Y100	AMEX MATERIALS SPDR	20698 8	564 0000	13690 15
Invest - Other	20815300	42-6051558	315920702	FID ADV EMER MKTS INC- CL I #607	32240 4	2133 7130	30000
Invest - Other	20815300	42-6051558	464287630	ISHARES RUSSELL 2000 VALUE INDEX FD	25620	350 0000	25063 47
Invest - Other	20815300	42-6051558	256206103	DODGE & COX INTL STOCK FD #1048	95132 53	2839 7770	114143 25
Invest - Other	20815300	42-6051558	74144Q203	T ROWE PRICE INST EM MKT EQ #146	49737 54	1663 4630	46610 23
Invest - Other	20815300	42-6051558	262028855	DRIEHAUS ACTIVE INCOME FUND	50000	4725 8980	50000
Invest - Other	20815300	42-6051558	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	95262 86	8621 0730	125700 97
Invest - Other	20815300	42-6051558	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	121822 1	8977 3100	109364 65
Invest - Other	20815300	42-6051558	92934R769	CRM MID CAP VALUE FD-INSTL #32	27509 45	905 5120	23000
Invest - Other	20815300	42-6051558	464287176	ISHARES BARCLAYS TIPS BOND FUND	121926 72	992 0000	100760 28
Invest - Other	20815300	42-6051558	722005667	PIMCO COMMODITY REAL RET STRAT-#45	79880 05	11543 3600	85000
Invest - Other	20815300	42-6051558	722005220	PIMCO FOREIGN BOND (UNHEDGED) #1853	106809 48	9312 0730	84902 05
Invest - Other	20815300	42-6051558	922908553	VANGUARD REIT VIPER	83986 68	1308 0000	72071 1
Invest - Other	20815300	42-6051558	04314H709	ARTISAN MID CAP VALUE FUND #1464	68469 68	3180 1990	45862 99
Invest - Other	20815300	42-6051558	74253Q580	PRINCIPAL INV R/E SEC-IS FUND 4934	49948 74	2562 7880	50000
Invest - Other	20815300	42-6051558	922042858	VANGUARD MSCI EMERGING MARKETS ETF	46804 71	1114 0000	46710 02
Invest - Other	20815300	42-6051558	949917744	VF ADV ULTR SHORT-TRM INCOME-#3104	75000	8761 6820	75000
Invest - Other	20815300	42-6051558	25537M100	DIV CAP DIVERSIFIED PROPERTY FD CL E	22566 38	3398 5512	26080 79
Invest - Other	20815300	42-6051558	25537M100	DIV CAP DIVERSIFIED PROPERTY FD CL E	8577 01	1291 7181	10369 94
Invest - Other	20815300	42-6051558	557876109	MADISON MOSAIC MID-CAP FUND #396	26191 71	1943 0050	15000
Invest - Other	20815300	42-6051558	74253Q416	PRINCIPAL PREFERRED SEC-INS #4929	84556 75	8060 7010	80000

Invest - Other	20815300	42-6051558 25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	135068 21 7425 4100	130000
Invest - Other	20815300	42-6051558 76628T645	RIDGEWORTH SEIX HY BD-I #5855	56424 09 5619 9290	51063 96
Invest - Other	20815300	42-6051558 466001864	IVY ASSET STRATEGY FUND CLASS I #473	41004 72 1569 8590	40000
			TOTAL OTHER INVESTMENTS	2061766.88	1874460.3
Invest - US & State	20815300	42-6051558 REC110740	MOG LEASE WITH SCURLOCK PERMIAN	1274 4 1 0000	1
Invest - US & State	20815300	42-6051558 REC110757	MOG LEASE WITH SCURLOCK PERMIAN	964 1 0000	1
Invest - US & State	20815300	42-6051558 REC110765	MOG LEASE WITH SCURLOCK PERMIAN	66 4 1 0000	1
Invest - US & State	20815300	42-6051558 REC110773	MOG LEASE W/ SCURLOCK PERMIAN	131 45 1 0000	1
Invest - US & State	20815300	42-6051558 REC110781	MOG LEASE W/SCURLOCK PERMIAN	360 3 1 0000	1
Invest - US & State	20815300	42-6051558 REC110799	MOG LEASE W/EXXON COMPANY LOCATED	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC110864	YAZOO, MISSISSIPPI, MI	3596 13 1 0000	1
Invest - US & State	20815300	42-6051558 REC110914	MOG LEASE W/ SCURLOCK PERMIAN	657 3 1 0000	1
Invest - US & State	20815300	42-6051558 REC110922	MOG LEASE WITH SCURLOCK PERMIAN	6 95 1 0000	1
Invest - US & State	20815300	42-6051558 REC110930	MOG LEASE W/ SCURLOCK PERMIAN	785 45 1 0000	1
Invest - US & State	20815300	42-6051558 REC110948	MOG LEASE W/ SCURLOCK PERMIAN	138 35 1 0000	1
Invest - US & State	20815300	42-6051558 REC110955	MOG LEASE W/ SCURLOCK PERMIAN	96 9 1 0000	1
Invest - US & State	20815300	42-6051558 REC112084	MOG LEASE WITH MURVIN OIL CO	229 8 1 0000	1
Invest - US & State	20815300	42-6051558 REC112142	MOG LEASE WITH BI-PETRO INC	138 1 0000	1
Invest - US & State	20815300	42-6051558 REC112159	MOG LEASE WITH PETRO RESOURCES INC	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112167	MOG LEASE WITH PETRO RESOURCES INC	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112175	MOG LEASE WITH EOTT ENERGY	272 55 1 0000	1
Invest - US & State	20815300	42-6051558 REC112191	MOG CITATION OIL & GAS	19397 6 1 0000	1
Invest - US & State	20815300	42-6051558 REC112209	MOG LEASE WITH KAMLOK OIL & GAS CO	162 45 1 0000	1
Invest - US & State	20815300	42-6051558 REC112217	MOG LEASE WITH ALTURA ENERGY	4882 8 1 0000	1
Invest - US & State	20815300	42-6051558 REC112225	MOG LEASE WITH EOTT ENERGY	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112241	MOG LEASE W/MARATHON OIL CO	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112357	MOG LEASE W/NATL COOPERATIVE	726 25 1 0000	1
Invest - US & State	20815300	42-6051558 REC112456	MOG LEASE W/PENNZOIL EXPLORATION &	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112480	MOG LEASE W/PENNZOIL EXPLORATION &	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112498	MOG LEASE W/PENNZOIL EXPLORATION &	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112522	MOG LEASE WITH COASTAL STATES	32 3 1 0000	1
Invest - US & State	20815300	42-6051558 REC112530	MOG LEASE WITH COASTAL STATES	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112555	MOG LEASE WITH EQUINOX OIL CO	914 35 1 0000	1
Invest - US & State	20815300	42-6051558 REC112563	MOG LEASE WITH EQUINOX OIL CO	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112571	MOG LEASE WITH EQUINOX OIL CO	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112803	MOG LEASE W/EQUINOX	1 1 0000	1
Invest - US & State	20815300	42-6051558 REC112944	MOG LEASE WITH MARATHON OIL CO	1 1 0000	1
			TOTAL US & STATE	34846.73	33
			TOTAL	2414543 71	2494288 25

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

Long Term CG Distributions	11,518
Short Term CG Distributions	0

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

	Long Term CG Distributions Short Term CG Distributions	Amount		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		11,518	0														
117	VANGUARD FIXED INC SECS GNMA #36				922031307		1/30/2004	5/4/2012	452,115	212	0	201	11			0	-12,178
118	PHILLIPS 66				718546104		5/26/2005	5/17/2012		3,862	0	2,950	912			0	912
119	VANGUARD FIXED INC SECS GNMA #36				922031307		12/31/2003	5/4/2012		215	0	204	11			0	11
120	VANGUARD FIXED INC SECS GNMA #36				922031307		11/28/2003	5/4/2012		344	0	326	18			0	18
121	VANGUARD FIXED INC SECS GNMA #36				922031307		10/31/2003	5/4/2012		405	0	383	22			0	22
122	VANGUARD FIXED INC SECS GNMA #36				922031307		9/30/2003	5/4/2012		371	0	353	18			0	18
123	VANGUARD FIXED INC SECS GNMA #36				922031307		8/29/2003	5/4/2012		403	0	377	26			0	26
124	VANGUARD FIXED INC SECS GNMA #36				922031307		7/31/2003	5/4/2012		407	0	379	28			0	28
125	VANGUARD FIXED INC SECS GNMA #36				922031307		6/30/2003	5/4/2012		401	0	387	14			0	14
126	VANGUARD FIXED INC SECS GNMA #36				922031307		5/30/2003	5/4/2012		129	0	125	4			0	4
127	VANGUARD FIXED INC SECS GNMA #36				922031307		5/21/2003	5/4/2012		7,092	0	6,868	224			0	224
128	PHILLIPS 66				718546104		11/21/2008	5/17/2012		1,718	0	1,109	609			0	609
129	MORGAN STANLEY				617446448		5/11/2004	6/19/2012		2,443	0	7,377	-4,934			0	-4,934
130	MORGAN STANLEY				617446448		5/4/2004	6/19/2012		790	0	2,412	-1,622			0	-1,622
131	KOHL'S CORP				500255104		3/10/2008	10/25/2012		4,887	0	4,027	860			0	860
132	KOHL'S CORP				500255104		1/22/2008	10/25/2012		154	0	128	26			0	26
133	SHARES NASDAQ BIOTECH INDEX				484287556		2/17/2009	10/25/2012		3,826	0	2,019	1,807			0	1,807
134	SHARES NASDAQ BIOTECH INDEX				484287556		12/11/2008	10/25/2012		15,303	0	7,300	8,003			0	8,003
135	SHARES TR TRANSPORTATION AVE IN				464287192		1/6/2006	5/14/2012		13,218	0	10,912	2,306			0	2,306
136	HUSSMAN STRATEGIC GROWTH FUND				448108100		5/29/2007	5/4/2012		7,944	0	10,652	-2,708			0	-2,708
137	HUSSMAN STRATEGIC GROWTH FUND				448108100		11/9/2007	5/4/2012		5,588	0	7,520	-1,932			0	-1,932
138	HUSSMAN STRATEGIC GROWTH FUND				448108100		10/12/2007	5/4/2012		36,468	0	50,899	-14,431			0	-14,431
139	HEWLETT PACKARD CO				428236103		3/4/2011	10/25/2012		1,797	0	5,378	-3,581			0	-3,581
140	HEWLETT PACKARD CO				428236103		4/20/2010	10/25/2012		382	0	1,450	-1,068			0	-1,068
141	HEWLETT PACKARD CO				428236103		4/23/2009	10/25/2012		707	0	1,748	-1,041			0	-1,041
142	HEWLETT PACKARD CO				428236103		3/17/2009	10/25/2012		920	0	1,904	-984			0	-984
143	BAKER HUGHES INC COM				057224107		8/31/2009	5/21/2012		9,689	0	8,025	1,664			0	1,664
144	ASTRAZENECA PLC 5.400% 9/15/12				046353AC2		10/16/2007	9/15/2012		100,000	0	100,824	-824			0	-824
145	GOLDMAN SACHS GROUP 3.625% 8/01/38141EA41						10/19/2009	8/1/2012		50,000	0	51,335	-1,335			0	-1,335
146	CONOCOPHILLIPS 4.750% 2/01/14				20825CAS3		1/29/2009	8/17/2012		19,048	0	17,949	1,099			0	1,099
147	CITIGROUP INC 6.000% 2/21/12				172967BJ9		4/9/2008	2/21/2012		50,000	0	51,282	-1,282			0	-1,282

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N.A. Trust T	X	101N Independence Mall E MACY13	Philadelphia	PA	19106-2112		TRUSTEE	4 00	14,850
2										
3										
4										
5										
6										
7										
8										
9										
10										

14,850

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

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	4/11/2012	2	522
3 Second quarter estimated tax payment	5/9/2012	3	523
4 Third quarter estimated tax payment	8/9/2012	4	522
5 Fourth quarter estimated tax payment	11/9/2012	5	523
6 Other payments		6	0
7 Total		7	2,090