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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

For calendar year 2011, or tax year beginning 12-01-2011, and ending 11-30-2012

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

Name of foundation: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST. Employer identification number: 59-7214278. Telephone number: (904) 824-2881. City: SAINT AUGUSTINE, FL 320853443. Accounting method: Cash.

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	21,845	18,701	18,701	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	3,657,453 <input checked="" type="checkbox"/>	3,684,349	3,030,943	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	487,935 <input checked="" type="checkbox"/>	491,669	325,000	
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)	<input checked="" type="checkbox"/> 6,397 <input checked="" type="checkbox"/>	<input checked="" type="checkbox"/> 2,931 <input checked="" type="checkbox"/>	<input checked="" type="checkbox"/> 2,931		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,173,630	4,197,650	3,377,575		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ _____)				
23 Total liabilities (add lines 17 through 22)			0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	4,173,630	4,197,650		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions)	4,173,630	4,197,650			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,173,630	4,197,650			

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	4,173,630
2	Enter amount from Part I, line 27a	2	24,020
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,197,650
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,197,650

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 Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	110,351
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	31,975

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	135,991	3,147,892	0.043201
2009	154,600	3,076,850	0.050246
2008	269,976	2,944,184	0.091698
2007	219,181	3,838,244	0.057105
2006	443,979	4,908,157	0.090457
2	Total of line 1, column (d).		2 0.332707
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 0.066541
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.		4 3,277,557
5	Multiply line 4 by line 3.		5 218,092
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 1,733
7	Add lines 5 and 6.		7 219,825
8	Enter qualifying distributions from Part XII, line 4.		8 145,832

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	3,466
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	3,466
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	3,466
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,397
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	4,397
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
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	931
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 931 Refunded ▶	11	

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?		No
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>		No
c Did the foundation file Form 1120-POL for this year?		No
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>		No
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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ FL _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of JOHN SUNDEMAN Telephone no (904) 824-2881 Located at 1 SEBASTIAN AVENUE ST AUGUSTINE FL ZIP+4 320843280			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions).	2b		No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20___, 20___, 20___, 20___			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN SUNDEMAN PO BOX 2196 ST AUGUSTINE, FL 32085	TRUSTEE 20 00	35,820	0	0

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

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

Total number of other employees paid over \$50,000. 0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

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

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 INCARCERATED JUVENILE DETENTION EDUCATION PROGRAM --SEE STATEMENT ATTACHED FOR FURTHER INFORMATION AND --SEE PAGE 1, COLUMN (d), LINE 24 FOR THE EXPENSE TOTAL	120,932
2 GRANTS AND CONTRIBUTIONS TO 501(C)(3) ORGANIZATIONS --SEE PART XV FOR DETAIL LISTING AND --PAGE 1 COLUMN (d), LINE 25 FOR THE EXPENSE TOTAL	24,900
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,974,270
b	Average of monthly cash balances.	1b	21,802
c	Fair market value of all other assets (see page 24 of the instructions).	1c	331,397
d	Total (add lines 1a, b, and c).	1d	3,327,469
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	3,327,469
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	49,912
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,277,557
6	Minimum investment return. Enter 5% of line 5.	6	163,878

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	163,878
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,466
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,466
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	160,412
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	160,412
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	160,412

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	145,832
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
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	145,832
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	145,832

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				160,412
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				149,167
d From 2009.				154,600
e From 2010.				135,991
f Total of lines 3a through e.	439,758			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>145,832</u>				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				
e Remaining amount distributed out of corpus	145,832			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	160,412			160,412
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	425,178			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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 page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	425,178			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				143,355
d Excess from 2010.				135,991
e Excess from 2011.				145,832

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

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

1 Information Regarding Foundation Managers:

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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 Additional Data Table				
Total				3a 24,900
b <i>Approved for future payment</i>				
Total				3b

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code...
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

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 or fiduciary) is based on all information of which preparer has any knowledge.
Signature of officer or trustee: ***** Date: 2013-04-06 Title: *****
Preparer's Signature: JOHN SUNDEMAN Date: 2013-04-06
Firm's name: JOHN SUNDEMAN CPA PA Firm's EIN:
Firm's address: PO BOX 3443 ST AUGUSTINE, FL 32085 Phone no: (904) 824-2881

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

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2500 SHS HESS CORP	P	2012-07-20	2012-08-10
2000 SHS JPMORGAN	P	2011-05-23	2012-03-27
2000 SHS MARATON OIL CORP	P	2012-06-27	2012-09-07
1000 SHS PEPSICO INC	P	2012-03-27	2012-09-07
1000 SHS KIMBERLY CLARK	P	2011-01-12	2012-07-02
1000 SHS WAL-MART STORES INC	P	2011-01-12	2012-06-27
500 SHS EL PASO CORPORATION	P	2001-05-01	2012-05-31
FRAC SHS KINDER MORGAN INC	P	2001-05-01	2012-06-12
1250 SHS NOVARTIS ADR	P	2007-06-12	2012-10-17
3000 SHS NEWS CORP CL B	P	2008-01-11	2012-05-10
54 SHS NEWS CORP CL A	P	2003-12-24	2012-05-10
1000 SHS NORFOLK SOUTHERN CORP	P	2010-12-06	2012-08-10
1000 SHS PEPSICO INC	P	2008-01-11	2012-09-07
1000 SHS PEPSICO INC	P	2008-05-14	2012-09-07
2000 SHS PFIZER INC	P	2010-03-05	2012-03-27
500 SHS COFFEE CO XPN	P	2000-08-14	2012-07-09
2500 SHS VERIZON COMMUNICATIONSTNS COM	P	2000-08-14	2012-07-19
1000 SHS NORFOLK SOUTHERN CORP	P	2012-03-27	2012-08-10
CAPITAL GAIN DISTRIBUTIONS	P	2000-08-14	2012-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
122,065	0	114,123	7,942
91,338	0	86,363	4,975
56,126	0	49,378	6,748
71,886	0	66,450	5,436
82,799	0	64,028	18,771
67,589	0	55,715	11,874
7,325	0	7,325	0
11	0	47	-36
78,475	0	68,694	9,781
61,541	0	59,917	1,624
1,048	0	848	200
73,461	0	63,447	10,014
71,886	0	78,425	-6,539
71,886	0	67,811	4,075
44,744	0	35,340	9,404
4,900	0	4,900	0
111,567	0	93,330	18,237
73,461	0	66,587	6,874
971	0	0	971

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	7,942
0	0	0	4,975
0	0	0	6,748
0	0	0	5,436
0	0	0	18,771
0	0	0	11,874
0	0	0	0
0	0	0	-36
0	0	0	9,781
0	0	0	1,624
0	0	0	200
0	0	0	10,014
0	0	0	-6,539
0	0	0	4,075
0	0	0	9,404
0	0	0	0
0	0	0	18,237
0	0	0	6,874
0	0	0	971

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSOC OF SMALL FOUNDATIONS 1720 N STREET NW WASHINGTON,DC 20036		PUBLIC	FORSUPPORTPROGRAMS	1,500
BOY SCOUTS OF AMERICA521 S EDGEWOOD AVE JACKSONVILLE,FL 32205		PUBLIC	FORSUPPORTPROGRAMS	1,000
CATHEDRAL PARRISH LEARN10 SEBASTIAN AVE ST AUGUSTINE,FL 32084		PUBLIC	FORSUPPORTPROGRAMS	500
CHASERESCORLA SCHOLARSHIP FN1029 WEST PEARL STREET ST AUGUSTINE,FL 32084		PUBLIC	FORSUPPORTPROGRAMS	250
COMMUNITY HOSPICE NE FL4266 SUNBEAM ROAD JACKSONVILLE,FL 32257		PUBLIC	FORSUPPORTPROGRAMS	500
ER WARD CHARITABLE TRPO BOX 3443 ST AUGUSTINE,FL 32085		PUBLIC	FORSUPPORTPROGRAMS	1,500
FLORIDA CPA ED FOUNDATION 325 W COLLEGE AVE TALLAHASSEE,FL 32301		PUBLIC	FORSUPPORTPROGRAMS	500
JUNIOR SERVICE LEAGUEPO BOX 244 ST AUGUSTINE,FL 32085		PUBLIC	FORSUPPORTPROGRAMS	500
NEVADA HISTORICAL SOCIETY 1650 NORTH VIRGINIA ST RENO,NV 89503		PUBLIC	FORSUPPORTPROGRAMS	2,000
SAFE PET RESCUE INCPO BOX 840215 ST AUGUSTINE,FL 32080		PUBLIC	FORSUPPORTPROGRAMS	1,200
ST AUG HISTORICAL SOCIETY271 CHARLOTTE STREET ST AUGUSTINE,FL 32084		PUBLIC	FORSUPPORTPROGRAMS	8,500
ST JOSEPH ACADEMY155 STATE ROAD 207 ST AUGUSTINE,FL 32084		PUBLIC	FORSUPPORTPROGRAMS	1,000
THE LORDS TEMPLEPO BOX 1213 HASTINGS,FL 32145		PUBLIC	FORSUPPORTPROGRAMS	4,450
WOMAN'S EXCHANGE143 ST GEORGE ST ST AUGUSTINE,FL 32084		PUBLIC	FORSUPPORTPROGRAMS	1,500
Total				24,900

**TY 2011 Investments Corporate
Stock Schedule****Name:** MOELLER WILLIAM E & MARY E CHARTIABLE TRUST**EIN:** 59-7214278

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALTRIA GROUP INC	30,957	67,620
AMERICAN INTERNATIONAL GROUP INC	113,722	3,313
AMERICAN ELECTRIC POWER CO	55,253	66,705
AT&T INC	373,151	341,300
AVISTA CORP	11,775	14,226
BANK NEW YORK MELLON CORP	74,445	47,880
BANK OF AMERICA CORP	197,939	39,440
BRISTOL-MYERS SQUIBB CO	94,087	58,734
CATERPILLAR INC	177,395	170,480
CENTERPOINT ENERGY INC	40,497	25,649
CHEVRON CORP	37,774	105,690
CITIGROUP INC COM NEW	80,262	5,185
D.E. MASTER BLENDEERS 1753	5,477	5,755
DIRECTV	7,720	12,226
DISCOVER FINL SVCS	7,166	10,402
DISNEY (WALT) CO COM STK	16,129	19,864
ELI LILLY & CO	51,277	29,424
EXXON MOBIL CORP	249,178	440,700
FAIRPOINT COMMUNICATIONS INC	450	
GENERAL ELECTRIC	461,138	219,752
HANESBRANDS INC	1,397	2,238
HILLSHIRE BRANDS CO	2,439	2,785
JOHNSON AND JOHNSON	68,606	69,730
JPMORGAN CHASE & CO	143,133	131,456
KINDER MORGAN INC	25,514	7,066
LSI CORPORATION	46,550	2,501
MARATHON OIL CORP	78,968	77,125
MORGAN STANLEY	37,175	8,435
NEXTERA ENERGY INC SHS	26,695	68,710
NORKFOLK SOUTHERN CORP	144,750	120,760

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORTEL NETWORKS CORP	16,492	
PFIZER INC	103,810	100,080
RAYTHEON DELAWARE NEW	2,268	4,628
SAINT(THE) JOE CO (FLA)	122,106	32,070
TRANSOCEAN LTD	2,231	1,848
TRAVELERS COS INC	1,592	1,983
UNITED TECHS CORP COMM	56,405	56,077
WT05 17KINDER MORGAN WI	2,313	1,210
ZIMMER HOLDINGS INC COM	4,767	7,917
AMERICAN CAP INC BLDR FD SBI CL A	11,150	11,763
BLACKROCK GLOBAL ALLOCATION FD INC A	10,476	10,799
CALAMOS GROWTH AND INCOME FD CL A	10,522	11,331
CALAMOS MARKET NEUTRAL AND INCOME FD CL A	10,367	10,767
FIRST EAGLE GOLD CL A	11,171	11,011
FIRST EALGE GLOBAL FD CL A	10,418	12,003
FRANKLIN/TEMPLETON HARD CURRENCY FUND	11,022	10,787
FRANKLIN MUTAL GLOBAL DISCOVERY FD CL A	10,743	11,134
FRANKLIN UTILITIES FD CL A	11,010	13,278
FRANKLIN CUST FD INC SER CLASS A	11,906	12,246
HENDERSON GLOBAL EQUITY INCOME FUND CL A	11,968	11,178
INVESCO TECHNOLOGY SECTOR FUND CL A	76,353	27,881
ISHARES MSCI EAFE INDEX INCOME FUND CL A	76,006	55,070
IVY ASSET STRATEGY FUND CL A	10,140	11,252
NUVEEN LIMITED TERM MUNI BD FD CL A	10,692	10,804
PIMCO REAL RETURN FD CL A	11,077	12,413
TEMPLETON GLOBAL BOND FD CL A	11,573	11,510
FIA CARD SERVICES NA	133,872	133,872
ML BANK DEPOSIT PROGRAM	260,878	260,878
ML CASH	2	2

TY 2011 Investments - Other Schedule

Name: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST

EIN: 59-7214278

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
128 SAN MARCO AVENUE, LLC		491,669	325,000

TY 2011 Other Assets Schedule

Name: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST

EIN: 59-7214278

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL EXCISE TAX DEPOSIT	4,397	931	931
PREPAID PAYROLL TAX	2,000	2,000	2,000

TY 2011 Other Assets Schedule

Name: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST

EIN: 59-7214278

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL EXCISE TAX DEPOSIT	4,397	931	931
PREPAID PAYROLL TAX	2,000	2,000	2,000

TY 2011 Other Assets Schedule

Name: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST

EIN: 59-7214278

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL EXCISE TAX DEPOSIT	4,397	931	931
PREPAID PAYROLL TAX	2,000	2,000	2,000

TY 2011 Other Income Schedule

Name: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST

EIN: 59-7214278

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM FORM 1065 K-1	3,734	3,734	

TY 2011 Taxes Schedule

Name: MOELLER WILLIAM E & MARY E CHARTIABLE TRUST

EIN: 59-7214278

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	647	647		
EXCISE TAX	3,466			
MISC TAX	487	487		

William E. and Mary E. Moeller Charitable Trust
John Sundeman, Trustee

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STATEMENT - To Part IX-A (Page 7), Line 1 (Page 1 of 2)

59-7214278

The William E and Mary E Moeller Charitable Trust (the Moeller Trust) is sponsoring an educational program for incarcerated juveniles – (the Program) The objective of the Program is to provide incarcerated youth (juveniles) with experienced speakers, who are ex-offenders who have served their time in prisons, and want to give back to society The main focus of this education-through-experience program is to improve the incarcerated youths' future through the Moeller Trust Program Initially a presentation to the entire population is given, encouraging questions and answers Next, our goal is to have the opportunity to facilitate smaller group interaction

Because of the high rate of recidivism with incarcerated youth, this Program is offering a *different* inside approach to enlighten them This intervention process is unlike the standard approach of classroom teachers, counselors or therapists who cannot offer the experience of a life sentence in prison Our guest speakers have gone down the same path these youth have The Moeller Trust's educational Program stresses that if the juveniles do not make better *Choices NOW*, they may return to incarceration, and most likely at a higher lock down facility

By offering our education-through-experience method, the youth receive an opportunity to learn from someone who has experienced prison life first hand Each speaker has served more than 25 years in prison What is unique about this program is that these presenters use the “we” approach versus the “you” approach to facilitate and share, rather than teach and analyze They can identify with similar thinking and behavioral habits that each of the youth may possess

Some of our prison topics include

- having someone tell you what to wear, eat or drink,
- watching you dress, shower, use the toilet,
- sleeping with someone next to you who may have AIDS,
- having someone cough on you who may have TB,
- or watching someone get stabbed while in prison

Our program stresses the need to

- make better *Choices*;
- take opportunities that are given to you now to learn and better yourself,
- and stop pleasing your friends

The Moeller Trust education Program director is Nelson Kowalczyk. Nelson served 26 years and 10 days in prison. He shares a powerful, enlightening presentation that captivates everyone. Nelson has written and facilitated a similar program to hundreds of prisoners while incarcerated. The Moeller Trust education Program enlightens the incarcerated youth by using the “we” approach vs the “you” approach, that allows the youth to identify their personality traits and the thinking process used to commit criminal and irresponsible acts – called “Automatic Criminal Thinking Errors.”

The Moeller Trust education Program is patterned after the works and teachings of Dr Stanton E. Samenow. Dr. Samenow is a nationally recognized clinical psychologist, researcher, author, educator and lecturer in the field of criminal behavior. The Moeller Trust education Program has an agreement with Dr. Samenow authorizing the use of his works. In addition, the agreement calls for support (if needed) by Dr. Samenow.