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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 12-01-2011 , and ending 11-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

**A Employer identification number**  
87-6197628

Number and street (or P O box number if mail is not delivered to street address)  
P O BOX 3168

Room/suite

**B Telephone number** (see page 10 of the instructions)  
(503) 275-4327

City or town, state, and ZIP code  
PORTLAND, OR 97208

**C** If exemption application is pending, check here ☐

**D 1.** Foreign organizations, check here ☐

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

**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 ☐

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
\$ 803,672

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	19,385	19,385		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	35,203			
	b Gross sales price for all assets on line 6a _____ 577,139				
	7 Capital gain net income (from Part IV, line 2) . . . .		35,203		
	8 Net short-term capital gain . . . . .			0	
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	54,588	54,588		
	13 Compensation of officers, directors, trustees, etc	12,963	11,667		1,296
	14 Other employee salaries and wages . . . . .		0	0	0
	15 Pension plans, employee benefits . . . . .		0	0	
	16a Legal fees (attach schedule). . . . .				0
	b Accounting fees (attach schedule). . . . .	1,500	0	0	1,500
	c Other professional fees (attach schedule) . . . . .				0
	17 Interest . . . . .				0
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,902	582		0
	19 Depreciation (attach schedule) and depletion . . . .	0	0		
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .		0	0	
	22 Printing and publications . . . . .		0	0	
	23 Other expenses (attach schedule). . . . .	826			826
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	17,191	12,249	0	3,622
	25 Contributions, gifts, grants paid . . . . .	31,000			31,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	48,191	12,249	0	34,622
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	6,397			
	b <b>Net investment income</b> (if negative, enter -0-)		42,339		
	c <b>Adjusted net income</b> (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.



Cat No 11289X

Form **990-PF** (2011)

Part II



Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .		
	2	Savings and temporary cash investments . . . . .	12,225	10,300
	3	Accounts receivable ▶ <u>7,221</u>		
		Less allowance for doubtful accounts ▶ _____	7,221	7,221
	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 ▶ <u>0</u>		
	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) . . . . .	690,021 	630,388
	c	Investments—corporate bonds (attach schedule). . . . .	30,802 	103,831
	11	Investments—land, buildings, and equipment basis ▶ _____		
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans . . . . .		
	13	Investments—other (attach schedule) . . . . .		0
	14	Land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____		
	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	733,048	751,740
	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 . . . . .	733,048	751,740
	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) . . . . .	733,048	751,740
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	733,048	751,740

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	733,048
2	Enter amount from Part I, line 27a . . . . .	2	6,397
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	12,296
4	Add lines 1, 2, and 3 . . . . .	4	751,741
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	751,740

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
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	35,203
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	52,774	981,325	0 053778
2009	39,181	841,601	0 046555
2008	38,824	790,085	0 049139
2007	4,176	967,346	0 004317
2006	14,246	1,045,758	0 013623

2	Total of line 1, column (d). . . . .	2	0 167412
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 033482
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .	4	793,097
5	Multiply line 4 by line 3. . . . .	5	26,554
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	423
7	Add lines 5 and 6. . . . .	7	26,977
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	34,622

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 VIExcise 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	423
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	423
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	423
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,080	
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	1,080
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	657
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 424	Refunded	11	233

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
		1a		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)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		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? . . . . .	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) UT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	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)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of US BANK Telephone no (503) 275-4327 Located at 555 SW OAK PORTLAND OR ZIP+4 97204			
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.			
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?	15		
			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		16		No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ).			
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.	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? 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?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(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	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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
US BANK	TRUSTEE	14,463		
PO BOX 3168	1			
PORTLAND, OR 97208				
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	
2	
3	
4	

Part IX-B

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 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	792,506
b	Average of monthly cash balances. . . . .	1b	12,669
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	805,175
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	805,175
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	12,078
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	793,097
6	Minimum investment return. Enter 5% of line 5. . . . .	6	39,655

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	39,655
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	423
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	423
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	39,232
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	39,232
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	39,232

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	34,622
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	34,622
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	423
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	34,199
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				39,232
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			30,940	
b Total for prior years 2009 , 20 , 20		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				0
b From 2007.				0
c From 2008.				0
d From 2009.				0
e From 2010.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 \$ 34,622				
a Applied to 2010, but not more than line 2a			30,940	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.				3,682
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				35,550
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2007.				0
b Excess from 2008.				0
c Excess from 2009.				0
d Excess from 2010.				0
e Excess from 2011.				0

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

CHARLES TAMLYN CO US BANK  
PO BOX 3058  
SALT LAKE CIY,UT 84110  
(801) 534-6045

b

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

WRITTEN - CONTACT CHARLES TAMLYN AT US BANK

c

Any submission deadlines

NONE

d



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

TO PROVIDE THE USE OF A SINGLE FAMILY RESIDENCE TO ONE OR MORE LOW INCOME FAMILIES - THROUGH DIRECT OPERATION OF SUCH A DWELLING OR ORGANIZATIONS WHICH HAVE SUCH A PROGRAM OR WOULD RUN SUCH A PROGRAM

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**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)				
<b>a</b> <i>Paid during the year</i> CATHEDRAL CHURCH OF ST MARK EPISCOPAL CHURCH 231 EAST FIRST SOUTH SALT LAKE CITY, UT 84111	NONE	PUBLIC	GENERAL SUPPORT	31,000
<b>Total</b> . . . . .  <b>3a</b>				31,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .  <b>3b</b>				

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities. . . .			14	19,385	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	35,203	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). .				54,588	
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		54,588

[illegible]

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

[illegible]

**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>b</b> If "Yes," complete the following schedule		
<b>(a)</b> Name of organization	<b>(b)</b> Type of organization	<b>(c)</b> Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2013-03-12	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature		Date	Check if self-employed <input checked="" type="checkbox"/>
Firm's name			Firm's EIN		
Firm's address			Phone no		

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 )
84 IPATH DOW JONES UBS COMMODITY		2010-08-19	2012-01-05
383 IPATH GSCI TOTAL RETURN			2012-01-05
370 965 DRIEHAUS ACTIVE INCOME FUND			2012-01-05
504 741 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-01-05
1053 824 AMERICAN EUROPACIFIC GRTH F2			2012-01-05
23 941 AMERICAN EUROPACIFIC GRTH F2		2011-06-27	2012-01-05
12 EXXON MOBIL CORP		2008-08-11	2012-01-05
9 00005 GOLDMAN SACHS GROUP INC		2010-08-18	2012-01-05
11 99995 GOLDMAN SACHS GROUP INC		2010-08-18	2012-01-05
22 704 GOLDMAN SACHS M C VALUE CL INST		2011-06-27	2012-01-05
54 992 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2012-01-05
110 47823 PYXIS LONG SHORT EQUITY Z		2011-02-23	2012-01-05
411 67277 PYXIS LONG SHORT EQUITY Z		2011-02-23	2012-01-05
120 949 PYXIS LONG SHORT EQUITY Z		2011-04-08	2012-01-05
448 912 PYXIS LONG SHORT EQUITY Z		2011-06-08	2012-01-05
6 INTL BUSINESS MACHINES CORP		2011-11-04	2012-01-05
124 ISHARES MSCI EMERGING MKTS E T F		2009-03-11	2012-01-05
93 ISHARES MSCI EMERGING MKTS E T F		2010-11-09	2012-01-05
11 NOBLE ENERGY INC		2011-09-29	2012-01-05
26 NORDSTROM INC		2011-09-01	2012-01-05
77 244 NUVEEN GLOBAL INFRASTR FD CL I		2011-06-08	2012-01-05
37 566 NUVEEN GLOBAL INFRASTR FD CL I			2012-01-05
67 ORACLE CORPORATION		2010-10-29	2012-01-05
2816 735 PIMCO TOTAL RETURN FUND INST		2011-02-23	2012-01-05
46 546 PIMCO TOTAL RETURN FUND INST		2011-06-27	2012-01-05
46 PFIZER INC COM		2010-08-19	2012-01-05
22 STARBUCKS CORP		2010-10-29	2012-01-05
20 UNITED HEALTH GROUP INCORPORATED		2010-10-29	2012-01-05
12 ALLERGAN INC		2010-08-19	2012-02-02
30 CAPITAL ONE FINANCIAL CORP		2011-03-16	2012-02-02

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5 CAPITAL ONE FINANCIAL CORP		2011-07-07	2012-02-02
34 COCA COLA CO			2012-02-02
603 927 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-02-02
11 HUMANA INC		2011-08-12	2012-02-02
41 MACYS INC		2011-06-01	2012-02-02
108 716 NUVEEN GLOBAL INFRASTR FD CL I		2011-06-08	2012-02-02
2 891 NUVEEN GLOBAL INFRASTR FD CL I		2011-08-12	2012-02-02
20 POLARIS INDS INC		2011-06-27	2012-02-02
65 SLM CORP			2012-02-02
345 SPDR DJ WILSHIRE INTERNATIONAL		2011-02-10	2012-02-02
14 STARBUCKS CORP		2010-10-29	2012-02-02
14 STARBUCKS CORP		2011-07-07	2012-02-02
4 STARBUCKS CORP		2011-11-04	2012-02-02
25 TERADATA CORP DEL		2010-08-18	2012-02-02
34 WELLS FARGO & CO NEW		2011-08-08	2012-02-02
36 WILLIAMS SONOMA INC		2011-09-29	2012-02-02
41 DIRECTV CL A		2010-08-18	2012-02-08
12 DOLLAR TREE INC		2010-08-19	2012-02-08
17 P N C FINANCIAL SERVICES GROUP INC		2012-01-05	2012-02-08
98 328 TCW EMERGING MARKETS LOCAL CCY INC I		2012-01-05	2012-02-08
33 DISCOVERY COMMUNICATIONS INC CL A		2011-09-29	2012-03-02
704 52 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-03-02
72 FIFTH THIRD BANCORP		2011-03-07	2012-03-02
169 264 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2012-03-02
30 ISHARES JP MORGAN EM BOND FD		2012-01-05	2012-03-02
14 NATIONAL-OILWELL INC		2011-02-10	2012-03-02
2 NATIONAL-OILWELL INC		2011-02-10	2012-03-02
717 692 NUVEEN INFLATION PRO SEC CL I		2012-01-05	2012-03-02
686 639 NUVEEN GLOBAL INFRASTR FD CL I		2011-08-12	2012-03-02
1 PRUDENTIAL FINL INC		2011-08-08	2012-03-02



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 )
16 PRUDENTIAL FINL INC		2011-02-10	2012-03-02
237 SPDR BARCLAYS INTRNTNL TREASURY ETF		2010-08-19	2012-03-02
414 51 SCOUT INTERNATIONAL FUND			2012-03-02
22 307 SCOUT INTERNATIONAL FUND		2011-06-27	2012-03-02
18 752 SCOUT INTERNATIONAL FUND		2011-07-15	2012-03-02
395 734 TCW EMERGING MARKETS INCOME FUND		2012-01-05	2012-03-02
602 047 TCW EMERGING MARKETS LOCAL CCY INC I		2012-01-05	2012-03-02
17 WHITING PETROLEUM CORP		2010-08-19	2012-03-02
34 WILLIAMS COS INC		2012-02-02	2012-03-02
23 WYNDHAM WORLDWIDE CORP		2011-08-12	2012-03-02
25 INGERSOLL RAND PLC		2011-09-29	2012-03-02
19 CHECK POINT SOFTWARE TECH LTD		2011-08-12	2012-03-02
93 72 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-03-16
39 425 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2012-03-16
16 P N C FINANCIAL SERVICES GROUP INC		2012-02-02	2012-03-16
10 PERRIGO CO		2011-09-29	2012-03-16
112 994 TCW EMERGING MARKETS INCOME FUND		2012-01-05	2012-03-16
190 709 TCW EMERGING MARKETS LOCAL CCY INC I		2012-01-05	2012-03-16
56 WYNDHAM WORLDWIDE CORP		2011-08-12	2012-03-16
29 INGERSOLL RAND PLC		2011-09-29	2012-03-16
4 INGERSOLL RAND PLC		2012-02-08	2012-03-16
4 APPLE COMPUTER INC		2005-02-17	2012-03-27
25 CATERPILLAR INC		2010-08-19	2012-03-27
28 DOW CHEM CO		2011-10-31	2012-03-27
52 FREEPORT MCMORAN COPPER GOLD		2010-08-19	2012-03-27
8 GOLDMAN SACHS GROUP INC		2010-09-15	2012-03-27
13 NATIONAL-OILWELL INC		2011-02-10	2012-03-27
2 NATIONAL-OILWELL INC		2011-11-30	2012-03-27
23 NOBLE ENERGY INC			2012-03-27
13 STARBUCKS CORP		2011-07-07	2012-03-27

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 )
4 STARBUCKS CORP		2011-11-04	2012-03-27
18 UNITED HEALTH GROUP INCORPORATED			2012-03-27
13 ALLERGAN INC		2010-08-19	2012-05-02
18 FIFTH THIRD BANCORP			2012-05-02
139 FIFTH THIRD BANCORP			2012-05-02
9 GOLDMAN SACHS GROUP INC		2012-02-08	2012-05-02
1 GOLDMAN SACHS GROUP INC		2010-09-15	2012-05-02
1 MASTERCARD INC		2011-06-01	2012-05-02
3 MASTERCARD INC		2010-10-29	2012-05-02
36 QUALCOMM INC		2006-07-21	2012-05-02
19 QUALCOMM INC		2011-06-27	2012-05-02
14 ACE LTD		2010-08-19	2012-05-02
33 CHECK POINT SOFTWARE TECH LTD			2012-05-02
435 356 AMER CENT DIVERSIFI BOND INS			2012-05-24
71 DANA HOLDING CORP		2012-03-16	2012-05-24
46 FOOT LOCKER INC		2010-08-19	2012-05-24
13 HUMANA INC			2012-05-24
10 ISHARES JP MORGAN EM BOND FD		2012-01-05	2012-05-24
26 JARDEN CORP		2010-10-29	2012-05-24
27 MACYS INC			2012-05-24
314 778 LOOMIS SAYLES ABS STRAT Y		2011-06-08	2012-05-24
18 SPDR BARCLAYS INTRNTNL TREASURY ETF		2010-08-19	2012-05-24
102 458 TCW EMERGING MARKETS LOCAL CCY INC I		2012-01-05	2012-05-24
53 WILLIAMS COS INC		2012-02-02	2012-05-24
16 AMERICAN TOWER CORP		2009-03-11	2012-06-11
30 BRISTOL MYERS SQUIBB CO			2012-06-11
53 GENERAL ELEC CO		2012-05-02	2012-06-11
52 SPDR DJ WILSHIRE INTERNATIONAL			2012-06-11
128 SPDR DJ WILSHIRE INTERNATIONAL		2011-02-10	2012-06-11
248 SPDR DJ WILSHIRE INTERNATIONAL			2012-06-11

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

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24 SPDR DJ WILSHIRE INTERNATIONAL		2011-07-15	2012-06-11
20 WHITING PETROLEUM CORP		2012-01-05	2012-06-11
7 WHITING PETROLEUM CORP		2010-08-19	2012-06-11
639 037 ABERDEEN FDS EMRGN		2011-02-10	2012-06-22
49 813 ABERDEEN FDS EMRGN		2011-02-10	2012-06-22
27 IPATH DOW JONES UBS COMMODITY		2010-08-19	2012-06-22
15 BOEING CO		2011-02-10	2012-06-22
207 484 CREDIT SUISSE COMM RET ST CO		2010-11-12	2012-06-22
70 405 CREDIT SUISSE COMM RET ST CO		2011-05-16	2012-06-22
126 374 CREDIT SUISSE COMM RET ST CO		2011-08-12	2012-06-22
98 956 CREDIT SUISSE COMM RET ST CO		2012-01-05	2012-06-22
331 899 DRIEHAUS SELECT CREDIT FUND		2011-08-12	2012-06-22
70 563 DRIEHAUS SELECT CREDIT FUND		2011-09-29	2012-06-22
507 283 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-06-22
61 ISHARES MSCI EMERGING MKTS E T F		2010-11-09	2012-06-22
11 MCKESSON CORPORATION		2010-08-19	2012-06-22
191 916 LOOMIS SAYLES ABS STRAT Y		2011-06-08	2012-06-22
177 519 LOOMIS SAYLES ABS STRAT Y		2011-07-15	2012-06-22
13 OCCIDENTAL PETROLEUM CORPORATION		2010-08-19	2012-06-22
188 36 ABERDEEN FDS EMRGN		2011-09-01	2012-07-05
320 77 ABERDEEN FDS EMRGN			2012-07-05
25 IPATH DOW JONES UBS COMMODITY		2010-08-19	2012-07-05
49 DR PEPPER SNAPPLE GROUP		2011-06-27	2012-07-05
141 ISHARES MSCI EMERGING MKTS E T F		2010-11-09	2012-07-05
15 POLARIS INDS INC		2011-06-27	2012-07-05
63 SLM CORP		2011-03-16	2012-07-05
124 847 LAUDUS INTL MARKETMASTERS FUND SEL			2012-07-05
38 18 LAUDUS INTL MARKETMASTERS FUND SEL		2011-07-07	2012-07-05
92 INTEL CORP COM			2012-07-30
69 ATT INC		2012-05-24	2012-08-10

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53 BRISTOL MYERS SQUIBB CO			2012-08-10
16 HUMANA INC			2012-08-10
14 PERRIGO CO			2012-08-27
68 VERIZON COMMUNICATIONS			2012-08-27
105 IPATH DOW JONES UBS COMMODITY		2010-11-09	2012-09-06
95 569 CREDIT SUISSE COMM RET ST CO		2010-11-12	2012-09-06
361 898 CREDIT SUISSE COMM RET ST CO			2012-09-06
589 816 CREDIT SUISSE COMM RET ST CO		2012-01-05	2012-09-06
98 QEP RESOURCES INC		2012-07-05	2012-09-06
80 TYSON FOODS INC CL A		2012-05-24	2012-09-06
354 88 DRIEHAUS SELECT CREDIT FUND		2012-01-05	2012-09-17
282 324 DRIEHAUS SELECT CREDIT FUND		2011-09-29	2012-09-17
331 899 DRIEHAUS SELECT CREDIT FUND		2011-08-25	2012-09-17
190 39294 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-09-17
1508 84406 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-09-17
638 509 EATON VANCE GLOBAL MACRO FD CL I		2012-06-22	2012-09-17
311 798 PYXIS LONG SHORT EQUITY Z		2011-06-08	2012-09-17
1863 478 PYXIS LONG SHORT EQUITY Z		2011-08-08	2012-09-17
110 49 PYXIS LONG SHORT EQUITY Z		2011-03-23	2012-09-17
801 452 LOOMIS SAYLES ABS STRAT Y		2011-07-15	2012-09-17
191 916 LOOMIS SAYLES ABS STRAT Y		2011-06-21	2012-09-17
257 385 TCW EMERGING MARKETS INCOME FUND		2012-01-05	2012-09-17
804 318 TFS MARKET NEUTRAL FUND		2011-02-23	2012-09-17
166 96428 BLACKROCK EMERGING MKTS L S EQTY IS		2012-09-17	2012-09-27
94 77972 BLACKROCK EMERGING MKTS L S EQTY IS		2012-09-17	2012-09-27
31 CITIGROUP INC		2012-01-05	2012-09-27
101 936 DRIEHAUS SELECT CREDIT FUND		2012-01-05	2012-09-27
100 806 EATON VANCE GLOBAL MACRO FD CL I		2012-06-22	2012-09-27
26 267 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2012-09-27
453 531 PYXIS LONG SHORT EQUITY Z		2011-08-08	2012-09-27

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 )
8 MCKESSON CORPORATION		2010-08-19	2012-09-27
4 MCKESSON CORPORATION		2012-06-11	2012-09-27
99 107 LOOMIS SAYLES ABS STRAT Y		2011-07-15	2012-09-27
15 046 NUVEEN INFLATION PRO SEC CL I		2012-01-05	2012-09-27
21 159 NUVEEN MID CAP GRWTH OPP FD CL I		2009-03-11	2012-09-27
935 801 TCW EMERGING MARKETS INCOME FUND		2012-01-05	2012-09-27
297 034 TCW EMERGING MARKETS LOCAL CCY INC I			2012-09-27
35 682 TFS MARKET NEUTRAL FUND		2011-02-23	2012-09-27
92 25 TURNER SPECTRUM FUND INSTL		2012-09-17	2012-09-27
113 INTEL CORP COM			2012-10-12
19 MCKESSON CORPORATION			2012-10-12
98 814 LOOMIS SAYLES ABS STRAT Y		2011-07-15	2012-10-12
111 111 NUVEEN HIGH INCOME BOND FD CL I		2010-08-19	2012-10-12
6667 KRAFT FOODS GROUP INC		2012-05-02	2012-10-19
141 225 INV BALANCE RISK COMM STR Y		2012-09-06	2012-11-06
100 704 DRIEHAUS SELECT CREDIT FUND		2012-01-05	2012-11-06
55 126 E I I INTL PPTY I		2012-06-22	2012-11-06
76 307 EATON VANCE GLOBAL MACRO FD CL I		2012-06-22	2012-11-06
100 806 EATON VANCE GLOBAL MACRO FD CL I		2012-06-22	2012-11-06
25 846 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2012-11-06
91 MICROSOFT CORP COM			2012-11-06
98 328 LOOMIS SAYLES ABS STRAT Y		2011-07-15	2012-11-06
256 943 NUVEEN HIGH INCOME BOND FD CL I		2010-08-19	2012-11-06
21 579 NUVEEN MID CAP GRWTH OPP FD CL I		2009-03-11	2012-11-06
31 877 NUVEEN MID CAP GRWTH OPP FD CL I		2011-07-15	2012-11-06
37 P N C FINANCIAL SERVICES GROUP INC			2012-11-06
25 SPDR DJ WILSHIRE INTERNATIONAL		2011-07-15	2012-11-06
39 VALERO ENERGY CORP		2012-07-30	2012-11-06
348 663 AMER CENT DIVERSIFI BOND INS		2012-03-02	2012-11-28
102 92 BLACKROCK EMERGING MKTS L S EQTY IS		2012-09-17	2012-11-28

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 )
126 01947 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-11-28
94 01453 DRIEHAUS ACTIVE INCOME FUND		2011-08-08	2012-11-28
78 644 E I I INTL PPTY I		2012-06-22	2012-11-28
20 EATON CORP		2012-06-11	2012-11-28
21 EMERSON ELECTRIC CO		2012-01-05	2012-11-28
26 109 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2012-11-28
259 087 PYXIS LONG SHORT EQUITY Z		2011-08-08	2012-11-28
36 HOME DEPOT INC			2012-11-28
36 MAXIM INTEGRATED PRODS INC		2012-07-30	2012-11-28
62 027 NEUBERGER BERMAN GENESIS INSTL FD		2009-03-11	2012-11-28
418 917 NUVEEN HIGH INCOME BOND FD CL I		2010-08-19	2012-11-28
268 135 NUVEEN INFLATION PRO SEC CL I		2012-01-05	2012-11-28
208 04 LAUDUS INTL MARKETMASTERS FUND SEL		2011-07-07	2012-11-28
347 359 LAUDUS INTL MARKETMASTERS FUND SEL		2011-07-15	2012-11-28
17 STARBUCKS CORP		2011-11-04	2012-11-28
3 STARBUCKS CORP		2012-03-02	2012-11-28
CAPITAL GAIN DIVIDENDS	P		

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)
3,591		3,363	228
13,301		11,728	1,573
3,747		4,118	-371
5,098		5,340	-242
37,369		30,335	7,034
849		1,000	-151
1,028		772	256
855		1,343	-488
1,140		1,791	-651
775		846	-71
1,878		2,074	-196
1,217		1,250	-33
4,537		4,656	-119
1,333		1,361	-28
4,947		4,960	-13
1,108		1,119	-11
4,805		2,780	2,025
3,604		4,487	-883
1,076		790	286
1,319		1,157	162
667		732	-65
324		343	-19
1,796		1,980	-184
30,618		30,505	113
506		511	-5
991		738	253
1,019		631	388
1,050		720	330
1,012		759	253
1,414		1,515	-101

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)
236		273	-37
2,307		2,358	-51
6,281		6,390	-109
992		824	168
1,436		1,174	262
974		1,030	-56
26		25	1
1,298		1,079	219
1,006		953	53
12,152		13,341	-1,189
664		402	262
664		564	100
190		178	12
1,356		766	590
1,013		821	192
1,312		1,154	158
1,833		1,579	254
1,022		528	494
1,027		1,025	2
1,002		926	76
1,566		1,270	296
7,496		7,454	42
978		980	-2
6,266		6,383	-117
3,409		3,269	140
1,150		1,097	53
164		168	-4
8,347		8,268	79
6,290		5,912	378
61		50	11



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)
981		1,035	-54
14,246		13,722	524
13,036		11,083	1,953
702		720	-18
590		618	-28
3,486		3,285	201
6,201		5,662	539
985		779	206
1,025		983	42
1,014		707	307
991		786	205
1,112		1,037	75
1,000		992	8
1,493		1,487	6
1,012		960	52
1,014		981	33
999		938	61
1,955		1,793	162
2,546		1,722	824
1,192		907	285
164		152	12
2,455		180	2,275
2,708		1,731	977
990		795	195
2,027		1,890	137
1,011		1,347	-336
1,020		1,094	-74
157		141	16
2,260		1,928	332
732		524	208

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)
225		178	47
989		757	232
1,202		822	380
257		224	33
1,988		1,951	37
1,024		1,044	-20
114		168	-54
451		283	168
1,354		723	631
2,304		1,250	1,054
1,216		1,037	179
1,073		750	323
1,926		1,992	-66
4,832		4,824	8
946		1,156	-210
1,468		604	864
994		1,173	-179
1,104		1,090	14
1,021		823	198
1,014		766	248
3,075		3,186	-111
1,053		1,042	11
1,000		961	39
1,633		1,532	101
1,061		462	599
1,031		797	234
1,020		1,047	-27
1,808		2,067	-259
4,450		4,950	-500
8,622		9,704	-1,082

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)
834		948	-114
836		1,028	-192
293		321	-28
8,627		8,659	-32
672		708	-36
1,027		1,081	-54
1,075		1,091	-16
1,540		1,896	-356
522		652	-130
938		1,156	-218
734		818	-84
3,246		3,276	-30
690		670	20
5,250		5,367	-117
2,302		2,943	-641
1,003		677	326
1,871		1,942	-71
1,731		1,770	-39
1,042		973	69
2,663		2,658	5
4,536		4,360	176
1,036		1,001	35
2,150		1,999	151
5,577		6,803	-1,226
1,106		810	296
1,007		878	129
2,196		2,480	-284
672		780	-108
2,366		1,555	811
2,574		2,317	257

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)
1,680		1,453	227
1,083		1,351	-268
1,552		1,328	224
2,895		2,496	399
4,565		4,981	-416
804		874	-70
3,044		3,377	-333
4,960		4,878	82
2,810		2,897	-87
1,254		1,528	-274
3,520		3,425	95
2,801		2,682	119
3,292		3,299	-7
1,995		2,014	-19
15,813		15,964	-151
6,308		6,245	63
3,673		3,445	228
21,952		19,567	2,385
1,302		1,276	26
8,127		7,990	137
1,946		1,961	-15
2,373		2,136	237
12,378		12,169	209
1,765		1,782	-17
1,002		1,011	-9
1,026		906	120
999		984	15
1,002		986	16
1,009		991	18
5,311		4,762	549

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)
697		492	205
349		354	-5
1,000		988	12
181		173	8
1,015		456	559
8,609		7,767	842
3,122		2,912	210
550		540	10
1,005		1,010	-5
2,423		2,689	-266
1,700		1,753	-53
1,001		985	16
1,000		952	48
31		28	3
1,520		1,575	-55
1,000		972	28
1,007		850	157
754		746	8
996		986	10
1,009		975	34
2,722		2,912	-190
1,000		980	20
2,320		2,202	118
1,005		465	540
1,485		1,553	-68
2,190		2,211	-21
1,025		987	38
1,181		1,023	158
3,933		3,867	66
1,107		1,098	9

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)
1,332		1,333	-1
994		995	-1
1,438		1,213	225
1,034		816	218
1,044		1,005	39
1,007		985	22
2,941		2,720	221
2,318		1,641	677
1,027		978	49
3,132		1,519	1,613
3,762		3,590	172
3,228		3,089	139
4,023		4,248	-225
6,718		6,895	-177
865		756	109
153		146	7
			11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			228
			1,573
			-371
			-242
			7,034
			-151
			256
			-488
			-651
			-71
			-196
			-33
			-119
			-28
			-13
			-11
			2,025
			-883
			286
			162
			-65
			-19
			-184
			113
			-5
			253
			388
			330
			253
			-101

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	
			-37
			-51
			-109
			168
			262
			-56
			1
			219
			53
			-1,189
			262
			100
			12
			590
			192
			158
			254
			494
			2
			76
			296
			42
			-2
			-117
			140
			53
			-4
			79
			378
			11



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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-54
			524
			1,953
			-18
			-28
			201
			539
			206
			42
			307
			205
			75
			8
			6
			52
			33
			61
			162
			824
			285
			12
			2,275
			977
			195
			137
			-336
			-74
			16
			332
			208

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			47
			232
			380
			33
			37
			-20
			-54
			168
			631
			1,054
			179
			323
			-66
			8
			-210
			864
			-179
			14
			198
			248
			-111
			11
			39
			101
			599
			234
			-27
			-259
			-500
			-1,082

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-114
			-192
			-28
			-32
			-36
			-54
			-16
			-356
			-130
			-218
			-84
			-30
			20
			-117
			-641
			326
			-71
			-39
			69
			5
			176
			35
			151
			-1,226
			296
			129
			-284
			-108
			811
			257

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			227
			-268
			224
			399
			-416
			-70
			-333
			82
			-87
			-274
			95
			119
			-7
			-19
			-151
			63
			228
			2,385
			26
			137
			-15
			237
			209
			-17
			-9
			120
			15
			16
			18
			549

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			205
			-5
			12
			8
			559
			842
			210
			10
			-5
			-266
			-53
			16
			48
			3
			-55
			28
			157
			8
			10
			34
			-190
			20
			118
			540
			-68
			-21
			38
			158
			66
			9

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			-1
			225
			218
			39
			22
			221
			677
			49
			1,613
			172
			139
			-225
			-177
			109
			7

## TY 2011 Accounting Fees Schedule

**Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

**EIN:** 87-6197628

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

# TY 2011 Investments Corporate Bonds Schedule

**Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

**EIN:** 87-6197628

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NUVEEN HIGH INCOME BOND	48,863	50,256
AMERICAN CENT DIVERSIFIED BD	34,920	35,272
ISHARES JP MORGAN EM BOND FD	11,768	13,252
SPDR BARCLAYS INTL TREAS BOND	8,280	8,757



TY 2011 Investments Corporate  
Stock Schedule

**Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION  
**EIN:** 87-6197628

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	539	7,023
EXXON MOBIL	1,995	2,732
FREEPORT-MCMORAN COPPER	2,337	2,263
GENERAL ELEC CO	3,396	3,360
GOLDMAN SACHS GROUP		
QUALCOMM INC		
UNITED TECHNOLOGIES	2,117	3,204
SCHLUMBERGER LTD	2,335	3,653
IPATH GSCI TOTAL RETURN	3,918	3,746
ISHARES MSCI EMERGING MKTS	10,932	10,864
AMERICAN TOWER CORP	1,639	2,398
BMC SOFTWARE INC	1,114	1,065
BEST BUY CO	1,014	603
INTEL CORP		
INTERNATIONAL BUSINESS MACHINE	3,528	3,421
MASTERCARD INC	850	1,466
ORACLE CORPORATION		
AMERICAN EUROPACIFIC GRTH F2		
NEUBERGER BERMAN GENESIS INSTL	19,909	22,440
PIMCO TOTAL RETURN FUND	93,064	95,731
SCOUT INTERNATIONAL FUND	43,205	43,144
ALLERGAN INC	1,450	1,670
ANADARKO PETROLEUM CORP	3,659	4,099
BANK OF AMERICA	5,885	6,636
BRISTOL MYERS SQUIBB		
CATERPILLAR INC		
CITIGROUP	4,688	4,805
DIRECTV CL A		
DOLLAR TREE	660	1,252
DOVER CORP	2,175	2,607

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EMC CORPORATION	2,144	1,787
EATON CORP	3,135	3,651
FOOT LOCKER	526	1,434
JARDEN CORP	918	1,534
MCKESSON CORPORATION		
OCCIDENTAL PETROLEUM CORP	1,496	1,504
PFIZER INC	3,206	4,228
STARBUCKS CORP	1,919	1,971
TERADATA CORP	1,667	1,368
UNITED HEALTH GROUP	1,387	1,523
WHITING PETROLEUM		
WILLIAMS SONOMA		
ACE LTD	750	1,109
CHECK POINT SOFTWARE TECH		
CREDIT SUISSE COMM RET	23,332	23,069
GOLDMAN SACHS MC VALUE	19,498	20,621
IPATH DOW JONES UBS COMMODITY	5,831	5,650
SPDR BARCLAYS CAPITAL INTL		
BOEING CO	1,788	1,857
CAPITAL ONE FINANCIAL CORP	1,962	2,477
COCA COLA CO		
DISCOVERY COMMUNICATIONS INC		
DOW CHEM CO	2,277	2,053
DR PEPPER SNAPPLE GROUP		
FIFTH THIRD BANCORP	2,251	2,196
HUMANA INC		
MACYS INC	1,885	2,167
NATIONAL OILWELL VARCO INC	1,001	956
NOBLE ENERGY INC		
NORDSTROM INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PERRIGO CO		
POLARIS INDS INC	1,077	1,187
PRUDENTIAL FINANCIAL INC	1,638	1,720
SLM CORP	1,081	1,109
VERIZON COMMUNICATIONS INC		
WELLS FARGO	2,668	3,730
WYNDHAM WORLDWIDE CORP		
INGERSOLL RAND PLC	1,320	1,707
DRIEHAUS ACTIVE INCOME FUND	3,890	3,886
DRIEHAUS SELECT CREDIT FUND	8,185	8,379
HIGHLAND LONG SHORT EQUITY Z		
LAUDUS INTL MARKETMASTERS	46,471	49,316
ABERDEEN FDS EMRG MKT	28,651	31,380
LOOMIS SAYLES ABS STRAT	7,206	7,392
NUVEEN GLOBAL INFRASTR	38,829	44,015
NUVEEN MID CAP GRWTH OPP	27,354	30,166
NUVEEN REAL ESTATE SECURIT	31,640	37,951
SPDR DJ WILSHIRE INTL	13,029	13,594
TFS MARKET NEUTRAL FUND	8,231	8,481
CF INDUSTRIES HOLDINGS INC	1,597	1,712
CVS CAREMARK CORP	2,539	2,698
EDISON INTL	2,133	2,229
GILEAD SCIENCES INC	1,348	1,950
GOOGLE INC	2,379	2,793
HOME DEPOT INC	3,670	4,164
KRAFT FOODS GROUP INC	1,318	1,448
LIBERTY MEDIA CORP	1,789	1,760
LSI CORPORATION	2,476	2,265
MARATHON OIL CORPORATION	1,847	2,005
MAXIM INTEGRATED PRODS INC	2,458	1,051

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MERCK AND CO INC NEW	3,644	3,500
MONDELEZ INTERNATIONAL W I	2,489	2,537
MOTOROLA SOLUTIONS INC	2,154	2,178
PIONEER NAT REX CO	1,771	2,033
STAPLES INC	2,180	1,872
COVIDIEN PLC	1,173	1,278
GLAXCO SMITHKLINE P L C	1,032	946
NIELSEN HOLDINGS NV	1,587	1,529
BLACKROCK EMERGING MKTS L S	1,288	1,310
E I I INTL PPTY I	5,847	7,012
EATON VANCE GLOBAL MACRO FD	5,501	5,501
FORWARD INTERNATIONAL REAL EST	7,463	8,417
INV BALANCE RISK COMM STR	8,623	8,282
NUVEEN INFLATION PRO SEC	33,358	34,672
PYXIS LONG SHORT EQUITY Z	3,912	3,944
TURNER SPECTRUM FUND INSTL	11,498	11,467
EMERSON ELECTRIC CO	3,327	3,365
WILLIAMS COS	1,335	1,346

TY 2011 Other Decreases Schedule

**Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

**EIN:** 87-6197628

Description	Amount
ROUNDING	1

## TY 2011 Other Expenses Schedule

**Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

**EIN:** 87-6197628

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	826	0		826

**TY 2011 Other Increases Schedule****Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION**EIN:** 87-6197628

Description	Amount
RECV'D VS REPT'D SECURITIES PY	459
2011 YEAR-END SALES	11,837

**TY 2011 Taxes Schedule****Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION**EIN:** 87-6197628

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	240	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,080	0		0
FOREIGN TAXES ON QUALIFIED FOR	510	510		0
FOREIGN TAXES ON NONQUALIFIED	72	72		0