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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation
PRESCOTT FAMILY FOUNDATION, INC

A Employer identification number
06-1667125

Number and street (or P O box number if mail is not delivered to street address)
2412 W WASHINGTON STREET

Room/suite
200

B Telephone number (see instructions)
(262) 335-8032

City or town, state, and ZIP code
WEST BEND, WI 53095

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,689,226

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 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)	55,000	ATCH 1		
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	20,001	20,001		ATCH 2
	4 Dividends and interest from securities	73,144	73,144		ATCH 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,139			
	b Gross sales price for all assets on line 6a 1,540,838				
	7 Capital gain net income (from Part IV, line 2)		6,139.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 4	62,199	62,199		
	12 **Total.** Add lines 1 through 11	216,483	161,483		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) *	38,360	38,360		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 6	10,456	3,456		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	10			
	24 **Total operating and administrative expenses** Add lines 13 through 23	48,826	41,816		
	25 Contributions, gifts, grants paid	244,795			243,795
	26 **Total expenses and disbursements** Add lines 24 and 25	293,621	41,816		243,795
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-77,138			
	b **Net investment income** (if negative, enter -0-)		119,667		
	c **Adjusted net income** (if negative, enter -0-)				

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*ATCH 5

6-18 4

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	13,702	19,856	19,856
	2	Savings and temporary cash investments		110,895	110,895
	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 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			
	10 a	Investments - U S and state government obligations (attach schedule) **		123,651	123,651
	b	Investments - corporate stock (attach schedule) ATCH 9		2,127,911.	2,127,911.
	c	Investments - corporate bonds (attach schedule) ATCH 10		482,347.	482,347
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 11	4,439,398	1,824,566	1,824,566
	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)	4,453,100	4,689,226	4,689,226
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	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	4,453,100	4,689,226	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	4,453,100	4,689,226	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,453,100	4,689,226	

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	4,453,100
2	Enter amount from Part I, line 27a	2	-77,138
3	Other increases not included in line 2 (itemize) ▶ ATCH 12	3	313,264
4	Add lines 1, 2, and 3	4	4,689,226
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	4,689,226

**ATCH 8

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

	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	
a				
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	6,139
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2011	181,332.	4,794,786	0 037819
2010	186,783	4,470,241	0 041784
2009	245,385	4,012,035	0 061162
2008	389,296	6,550,985	0 059426
2007	399,227	7,812,963	0 051098

2 Total of line 1, column (d)	2	0 251289
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 050258
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,582,261
5 Multiply line 4 by line 3	5	230,295
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,197
7 Add lines 5 and 6	7	231,492
8 Enter qualifying distributions from Part XII, line 4	8	243,795

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ **(attach copy of letter if necessary - see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1,197
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	
3	Add lines 1 and 2			3	1,197.
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	1,197.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,438.		
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	8,438.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ 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	7,241
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 7,241 **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ __________ **(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? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WI,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BETH FELLENZ Telephone no. ▶ 262-335-8032

Located at ▶ 2412 W WASHINGTON ST, STE 200, WEST BEND, WI ZIP+4 ▶ 53095

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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 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
ATCH 13		0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE	NONE	0
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,347,993
b	Average of monthly cash balances	1b	304,049
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,652,042
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	4,652,042
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	69,781
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,582,261
6	**Minimum investment return.** Enter 5% of line 5	6	229,113.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	229,113
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,197		
b	Income tax for 2012. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,197
3	Distributable amount before adjustments Subtract line 2c from line 1			3	227,916
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	227,916
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	227,916

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	243,795.
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	243,795
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,197
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	242,598

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				227,916
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 ,20 09 ,20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009 36,632				
d From 2010				
e From 2011				
f Total of lines 3a through e	36,632.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 243,795				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				227,916
e Remaining amount distributed out of corpus	15,879.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	52,511.			
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 instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	52,511			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009 36,632				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012 15,879				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

GEORGE E PRESCOTT

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

N/A

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

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

a The name, address, and telephone number or e-mail 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 14				
/				
Total . . . . ▶ **3a**				243,795
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	20,001	
4 Dividends and interest from securities			14	73,144	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	62,199	
8 Gain or (loss) from sales of assets other than inventory			18	6,139	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				161,483	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 161,483

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
			N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ 11/13/13 ▶ TRUSTEE

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name: Michelle L. Weber

Preparer's signature: Michelle L Weber

Date: 11/11/13

Check ☐ if self-employed

PTIN: P00556798

Firm's name ▶ GRANT THORNTON LLP

Firm's EIN ▶ 36-6055558

Firm's address ▶ 100 E WISCONSIN AVE
MILWAUKEE, WI 53202

Phone no 414-289-8200

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
PRESCOTT FAMILY FOUNDATION, INC

Employer identification number
06-1667125

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization PRESCOTT FAMILY FOUNDATION, INC

Employer identification number 06-1667125

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RHODES GROUP INC 353 357 FRANKLIN AVE HARTFORD, CT 06114	$ 55,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization PRESCOTT FAMILY FOUNDATION, INC.

Employer identification number 06-1667125

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

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

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

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

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

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

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

Name of organization PRESCOTT FAMILY FOUNDATION, INC

Employer identification number 06-1667125

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					795	
		SEE ATTACHMENT MS 143				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
10,196		10,133					63	
		SEE ATTACHMENT MS 151				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
69,770.		70,143					-373	
		SEE ATTACHMENT MS 152				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
143,189		156,902					-13,713	
		SEE ATTACHMENT MS 153				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
6,220		6,117					103	
		SEE ATTACHMENT MS 153				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
4,482.		4,080					402	
		SEE ATTACHMENT MS 154				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
6,386.		6,430					-44	
		SEE ATTACHMENT MS 155				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
127,310		132,526					-5,216	
		SEE ATTACHMENT MS 155				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
5,164		5,422					-258	
		SEE ATTACHMENT MS 156				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
45,592		50,863					-5,271	
		SEE ATTACHMENT MS 156				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
2							2	
		SEE ATTACHMENT MS 157				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
202,086		199,312					2,774	
		SEE ATTACHMENT MS 838				P	VARIOUS	VARIOUS

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PROPERTY TYPE SECURITIES						
47,202		45,907					1,295	
		SEE ATTACHMENT MS 143				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
23,500.		22,367					1,133	
		SEE ATTACHMENT MS 151				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
23,459		20,871.					2,588	
		SEE ATTACHMENT MS 151				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
99,085.		74,966					24,119.	
		SEE ATTACHMENT MS 152				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
35,990		36,135					-145	
		SEE ATTACHMENT MS 152				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
171,889		117,294					54,595.	
		SEE ATTACHMENT. MS 153				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
14,004.		15,290					-1,286	
		SEE ATTACHMENT MS 153				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
68,709.		61,248.					7,461	
		SEE ATTACHMENT MS 154				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
2,223		1,795					428	
		SEE ATTACHMENT MS 154				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
71,442.		43,910					27,532	
		SEE ATTACHMENT MS 155				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
17,313		20,090					-2,777	
		SEE ATTACHMENT MS 155				P	VARIOUS	VARIOUS
		PROPERTY TYPE SECURITIES						
175,441		191,483					-16,042	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHMENT MS 156 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
25,325		33,680					-8,355	
		SEE ATTACHMENT MS 156 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
53,101.		45,839					7,262	
		SEE ATTACHMENT MS 157 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
33,074		32,348					726	
		SEE ATTACHMENT MS 838 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
58,686		57,038					1,648	
		GS MEZZANINE PARTNERS PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-81,450	
		GS DEVELOPING MARKETS PROPERTY TYPE OTHER				P	VARIOUS	VARIOUS
							7,166.	
		SEE ATTACHMENT. GS 657 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
1,390.		1,373					17	
		SEE ATTACHMENT. GS 657 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
100		94					6	
		SEE ATTACHMENT GS 657 PROPERTY TYPE SECURITIES				P	VARIOUS	VARIOUS
16,767		15,813					954	
TOTAL GAIN(LOSS)							6,139	

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
ODES GROUP INC 357 FRANKLIN AVE HARTFORD, CT 06114	VARIOUS	55,000
	TOTAL CONTRIBUTION AMOUNTS	55,000

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

ESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS	83.	83.
MORGAN STANLEY REGULAR INTEREST	18,729.	18,729.
MORGAN STANLEY OID INTEREST	23.	23.
MORGAN STANLEY US TREASURY INTEREST	1,123.	1,123
MORGAN STANLEY US TREASURY OID INTEREST	43	43
TOTAL	20,001.	20,001

ATTACHMENT 3

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

ESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS	7,746.	7,746.
MORGAN STANLEY	65,398	65,398.
TOTAL	73,144.	73,144.

ATTACHMENT 4

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GS MEZZANINE PARTNERS INVESTMENT INCOME	72,117.	72,117.
GS DEVELOPING MARKETS REAL ESTATE	-10,630.	-10,630
STOCK SETTLEMENTS	712.	712.
TOTALS	62,199.	62,199.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

ESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	38,360.	38,360.
TOTALS	38,360.	38,360.

FORM 990PF, PART I - TAXES

ESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	3,456.	3,456.
FORM 990-PF EXCISE TAXES	7,000.	
TOTALS	10,456.	3,456.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
ANNUAL REPORT FEE		10
	TOTALS	10

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MORGAN STANLEY	123,651.	123,651
US OBLIGATIONS TOTAL	123,651.	123,651

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
ORGAN STANLEY		2,127,911.	2,127,911
	TOTALS	2,127,911	2,127,911

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ORGAN STANLEY	313,325.	313,325
GOLDMAN SACHS	169,022.	169,022.
TOTALS	482,347	482,347

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ORGAN STANLEY	1,249,185.	1,249,185
GOLDMAN SACHS		
GS MEZZANINE PARTNERS	462,220	462,220
GS DEVELOPING MARKETS REAL EST	113,161.	113,161
TOTALS	1,824,566.	1,824,566

ATTACHMENT 12

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	317,533
PRIOR YEAR ADJUSTMENT / BOOK ADJUSTMENT	-4,269.
TOTAL	313,264

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
[illegible]ORGE E PRESCOTT 2412 W WASHINGTON STREET 200 WEST BEND, WI 53095	TREASURER 1.00	0	0	0
JUDITH A PRESCOTT 2412 W WASHINGTON STREET 200 WEST BEND, WI 53095	PRESIDENT 1 00	0	0	0
CHERYL PRESCOTT 2412 W WASHINGTON STREET 200 WEST BEND, WI 53095	TRUSTEE 1 00	0	0	0
PATRICK PRESCOTT 2412 W WASHINGTON STREET 200 WEST BEND, WI 53095	TRUSTEE 1 00	0	0	0
MATTHEW PRESCOTT 2412 W WASHINGTON STREET [illegible]0 WEST BEND, WI 53095	SECRETARY 1 00	0	0	0

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
TH FELLENZ 2412 W WASHINGTON STREET 200 WEST BEND, WI 53095	EXECUTIVE DIRECTOR 1 00	0	0	0
KELLY PRESCOTT 2412 W WASHINGTON STREET 200 WEST BEND, WI 53095	TRUSTEE 1 00	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST JOSEPH'S COMMUNITY FOUNDATION PLEASANT VALLEY RD BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	4,000
AMERICAN RED CROSS 2025 E ST WASHINGTON, DC 20006	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,500
DANE COUNTY HUMANE SOCIETY 5132 VOGES ROAD MADISON, WI 53718	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	3,000
RIVEREDGE NATURE CENTER PO BOX 26 NEWBURG, WI 53060	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	550
FAMILY CENTER OF WASHINGTON COUNTY 1517 LANG ST WEST BEND, WI 53090	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	5,000
FULL SHELF FOOD PANTRY W4871 HIGHWAY A FREDONIA, WI 53021	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	15,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PAN F STREET NW SUITE 975 INGTON, DC 20004	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	10,000
BADGER CHILDHOOD CANCER CENTER PO BOX 5624 MADISON, WI 53705	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	14,000
WASHINGTON COUNTY HUMANE SOCIETY 3650 STATE ROAD 60 SLINGER, WI 53086	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	16,500
FRIENDS OF THE WAISMAN CENTER 1500 HIGHLAND AVE NO 255 MADISON, WI 53705	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	920
BOYS & GIRLS CLUB OF AMERICA 290 ARBOR LN GREEN BAY, WI 54301	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	59,000
THE THRESHOLD INC 600 ROLFS AVENUE WEST BEND, WI 53090	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	10,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LUTHERAN SOCIAL SERVICES VIRGINIA ST STE 300 AUKEE, WI 53204	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	10,000
CASA GUADALUPE 479 N MAIN ST % MARY LYNN BENNETT WEST BEND, WI 53090	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	2,500
LIVING HOPE INTERNATIONAL PO BOX 116 WEST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	4,000
MACC FUND 10000 INNOVATION DR STE 135 MILWAUKEE, WI 53226	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	825
MEDICAL COLLEGE OF WI PO BOX 26509 MILWAUKEE, WI 53226	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	12,500
WASHINGTON COUNTY YOUTH HOCKEY PO BOX 462 WEST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	25,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAC LAWRANN CONSERVANCY S MAIN ST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000
POLICE UNITY TOUR PO BOX 528 FLORHAM PARK, NJ 07932	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	250
WISCONSIN PARKINSON'S ASSOCIATION 945 N 12TH ST, STE 4602 MILWAUKEE, WI 53233	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	3,250
HOPE BIBLE MISSION 3775 EP TRUE PKWY #103 WEST DES MOINES, IA 50265	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	2,000
SHARP LITERACY INC 750 NORTH LINCOLN MEMORIAL DR, STE 311 MILWAUKEE, WI 53202	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	5,000
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD BETHESDA, MD 20814	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	500

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OCONOMOWOC SPORTS BOOSTER %ATHLETIC FIELDS FOREVER [illegible] FOREST ST [illegible]OMOWOC, WI 53066	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	7,000
ALBRECHT FREE CLINIC PO BOX 632 WEST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	15,000
CEDAR LAKE CONSERVATION FOUNDATION PO BOX 347 WEST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000
WEST BEND PUBLIC SCHOOL FOUNDATION PO BOX 1112 WEST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000
AMERICAN EAGLE FUND PO BOX 333 PIGEON FORGE, TN 37868	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000
HABITAT FOR HUMANITY 279 S 17TH AVENUE, STE 7 WEST BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN CANCER SOCIETY WILLIAMS STREET ANTA, GA 30303	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	2,000
MARCH OF DIMES 1275 MAMARONECK AVENUE WHITE PLAINS, NY 10605	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000
AMERICAN DIABETES ASSOCIATION 1701 N BEAUREGARD ST ALEXANDRIA, VA 22311	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	2,000
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVENUE, STE 310 WHITE PLAINS, NY 10605	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	2,000
WHALE & DOLPHIN CONSERVATION 7 NELSON ST PLYMOUTH, MA 02360	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000
WORLD WILDLIFE FUND 1250 24TH ST NW WASHINGTON, DC 20037	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY OX 304 BEND, WI 53095	NONE/ PUBLIC CHARITY	GENERAL OPERATIONS	2,500
		TOTAL CONTRIBUTIONS PAID	243,795

Tax Year	Account No	Legal Name
2012	020-37657-0	PRESCOTT FAMILY FOUNDATION

REALIZED GAINS AND LOSSES

Supplemental Information Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	16 88	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
[illegible]t NonCovered Short-Term Gains (Losses)	6 13	Net NonCovered Long-Term Gains (Losses)	954 96		
[illegible] 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**23 01**	**Total Long-Term Gains (Losses)**	**954.96**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/12/2012	12/18/2012	4 22	30 87	0 00	30 87	0 00
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	07/31/2012	12/18/2012	12 72	93 13	0 00	91 98	1 15
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	06/29/2012	12/18/2012	12 76	93 37	0 00	90 94	2 43
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	02/29/2012	12/18/2012	13 01	95 24	0 00	93 55	1 69
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	01/31/2012	12/18/2012	13 15	96 22	0 00	92 67	3 55
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	09/28/2012	12/18/2012	13 17	96 40	0 00	96 40	0 00
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/31/2012	12/18/2012	13 25	96 99	0 00	97 39	(0 40)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	08/31/2012	12/18/2012	13 30	97 37	0 00	96 57	0 80
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	03/30/2012	12/18/2012	13 39	97 99	0 00	95 58	2 41
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	04/30/2012	12/18/2012	13 47	98 57	0 00	96 55	2 02
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	05/31/2012	12/18/2012	13 52	98 95	0 00	95 03	3 92
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	11/30/2012	12/18/2012	13 69	100 22	0 00	100 91	(0 69)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/12/2012	12/18/2012	40 26	294 69	0 00	294 69	0 00
Net Covered Short-Term Gains (Losses)				**1,390.01**	**0.00**	**1,373.13**	**16.88**

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[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/30/2011	12/18/2012	13 61	99 65	0 00	93 52	6 13
Net NonCovered Short-Term Gains (Losses)				**99.65**	**0.00**	**93.52**	**6.13**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	06/30/2009	12/18/2012	0 94	6 86	0 00	5 64	1 22
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	07/31/2008	12/18/2012	3 03	22 21	0 00	21 12	1 09
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	08/29/2008	12/18/2012	12 04	88 14	0 00	83 70	4 44
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	09/30/2009	12/18/2012	12 23	89 49	0 00	82 52	6 97
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	04/30/2010	12/18/2012	12 37	90 53	0 00	88 80	1 73
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	08/31/2009	12/18/2012	12 71	93 02	0 00	81 84	11 18
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	07/31/2009	12/18/2012	12 75	93 31	0 00	81 07	12 24
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	03/31/2010	12/18/2012	12 86	94 10	0 00	91 14	2 96
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	07/30/2010	12/18/2012	12 90	94 41	0 00	91 57	2 84
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	02/26/2010	12/18/2012	13 01	95 23	0 00	90 16	5 07
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	05/28/2010	12/18/2012	13 07	95 68	0 00	90 06	5 62
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	09/30/2008	12/18/2012	13 15	96 26	0 00	84 30	11 96
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/29/2010	12/18/2012	13 26	97 06	0 00	96 93	0 13
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/30/2009	12/18/2012	13 27	97 14	0 00	90 51	6 63
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	05/29/2009	12/18/2012	13 36	97 81	0 00	79 11	18 70
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	01/31/2011	12/18/2012	13 41	98 12	0 00	99 20	(1 08)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	04/29/2011	12/18/2012	13 54	99 10	0 00	101 13	(2 03)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	05/31/2011	12/18/2012	13 57	99 36	0 00	101 13	(1 77)

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[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	01/29/2010	12/18/2012	13 61	99 63	0 00	94 86	4 77
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/31/2010	12/18/2012	13 62	99 71	0 00	99 43	0 28
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/31/2011	12/18/2012	13 64	99 81	0 00	95 58	4 23
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	11/30/2009	12/18/2012	13 64	99 82	0 00	93 00	6 82
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	02/28/2011	12/18/2012	13 73	100 53	0 00	102 31	(1 78)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	07/29/2011	12/18/2012	13 75	100 63	0 00	100 90	(0 27)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	11/30/2010	12/18/2012	13 80	100 99	0 00	99 06	1 93
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	06/30/2011	12/18/2012	13 87	101 50	0 00	101 50	0 00
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	08/31/2010	12/18/2012	13 87	101 51	0 00	97 77	3 74
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	04/30/2009	12/18/2012	13 94	102 03	0 00	78 60	23 43
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	11/30/2011	12/18/2012	13 95	102 14	0 00	94 88	7 26
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	06/30/2010	12/18/2012	14 15	103 54	0 00	97 88	5 66
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	09/30/2010	12/18/2012	14 45	105 77	0 00	103 89	1 88
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	08/31/2011	12/18/2012	14 55	106 50	0 00	100 97	5 53
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	03/31/2011	12/18/2012	14 74	107 87	0 00	109 05	(1 18)
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	09/30/2011	12/18/2012	14 80	108 30	0 00	98 09	10 21
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	03/31/2009	12/18/2012	15 00	109 83	0 00	77 85	31 98
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	02/27/2009	12/18/2012	15 66	114 60	0 00	80 92	33 68
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	01/30/2009	12/18/2012	15 81	115 70	0 00	83 75	31 95
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/31/2008	12/18/2012	16 03	117 33	0 00	84 93	32 40
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	11/28/2008	12/18/2012	16 84	123 26	0 00	82 14	41 12
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/31/2008	12/18/2012	18 07	132 25	0 00	91 39	40 86
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/31/2009	12/18/2012	18 14	132 75	0 00	126 04	6 71
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/14/2011	12/18/2012	23 24	170 13	0 00	157 81	12 32

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[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	07/21/2008	12/18/2012	1,716 33	12,563 53	0 00	12,000 00	563 53
Net NonCovered Long-Term Gains (Losses)				**16,767.49**	**0.00**	**15,812.53**	**954.96**

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[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. PRESCOTT FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 06-1667125
	Number, street, and room or suite no. If a P O. box, see instructions. 2412 W. WASHINGTON STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WEST BEND, WI 53095	

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

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ▶ BETH FELLENZ
  Telephone No. ▶ 262 335-8032 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15 , 20 13 .

5 For calendar year 2012 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___ .

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

7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 1,194.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 8,438.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0

Signature and Verification must be completed for Part II only.

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

Signature ▶ Michelle J Weber Title ▶ CPA/manager Date ▶ 8/13/13

Form **8868**

(Rev January 2013)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions PRESCOTT FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 06-1667125
	Number, street, and room or suite no. If a P O box, see instructions 2412 W. WASHINGTON STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. WEST BEND, WI 53095	

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

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ BETH FELLENZ

Telephone No ▶ 262 335-8032 FAX No. ▶

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

1 *I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time* until 08/15, 20 13, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ ☒ calendar year 20 12 or

▶ ☐ tax year beginning ________, 20 ___, and ending ________, 20 ___

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ *Change in accounting period*

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 1,199.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 8,438.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.