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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

2012

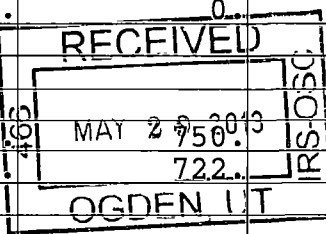
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE LUMOS FOUNDATION, INC.		A Employer identification number 06-1709921
Number and street (or P.O. box number if mail is not delivered to street address) 4250 PAPER MILL ROAD, SE	Room/suite	B Telephone number 770-850-8252
City or town, state, and ZIP code MARIETTA, GA 30067		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 742,503. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		18,815.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		17,344.	17,344.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		77,080.			
b Gross sales price for all assets on line 6a	994,358.				
7 Capital gain net income (from Part IV, line 2)			77,080.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		113,239.	94,424.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 2	1,500.	750.		750.
c Other professional fees	STMT 3	1,445.	722.		723.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		2,945.	1,472.		1,473.
25 Contributions, gifts, grants paid		33,300.			33,300.
26 Total expenses and disbursements. Add lines 24 and 25		36,245.	1,472.		34,773.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		76,994.			
b Net investment income (if negative, enter -0-)			92,952.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	29,695.		
	2 Savings and temporary cash investments	54,829.	28,413.	28,413.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	170,139.	313,503.	303,840.
	c Investments - corporate bonds STMT 5	233,190.	195,000.	194,247.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	170,898.	198,735.	216,003.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	658,751.	735,651.	742,503.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	658,751.	735,651.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	658,751.	735,651.		
31 Total liabilities and net assets/fund balances	658,751.	735,651.		

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	658,751.
2 Enter amount from Part I, line 27a	2	76,994.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	735,745.
5 Decreases not included in line 2 (itemize) ▶ SECURITIES BASIS ADJUSTMENT	5	94.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	735,651.

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 STATEMENT D ATTACHED		VARIOUS	12/31/12
b CAPITAL GAINS DIVIDENDS			
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 994,035.		917,278.	76,757.
b 323.			323.
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			76,757.
b			323.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	77,080.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	30,625.	725,029.	.042240
2010	29,499.	644,091.	.045799
2009	11,955.	561,311.	.021298
2008	14,500.	678,234.	.021379
2007	16,750.	781,080.	.021445

2 Total of line 1, column (d)	2	.152161
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	.030432
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	735,048.
5 Multiply line 4 by line 3	5	22,369.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	930.
7 Add lines 5 and 6	7	23,299.
8 Enter qualifying distributions from Part XII, line 4	8	34,773.

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 <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	930.
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	930.
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	930.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,136.	
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	2,136.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,206.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 1,206. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> GA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of DEEPAK RAO Telephone no. 770-850-8252 Located at 4250 PAPER MILL ROAD, SE, MARIETTA, GA ZIP+4 30067-4725			
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 N/A	15		
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A		1b
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? If "Yes," list the years N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A		2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DEEPAK RAO 4251 PAPER MILL ROAD, SE MARIETTA, GA 30067	PRESIDENT 0.50	0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A**Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	646,924.
b	Average of monthly cash balances	1b	99,318.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	746,242.
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	746,242.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,194.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	735,048.
6	Minimum investment return. Enter 5% of line 5	6	36,752.

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	36,752.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	930.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	930.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,822.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	35,822.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	35,822.

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	34,773.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	34,773.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	930.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,843.

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				35,822.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			33,238.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 34,773.				
a Applied to 2011, but not more than line 2a			33,238.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,535.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (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 instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				34,287.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHILDRENS HEALTHCARE OF ATLANTA 1405 CLIFTON ROAD NE ATLANTA, GA 30329	NONE	501(C)(3)	HOSPITAL	17,500.
HABITAT FOR HUMANITY 270 PEACHTREE STREET NW ATLANTA, GA 30303	NONE	501(C)(3)	HOUSING MINISTRY	2,000.
PUBLIC BROADCASTING ATLANTA 740 BISMARCK RD NE ATLANTA, GA 30324	NONE	501(C)(3)	GENERAL FUNDS	1,200.
SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK, NY 10010	NONE	501(C)(3)	GENERAL FUNDS	2,500.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 6075 THE CORNERS PKWY NORCROSS, GA 30092	NONE	501(C)(3)	HOSPITAL	2,000.
Total			SEE CONTINUATION SHEET(S)	3a 33,300.
b Approved for future payment				
NONE				
Total			3b	0.

06-1709921

3 Grants and Contributions Paid During the Year (Continuation)

223631
05-01-12

STATEMENT D

Lumos Foundation

2012

Summary of Realized Gain and Loss

Trade Date	Settlement Date	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Long-Term	Short-Term
1/6/2012	1/9/2012	JMP HIGH YIELD FD	5,827 229	7 680	44,753 12	(46,000 00)	(359 27)	(887 61)
2/2/2012	2/7/2012	SPDR S&P 500 ETF TRUST	210 000	132 637	27,853 86	(26,111 96)	268 27	1,473 63
3/2/2012	3/5/2012	JPM INTL CURRENT INCOME FD	1,794 040	11 130	19,967 67	(20,000 00)	240 39	(272 72)
3/26/2012	3/27/2012	NUVEEN NWQ VAL OPPS FD	478 719	32 420	15,520 07	(12,020 64)	3,499 43	
4/17/2012	4/18/2012	JPMORGAN TR I EX-G4 CRSG SEL	1,947 420	10 120	19,707 89	(20,000 00)		(292 11)
4/17/2012	4/18/2012	JPM EM MKTS EQ FD	317 870	22 640	7,196 58	(7,698 81)		(502 23)
4/17/2012	4/18/2012	JPM US REAL ESTATE FD	428 878	17 760	7,616 87	(6,000 00)	1,616 87	
4/17/2012	4/18/2012	JPM SHORT DUR BD FD	3,184 713	10 990	35,000 00	(34,171 97)	828 03	
4/17/2012	4/18/2012	JPM TR I INFL MANAGED BD	1,991 847	10 730	21,372 52	(21,213 17)		159 35
4/17/2012	4/18/2012	ARBITRAGE FUNDS - I CL I	732 629	13 120	9,612 09	(9,560 81)	51 28	
4/17/2012	4/18/2012	DREYFUS/LAUREL FDS TR PRM EMRGN MK I	993 429	14 290	14,196 10	(14,500 00)	84 28	(388 18)
4/17/2012	4/18/2012	EATON VANCE MUT FDS TR FLT RT CL I	4,769 760	9 010	42,975 54	(39,940 15)	3,035 39	
4/17/2012	4/18/2012	EATON VANCE MUT FDS TR GLBL MACRO I	994 117	9 960	9,901 41	(10,265 80)	(364 39)	
4/17/2012	4/18/2012	T ROWE PRICE OVERSEAS STK FD	2,754 821	8 010	22,066 12	(20,000 00)	2,440 95	2,066 12
4/17/2012	4/18/2012	VANGUARD FI SECS F INTR TRM CP PT FD 71	1,968 504	10 130	19,940 95	(17,500 00)	57 99	
4/17/2012	4/18/2012	ARTISAN INTL VAL FD CL I	644 330	27 250	17,557 99	(17,500 00)		
4/17/2012	4/20/2012	VANGUARD MSCI EMERG MKTS ETF	173 000	42 869	7,416 34	(7,587 21)	(170 87)	858 71
4/17/2012	4/20/2012	MFS INTL VALUE CL I	913 730	26 630	24,332 63	(23,473 92)		
9/26/2012	9/27/2012	JPM US LRGE CAP CORE PLUS FD	1,517 873	23 060	35,002 15	(28,715 54)	6,286 61	
9/26/2012	9/27/2012	JPM LARGE CAP GRWTH FD	560 287	24 390	13,665 40	(12,500 00)	1,165 40	
9/26/2012	9/27/2012	JPM SHORT DUR BD FD	4,622 628	11 030	50,987 59	(49,305 31)	1,682 28	
9/26/2012	9/27/2012	JPM MARKET EXP INDEX FD	2,120 892	10 860	23,032 89	(16,196 62)	6,836 27	
9/26/2012	9/27/2012	HIGHBRIDGE DYNAMIC COMM STRG FD	487 805	15 990	7,800 00	(8,731 71)		(931 71)
9/26/2012	9/27/2012	SIT MUT FDS INC DIV GRWTH	3,424 658	14 790	50,650 69	(45,000 00)	5,650 69	
9/26/2012	9/27/2012	PRIMECAP ODYSSEY FDS ODYSSEY STK FD	1,840 696	15 740	28,972 56	(27,500 00)	1,472 56	
9/26/2012	9/27/2012	DOUBLELINE FDS TR TTL RTN BD I	6,278 764	11 460	71,954 64	(69,700 00)	2,254 64	
9/26/2012	9/27/2012	MATTHEWS PACIFIC TIGER INSTL FD	1,583 209	22 980	36,382 14	(28,750 00)	7,405 17	226 97
9/26/2012	9/27/2012	BLACKROCK HIGH YIELD BD	9,230 795	7 930	73,200 20	(70,000 00)		3,200 20
9/26/2012	9/27/2012	JOHN HANCOCK FUNDS III DISC VAL FD	1,033 500	14 390	14,872 07	(14,500 00)		372 07
9/26/2012	10/1/2012	ISHARES S&P MIDCAP 400 INDEX FUND	157 000	98 008	15,387 22	(11,395 51)	3,991 71	
9/26/2012	10/1/2012	SPDR S&P 500 ETF TRUST	1,047 000	143 267	150,000 32	(140,005 36)	6,442 57	3,552 39
9/26/2012	10/1/2012	SPDR GOLD TRUST	43 000	169 786	7,300 80	(6,894 19)		406 61
10/12/2012	10/17/2012	ISHARES RUSSELL MIDCAP INDEX FUND	275 000	110 095	30,276 06	(18,814 59)	11,461 47	
12/4/2012	12/4/2012	EATON CORP (MERGER)	340 000	51 655	17,562 70	(15,725 00)		1,837 70
					994,035.18	(917,278.27)	56,499.83	20,257.08



THE LUMOS FOUNDATION, INC. ACCT A81762006
For the Period 12/1/11 to 12/31/11

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
JPM LARGE CAP GROWTH FD - SEL	21.46	560.287	12,023.76	12,500.00	(476.24)	2.80	0.02%
4812C0-53.0 SEEG X							

J.P.Morgan

DECEMBER 31, 2011



THE LUMOS FOUNDATION, INC. ACCT A81762006
For the Period 12/1/11 to 12/31/11

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
JPM US LRGE CAP CORE PLUS FD - SEL 4812A2-38-9 JLPS X	19 74	1,517 873	29,962 81	28,715 54	1,247 27	194 28	0 65 %
NUVEEN NWQ VALUE OPPORTUNITIES FUND 67064Y-63-6 NVOR X	30 44	478 719	14,572 21	12,020 64	2,551 57	403 56 403 56	2 77 %
SIT MUT FDS INC DIVIDEND GRWTH 82980D-70-7 SDVG X	13 19	3,424 658	45,171 24	45,000 00	171 24	643 83	1 43 %
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	125 50	382 000	47,941 00	44,311 28	3,629 72	984 03	2 05 %
Total US Large Cap Equity			\$149,671.02	\$142,547.46	\$7,123.56	\$2,228.50 \$403 56	1 49 %
US Mid Cap Equity							
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	87 61	157 000	13,754 77	11,395 51	2,359 26	175 05	1 27 %
JPM MARKET EXPANSION INDEX FD - SEL 4812C1-63-7 PGMI X	9 67	2,120 892	20,509 03	16,196 62	4,312 41	222 69	1 09 %
Total US Mid Cap Equity			\$34,263.80	\$27,592.13	\$6,671.67	\$397.74	1 16 %
EAFE Equity							
ARTISAN INTL VALUE FUND - INV 04314H-88-1 ARTK X	25 09	644 330	16,166 24	17,500 00	(1,333 76)	9 02	0 06 %
MFS INTL VALUE-I 55273E-82-2 MINI X	24 71	616 000	15,221 36	15,473 92	(252 56)	255 02	1 68 %

J.P.Morgan

DECEMBER 31, 2011



THE LUMOS FOUNDATION, INC ACCT A81762006
For the Period 12/1/11 to 12/31/11

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
EAFE Equity							
T. ROWE PRICE OVERSEAS STOCK FUND 77956H-75-7 TROS X	7 32	2,754 821	20,165 29	20,000 00	165 29		
Total EAFE Equity			\$51,552.89	\$52,973.92	(\$1,421.03)	\$264 04	0.51 %
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	20 32	1,138 171	23,127 63	18,750 00	4,377 63	173 00	0.75 %
Emerging Market Equity							
JPM EM MKTS EQUITY FD - SEL 4812A0-62-3 JEMS X	20 22	317 870	6,427 33	7,698 81	(1,271 48)	4 45	0.07 %
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	38 21	173 000	6,610 33	7,587 21	(976 88)	156 73	2.37 %
Total Emerging Market Equity			\$13,037.66	\$15,286.02	(\$2,248.36)	\$161 18	1.24 %

J.P.Morgan

DECEMBER 31, 2011



THE LUMOS FOUNDATION, INC ACCT A81762006
For the Period 12/1/11 to 12/31/11

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
ARBITRAGE FUNDS - I	13 10	732 629	9,597 44	9,560 81
CL I				
03875R-20-5 AREN X				

J.P.Morgan

DECEMBER 31, 2011



THE LUMOS FOUNDATION, INC ACCT A81762006
For the Period 12/1/11 to 12/31/11

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE MUT FDS TR	9 82	994 117	9,762 23	10,299 05
GLOBAL MACRO - I				
277923-72-8 EIGM X				
Total Hedge Funds			\$19,359 67	\$19,859.86

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc Accrued Div	Yield
Real Estate & Infrastructure						
JPM US REAL ESTATE FD - SEL	428 88	6,000 00		6,943 53	151 39	2 18%
4812C0-61-3 SUJE X						



THE LUMOS FOUNDATION, INC ACCT A81762006
For the Period 12/1/11 to 12/31/11

	Price	Quantity	Estimated Value	Cost
Hard Assets				
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL 48121A-67-0 HDCS X	17 13	1,054 111	18,056 92	15,000 00
SPDR GOLD TRUST 78463V-10-7 GLD	151 99	98 000	14,895 02	8,528 31
Total Hard Assets			\$32,951 94	\$23,528.31

J.P.Morgan

DECEMBER 31, 2011



THE LUMOS FOUNDATION, INC ACCT A81762006
For the Period 12/1/11 to 12/31/11

US Fixed Income

EATON VANCE MUT FDS TR FLT RT CLI 277911-49-1	8 81	4,769 76	42,021 59	40,000 00	2,021 59	1,798 19 153 67	4 28 %
JPM HIGH YIELD FD - SEL 4812C0-80-3	7 62	5,827 23	44,403 48	46,000 00	(1,596 52)	3,426 41 285 53	7 72 %
JPM SHORT DURATION BOND FD - SEL 4812C1-33-0	10 95	7,807 34	85,490 38	83,477 28	2,013 10	1,397 51 117 11	1 63 %
JPM TR I INFL MANAGED BD - SEL 48121A-56-3	10 48	1,991 85	20,874 56	21,213 17	(338 61)	400 36 43 82	1 92 %
VANGUARD FI SECS F INTR TRM CP PT FUND 71 922031-88-5	9 99	1,968 50	19,665 35	17,500 00	2,165 35	850 39 69 73	4 32 %
BLACKROCK HIGH YIELD BOND 091929-63-8	7 39	3,396 74	25,101 90	25,000 00	101 90	1,694 97	6 75 %
Total US Fixed Income		\$237,557 26	\$233,190 45	\$4,366 81	\$9,567 83 \$669 86	4 03 %	

JP Morgan

DECEMBER 31, 2011



THE LUMOS FOUNDATION, INC ACCT A81762006
For the Period 12/1/11 to 12/31/11

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	10 83	1,794 04	19,429 45	20,000 00	(570 55)	662 00	3 41 %
DREYFUS/LAUREL FDS TR PRM EMRGN MK I 261980-49-4	13 16	993 43	13,073 53	14,500 00	(1,426 47)	679 50	5 20 %
Total Foreign Exchange & Non-USD Fixed Income			\$32,502 98	\$34,500 00	(\$1,997 02)	\$1,341 50	4 13 %


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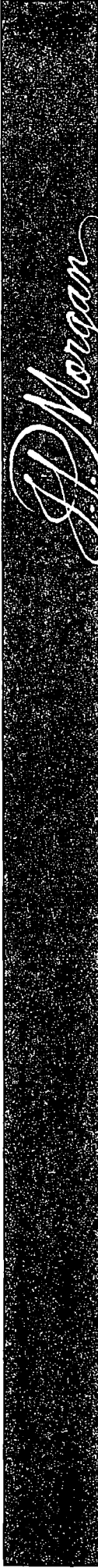
THE LUMOS FOUNDATION, INC. ACCT Q54843000
For the Period 12/1/12 to 12/31/12

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
ALTRIA GROUP INC 02209S-10-3 MO	31 44	458 000	14,399 52	15,709 40	(1,309 88)	806 08 201 52	5 60%
APPLE INC. 037833-10-0 AAPL	532 17	24 000	12,772 15	15,911 28	(3,139 13)	254 40	1 99%

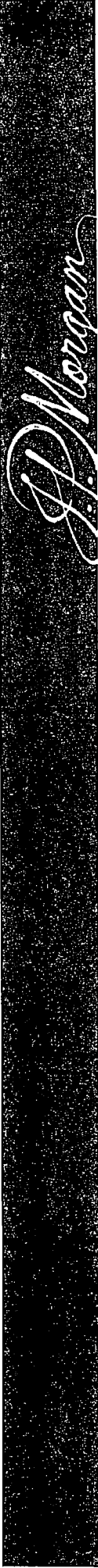
J.P.Morgan

DECEMBER 31, 2012



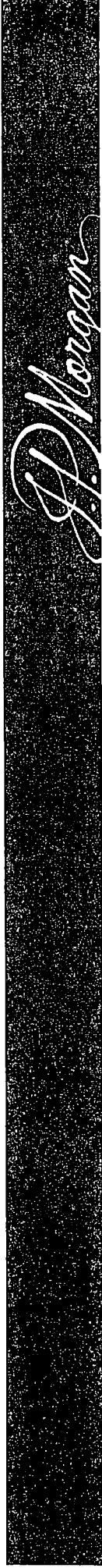
THE LUMOS FOUNDATION, INC. ACCT Q54843000
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
AUTOMATIC DATA PROCESSING INC							
053015-10-3 ADP	56.93	270 000	15,371 10	15,749 10	(378 00)	469 80 117 45	3 06 %
CATERPILLAR INC							
149123-10-1 CAT	89.61	182 000	16,308 84	15,672 02	636 82	378 56	2 32 %
COCA-COLA CO							
191216-10-0 KO	36.25	410 000	14,862 50	15,657 80	(795 30)	418 20	2 81 %
CONOCOPHILLIPS							
20825C-10-4 COP	57.99	275 000	15,947 25	15,696 86	250 39	726 00	4 55 %
GENERAL ELECTRIC CO							
369604-10-3 GE	20.99	707 000	14,839 93	15,751 84	(911 91)	537 32 134 33	3 62 %
JOHNSON & JOHNSON							
478160-10-4 JNJ	70.10	225 000	15,772 50	15,612 25	160 25	549 00	3 48 %
KIMBERLY-CLARK CORP							
494368-10-3 KMB	84.43	182 000	15,366 26	15,593 76	(227 50)	538 72 134 68	3 51 %
MC DONALDS CORP							
580135-10-1 MCD	88.21	168 000	14,819 28	15,637 35	(818 07)	517 44	3 49 %
MERCK AND CO INC							
58933Y-10-5 MRK	40.94	345 000	14,124 30	15,656 10	(1,531 80)	593 40 148 35	4 20 %
NEXTERA ENERGY INC							
65339F-10-1 NEE	69.19	220 000	15,221 80	15,490 20	(268 40)	528 00	3 47 %
PEPSICO INC							
713448-10-8 PEP	68.43	221 000	15,123 03	15,679 95	(556 92)	475 15 118 79	3 14 %
PFIZER INC							
717081-10-3 PFE	25.08	628 000	15,749 61	15,725 12	24 49	602 88	3 83 %
PROCTER & GAMBLE CO							
742718-10-9 PG	67.89	225 000	15,275 25	15,684 75	(409 50)	505 80	3 31 %



THE LUMOS FOUNDATION, INC. ACCT Q54843000
For the Period 12/1/12 to 12/31/12

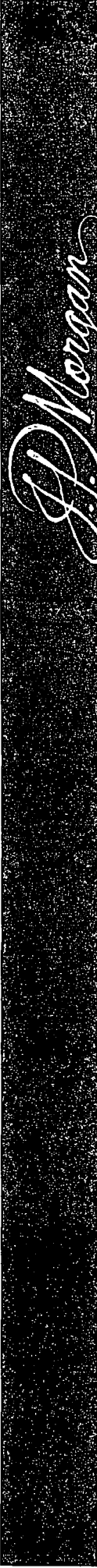
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
SYSCO CORP 871829-10-7 SYR	31 66	505 000	15,988 30	15,604 05	384 25	565 60	3 54 %
TIFFANY & CO 886547-10-8 TIF	57 34	258 000	14,793 72	15,645 70	(851 98)	330 24 82 56	2 23 %
UNITED PARCEL SERVICE INC CL B 911312-10-6 UPS	73 73	218 000	16,073 14	15,745 32	327 82	497 04	3 09 %
VIACOM INC CLASS B 92553P-20-1 VIAB	52 74	290 000	15,294 60	15,605 40	(310 80)	319 00	2 09 %
YUM BRANDS INC 988498-10-1 YUM	66 40	237 000	15,736 80	15,674 82	61 98	317 58	2 02 %
Total US Large Cap Equity			\$303,839.88	\$313,503.07	(\$9,663 19)	\$9,930 21 \$937 68	3 27 %



THE LUMOS FOUNDATION, INC. ACCT Q54843000
For the Period 12/1/12 to 12/31/12

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hard Assets				
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL 48121A-67-0 HDCS X	13.97	1,236,697	17,276.66	18,268.29
SPDR GOLD TRUST 78463V-10-7 GLD	162.02	150,000	24,303.00	16,865.46
Total Hard Assets			\$41,579.66	\$35,133.75



THE LUMOS FOUNDATION, INC. ACCT Q54843000
For the Period 12/1/12 to 12/31/12

US Fixed Income

JPM TOTAL RETURN FD - SEL	10 35	6,679 39	69,131 68	70,000 00	(868 32)	2,411 25	3.49 %
FUND 3218						220 42	
4812A4-43-5							
JPM CORE BOND FD - SEL	12 06	4,534 21	54,682 61	55,000 00	(317 39)	1,600 57	2.93 %
FUND 3720						140 56	
4812C0-38-1							
JPM HIGH YIELD FD - SEL	8 14	8,652 66	70,432 64	70,000 00	432 64	4,508 03	6.40 %
FUND 3580						449 94	
4812C0-80-3							
Total US Fixed Income			\$194,246 93	\$195,000.00	(\$753.07)	\$8,519 85	4.39 %
						\$810.92	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN-A 62006	11,672.	73.	11,599.
JP MORGAN-Q 43000	5,995.	250.	5,745.
TOTAL TO FM 990-PF, PART I, LN 4	17,667.	323.	17,344.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,500.	750.		750.
TO FORM 990-PF, PG 1, LN 16B	1,500.	750.		750.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	1,445.	722.		723.
TO FORM 990-PF, PG 1, LN 16C	1,445.	722.		723.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED US LARGE CAP EQUITY	313,503.	303,840.
TOTAL TO FORM 990-PF, PART II, LINE 10B	313,503.	303,840.

FORM 990-PF	CORPORATE BONDS	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED FIXED INCOME	195,000.	194,247.
TOTAL TO FORM 990-PF, PART II, LINE 10C	195,000.	194,247.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
1,824 SHS ISHARES MSCI EAFE INDEX FUND	COST	97,775.	103,713.
864 SHS ISHARES MSCI ALL COUNTRY ASIA	COST	48,263.	52,289.
340 SHS EATON CORP PLC	COST	17,563.	18,421.
SEE ATTACHED HARD ASSETS	COST	35,134.	41,580.
TOTAL TO FORM 990-PF, PART II, LINE 13		198,735.	216,003.