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 , and ending

Name of foundation
KDK CHARITABLE TRUST
C/O UNTRACHT EARLY LLC

A Employer identification number
06-6455317

Number and street (or P O box number if mail is not delivered to street address): 325 COLUMBIA TURNPIKE
Room/suite: 202

B Telephone number (973)408-6700

City or town, state, and ZIP code: FLORHAM PARK, NJ 07932

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 3,878,398.

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

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

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

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	97,006.	97,006.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	41,797.			
	b Gross sales price for all assets on line 6a 2,132,162.				
	7 Capital gain net income (from Part IV, line 2)		41,797.		
	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	1,033.	1,033.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	139,836.	139,836.		
Operating and Administrative Expenses	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				
	c Other professional fees				
	17 Interest	32.	0.		0.
	18 Taxes STMT 3	7,775.	426.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	20,797.	20,697.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,604.	21,123.		0.
	25 Contributions, gifts, grants paid	210,990.			210,990.
	26 **Total expenses and disbursements.** Add lines 24 and 25	239,594.	21,123.		210,990.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-99,758.			
	b **Net investment income** (if negative, enter -0-)		118,713.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2012)

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	692.	4,478.	4,478.
	2 Savings and temporary cash investments	74,738.	122,908.	122,908.
	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	4,000.	1,669.	1,669.
	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 5	3,575,752.	3,363,500.	3,686,474.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DUE FROM BROKER)	0.	62,869.	62,869.
	16 Total assets (to be completed by all filers)	3,655,182.	3,555,424.	3,878,398.
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			
	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			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,655,182.	3,555,424.	
	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	3,655,182.	3,555,424.	
	31 Total liabilities and net assets/fund balances	3,655,182.	3,555,424.	

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	3,655,182.
2	Enter amount from Part I, line 27a	2	-99,758.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,555,424.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,555,424.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHED STATEMENTS-W/O BLACKSTONE	P		
b	GNMA PL- RETURN OF PRINCIPAL	P		
c	BLACKSTONE K-1 BASIS ADJUSTMENT	P		
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	1,905,313.		1,866,245.	39,068.
b	224,120.		224,120.	0.
c	2,729.			2,729.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				39,068.
b				0.
c				2,729.
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	41,797.
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) If (loss), enter -0- in Part I, line 8	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	83,820.	3,784,502.	.022148
2010	75,120.	3,584,104.	.020959
2009	328,179.	3,356,444.	.097776
2008	151,625.	4,577,194.	.033126
2007	133,800.	4,728,066.	.028299

2 **Total** of line 1, column (d)	2	.202308
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	.040462
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,752,165.
5 Multiply line 4 by line 3	5	151,820.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,187.
7 Add lines 5 and 6	7	153,007.
8 Enter qualifying distributions from Part XII, line 4	8	210,990.

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 ▶ [X] and enter 1% of Part I, line 27b		1	1,187.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	1,187.
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	1,187.
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,544.		
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	2,544.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	1,357.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,357. **Refunded** ▶		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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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.*	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? N/A	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) ▶ CT			
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 ▶ UNTRACHT EARLY LLC Telephone no ▶ (973) 408-6700

Located at ▶ 325 COLUMBIA TPKE, SUITE 202, FLORHAM PARK, NJ ZIP+4 ▶ 07932

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

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

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? N/A	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) 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? ☐ 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.)* 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

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? 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
DENNIS J. KEEGAN C/O UNTRACHT EARLY, 325 COLUMBIA TPKE FLORHAM PARK, NJ 07932	TRUSTEE 2.00	0.	0.	0.
KAREN S. KEEGAN C/O UNTRACHT EARLY, 325 COLUMBIA TPKE FLORHAM PARK, NJ 07932	TRUSTEE 2.00	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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.				
a	Average monthly fair market value of securities			1a	3,694,032.
b	Average of monthly cash balances			1b	115,273.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	3,809,305.
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	3,809,305.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	57,140.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	3,752,165.
6	**Minimum investment return.** Enter 5% of line 5			6	187,608.

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	187,608.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,187.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,187.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	186,421.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	186,421.
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	186,421.

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	210,990.
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	210,990.
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	1,187.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	209,803.

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				186,421.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009 59,002.				
d From 2010				
e From 2011				
f Total of lines 3a through e	59,002.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 210,990.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				186,421.
e Remaining amount distributed out of corpus	24,569.			
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	83,571.			
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				0.
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	83,571.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009 59,002.				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012 24,569.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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))

DENNIS J. KEEGAN

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

NONE

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

Check here ▶ [X] 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				
ALLIANCE FOR CANCER GENE THERAPY 96 CUMMINGS POINT ROAD STAMFORD, CT 06902	NONE	PUBLIC	GENERAL UNRESTRICTED	1,280.
BREAST CANCER ALLIANCE 48 MAPLE AVENUE GREENWICH, CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	675.
CHILDREN OF FALLEN PATRIOTS FOUNDATION 419 THIRD STREET NORTH JACKSONVILLE, FL 32250	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000.
CORNELL UNIVERSITY DAY HALL MAILROOM, CORNELL UNIVERSITY ITHACA, NY 14853	NONE	PUBLIC	GENERAL UNRESTRICTED	195.
BRUCE MUSEUM OF ARTS AND SCIENCE 1 MUSEUM DRIVE GREENWICH, CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	2,800.
Total SEE CONTINUATION SHEET(S)			▶ 3a	210,990.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	97,006.	
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	900000	1,033.			
8 Gain or (loss) from sales of assets other than inventory			18	41,797.	
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)		1,033.		138,803.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	139,836.

(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)

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

Signature of officer or trustee | Date 8-13-13 | Title TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
TRACEY B. EARLY	TRACEY B. EARLY	08/08/13		P00161567

Firm's name ▶ UNTRACHT EARLY LLC — Firm's EIN ▶ 22-3754856

Firm's address ▶ 325 COLUMBIA TURNPIKE, SUITE 202 FLORHAM PARK, NJ 07932 — Phone no 973-408-6700

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
DARTMOUTH COLLEGE DARTMOUTH COLLEGE HANOVER, NH 03755	NONE	PUBLIC	GENERAL UNRESTRICTED	50,000.
GREENWICH ACADEMY 200 NORTH MAPLE AVENUE GREENWICH, CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	15,150.
HERB SOCIETY OF AMERICA NY PO BOX 471 BEDFORD HILLS, NY 10507	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000.
INNER CITY FOUNDATION 238 JEWETT AVENUE BRIDGEPORT, CT 06606	NONE	PUBLIC	GENERAL UNRESTRICTED	1,200.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	PUBLIC	GENERAL UNRESTRICTED	50.
RED CROSS 2025 E STREET WASHINGTON, DC 20006	NONE	PUBLIC	GENERAL UNRESTRICTED	31,500.
SOLARIO ACADEMY 5400 ST. LOUIS AVENUE CHICAGO, IL 60632	NONE	PUBLIC	GENERAL UNRESTRICTED	990.
TUFTS UNIVERSITY TUFTS UNIVERSITY MEDFORD, MA 02155	NONE	PUBLIC	GENERAL UNRESTRICTED	500.
UCLA FOUNDATION 10920 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE	PUBLIC	GENERAL UNRESTRICTED	30,000.
UNITED WAY OF GREENWICH 1 LAFAYETTE COURT GREENWICH, CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	20,800.
Total from continuation sheets				201,040.

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
BRUNSWICK SCHOOL 100 MAHER AVE GREENWICH, CT 06831	NONE	PUBLIC	GENERAL UNRESTRICTED	500.
CORNELL UNIVERSITY CHORUS DAY HALL MAILROOM, CORNELL UNIVERSITY ITHACA, NY 14853	NONE	PUBLIC	GENERAL UNRESTRICTED	100.
GREENWICH HOSPITAL 5 PERRYRIDGE RD GREENWICH, CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	8,250.
REACH PREP 2777 SUMMER ST #209B STAMFORD, CT 06905	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000.
UCLA ANDERSON SCHOOL 110 WESTWOOD PLAZA LOS ANGELES, CA 90024	NONE	PUBLIC	GENERAL UNRESTRICTED	40,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THROUGH UBS FINANCIAL SERVICES	97,006.	0.	97,006.
TOTAL TO FM 990-PF, PART I, LN 4	97,006.	0.	97,006.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME K-1 BLACKSTONE GROUP	1,008.	1,008.	
ORDINARY INCOME FROM UBS FINANCIAL SERVICES	25.	25.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,033.	1,033.	

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	426.	426.		0.
FEDERAL TAXES	7,349.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,775.	426.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	20,597.	20,597.		0.
BANK FEES	100.	100.		0.
	100.	0.		0.
TO FORM 990-PF, PG 1, LN 23	20,797.	20,697.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
THROUGH UBS FINANCIAL SERVICES #11532 - SEE ATTACHED	2,735,007.	3,021,046.
THROUGH UBS FINANCIAL SERVICES #11544 - SEE ATTACHED	628,493.	665,428.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,363,500.	3,686,474.

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

UBS Bank USA deposit account balances are included in the Cash and money balances value, are insured by the FDIC within applicable limits, but are not protected by SIPC See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
UBS BANK USA DEP ACCT	16,511.13	5,266 58					250,000.00

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
AIR PROD & CHEMICAL INC								
Symbol. APD Exchange: NYSE								
EAI: $2,102 Current yield: 3.05%	Jan 30, 12	797 000	87 921	70,073 16	84 020	66,963 94	-3,109.22	ST
	Dec 10, 12	24 000	83 000	2,129 36 [2]	84.020	2,016 48	-112.88	ST
Security total		821 000	87 945	72,202.52		68,980.42	-3,222.10	
ANADARKO PETROLEUM CORP								
Symbol: APC Exchange NYSE								
EAI: $208 Current yield. 0 49%	Feb 15, 12	493 000	87 983	43,376 11	74 310	36,634.83	-6,741 28	ST
	Dec 3, 12	67 000	74 330	4,980 11	74 310	4,978 77	-1.34	ST
	Dec 10, 12	17 000	76 090	1,293 53	74 310	1,263 27	-30 26	ST
Security total		577 000	86 048	49,649.75		42,876 87	-6,772.88	
APACHE CORP								
Symbol APA Exchange: NYSE								
EAI $352 Current yield. 0.87%	Jul 22, 10	502 000	89 689	45,023 97	78.500	39,407.00	-5,616 97	LT
	Dec 10, 12	16 000	75 020	1,200.32	78 500	1,256.00	55 68	ST
Security total		518 000	89 236	46,224 29		40,663.00	-5,561.29	

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
APPLE INC								
Symbol: AAPL Exchange: OTC								
EAI· $4,039 Current yield· 1 99%	Oct 25, 11	104.000	401 614	41,767 94	532 172	55,345 89	13,577 95	LT
	Nov 8, 11	110.000	403 994	44,439 39	532 172	58,538 92	14,099.53	LT
	Mar 19, 12	150 000	593 610	89,041 50	532.172	79,825 80	-9,215.70	ST
	Dec 10, 12	12 000	531.170	6,374 04	532.172	6,386 06	12 02	ST
	Dec 17, 12	5 000	512 370	2,561 85	532 172	2,660.86	99 01	ST
Security total		381 000	483 424	184,184 72		202,757 53	18,572.81	
BB&T CORP								
Symbol: BBT Exchange: NYSE								
EAI· $3,307 Current yield 2.75%	Dec 3, 12	4,013 000	28.173	113,058 25	29 110	116,818 43	3,760.18	ST
	Dec 10, 12	121 000	28 246	3,417 84	29 110	3,522 31	104.47	ST
Security total		4,134 000	28.175	116,476.09		120,340.74	3,864.65	
BED BATH & BEYOND INC								
Symbol: BBBY Exchange: OTC	Dec 3, 12	1,500 000	58 563	87,845 75	55 910	83,865 00	-3,980 75	ST
	Dec 10, 12	48 000	58.196	2,793 41	55.910	2,683 68	-109 73	ST
	Dec 17, 12	10 000	58 630	586.30	55 910	559.10	-27.20	ST
Security total		1,558 000	58.553	91,225.46		87,107.78	-4,117.68	
BROADCOM CORP CL A								
Symbol: BRCM Exchange: OTC								
EAI: $992 Current yield 1 20%	Aug 15, 12	2,458 000	34 757	85,432 71	33 210	81,630.18	-3,802 53	ST
	Dec 3, 12	21 000	32 386	680.11	33 210	697 41	17.30	ST
Security total		2,479 000	34 737	86,112 82		82,327 59	-3,785 23	
CBS CORP NEW CL B								
Symbol: CBS Exchange. NYSE								
EAI. $722 Current yield: 1.26%	Dec 3, 12	1,460 000	36.106	52,715 49	38.050	55,553 00	2,837.51	ST
	Dec 10, 12	45 000	35 910	1,615 95	38 050	1,712.25	96.30	ST
Security total		1,505 000	36.101	54,331 44		57,265 25	2,933 81	
CHECK POINT SOFTWARE TECH LTD								
ILS								
Symbol. CHKP Exchange OTC								
ILS Exchange rate: 3.73110	May 18, 11	1,038 000	54 047	56,100 79	47.640	49,450 32	-6,650 47	LT
	Dec 10, 12	31 000	46 660	1,699 36 ²	47 640	1,476 84	-222 52	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		1,069 000	54 069	57,800 15		50,927 16	-6,872 99	
COCA COLA CO COM								
Symbol: KO Exchange: NYSE								
EAI $2,879 Current yield: 2 81%	Apr 21, 11	1,600.000	33.875	54,200 00	36 250	58,000 00	3,800 00	LT
	Dec 3, 12	1,140 000	37 666	42,939.92	36.250	41,325.00	-1,614.92	ST
	Dec 10, 12	83 000	37 709	3,129 92	36 250	3,008 75	-121 17	ST
Security total		2,823 000	35 519	100,269 84		102,333 75	2,063 91	
COLGATE PALMOLIVE CO								
Symbol. CL Exchange: NYSE								
EAI. $2,559 Current yield: 2 37%	Dec 3, 12	1,000 000	108 630	108,630.00	104 540	104,540 00	-4,090 00	ST
	Dec 10, 12	32 000	107 090	3,426 88	104 540	3,345 28	-81 60	ST
Security total		1,032 000	108.582	112,056.88		107,885.28	-4,171 60	
EBAY INC								
Symbol. EBAY Exchange OTC	May 4, 11	1,141 000	32.865	37,498 97	50 997	58,187.58	20,688.61	LT
	Dec 3, 12	350 000	52 356	18,324 60	50 997	17,848 95	-475 65	ST
	Dec 10, 12	49 000	51 350	2,516 15	50 997	2,498 85	-17 30	ST
Security total		1,540 000	37 883	58,339 72		78,535 38	20,195 66	
EMC CORP MASS								
Symbol: EMC Exchange NYSE	Aug 15, 12	2,951 000	25 848	76,278 24	25 300	74,660 30	-1,617 94	ST
	Dec 3, 12	1,136 000	24 746	28,112 02	25 300	28,740.80	628.78	ST
	Dec 10, 12	122 000	25 010	3,051 22	25 300	3,086 60	35 38	ST
Security total		4,209 000	25 527	107,441 48		106,487 70	-953.78	
EXPRESS SCRIPTS HLDG CO								
Symbol: ESRX Exchange. OTC	Dec 3, 12	2,450 000	53 593	131,305 28	54.000	132,300 00	994.72	ST
	Dec 10, 12	75 000	54 316	4,073.70	54.000	4,050 00	-23 70	ST
Security total		2,525.000	53 615	135,378 98		136,350 00	971.02	
GILEAD SCIENCES INC								
Symbol: GILD Exchange OTC	Apr 17, 08	177 000	49 940	8,839 38	73 450	13,000.65	4,161 27	LT
	Sep 24, 08	369 000	45 807	16,903 08	73 450	27,103 05	10,199 97	LT
	Nov 5, 08	121.000	45.497	5,505 23	73.450	8,887.45	3,382.22	LT
	Mar 11, 09	166.000	43.997	7,303 63	73 450	12,192 70	4,889.07	LT
	Oct 27, 09	250 000	43 166	10,791 58	73 450	18,362.50	7,570 92	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Jul 15, 11	618.000	41.297	25,521 85	73.450	45,392.10	19,870.25	LT
	Dec 3, 12	450 000	74 932	33,719 72	73.450	33,052 50	-667 22	ST
	Dec 10, 12	67 000	74 480	4,990 16	73 450	4,921 15	-69 01	ST
Security total		2,218 000	51 206	113,574 63		162,912 10	49,337 47	
GOOGLE INC CL A								
Symbol: GOOG Exchange OTC	Nov 29, 10	164 000	581.244	95,324 11	707 380	116,010.32	20,686.21	LT
	Dec 6, 10	16 000	579 170	9,266 72	707 380	11,318 08	2,051 36	LT
	Jan 30, 12	12 000	578 950	6,947 40	707 380	8,488 56	1,541 16	ST
	Dec 10, 12	6.000	688.250	4,129 50	707.380	4,244 28	114.78	ST
Security total		198 000	584 180	115,667 73		140,061 24	24,393 51	
INTERCONTINENTALEXCHANGE INC								
Symbol ICE Exchange· NYSE	Mar 23, 11	494 000	127 254	62,863 48	123 810	61,162 14	-1,701 34	LT
	Dec 10, 12	15 000	131 420	1,971 30	123 810	1,857 15	-114 15	ST
Security total		509 000	127 377	64,834 78		63,019 29	-1,815 49	
JPMORGAN CHASE & CO								
Symbol· JPM Exchange· NYSE								
EAI: $3,391 Current yield 2 73%	Apr 19, 10	1,540 000	45 432	69,966 60	43 969	67,712.26	-2,254.34	LT
	Jan 10, 11	248 000	43 608	10,814 91	43 969	10,904 31	89 40	LT
	Aug 11, 11	450 000	36 017	16,207 83	43 969	19,786 05	3,578 22	LT
	Dec 3, 12	507 000	41 146	20,861 28	43 969	22,292 28	1,431.00	ST
	Dec 10, 12	81 000	42 116	3,411 46	43.969	3,561 49	150 03	ST
Security total		2,826 000	42 909	121,262 08		124,256.39	2,994 31	
MICROSOFT CORP								
Symbol· MSFT Exchange· OTC								
EAI· $2,127 Current yield. 3.44%	Sep 24, 08	78 000	25 690	2,003.82	26 709	2,083 30	79 48	LT
	Mar 11, 09	338.000	16 857	5,697 94	26 709	9,027 64	3,329.70	LT
	Sep 11, 09	200 000	24 977	4,995 50	26 709	5,341.80	346 30	LT
	Mar 5, 10	360 000	28 445	10,240 52	26 709	9,615.24	-625 28	LT
	May 28, 10	1,269 000	25 850	32,803 65	26.709	33,893 72	1,090 07	LT
	Dec 10, 12	67 000	26 835	1,797 95	26 709	1,789.50	-8 45	ST
Security total		2,312 000	24 887	57,539 38		61,751.20	4,211 82	

continued next page

Your Financial Advisor:
HIGBIE;CARLTON
212-821-2700/800-543-0802

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
NOVARTIS AG SPON ADR								
Symbol. NVS Exchange: NYSE								
EAI. $3,418 Current yield 3 33%	Mar 9, 12	1,194 000	54 396	64,949 42	63 300	75,580 20	10,630 78	ST
	Mar 19, 12	250 000	55.036	13,759 00	63 300	15,825.00	2,066.00	ST
	Dec 3, 12	130 000	62 487	8,123.36	63 300	8,229 00	105.64	ST
	Dec 10, 12	49 000	62.560	3,065.44	63 300	3,101 70	36.26	ST
Security total		1,623.000	55.390	89,897.22		102,735.90	12,838 68	
OCCIDENTAL PETROLEUM CRP								
Symbol: OXY Exchange NYSE								
EAI. $1,244 Current yield. 2.82%	Oct 27, 09	30.000	80 830	2,424 90	76 610	2,298.30	-126.60	LT
	Aug 10, 10	64.000	77 380	4,952.32	76 610	4,903.04	-49.28	LT
	Nov 5, 10	465 000	84.286	39,193.35	76 610	35,623.65	-3,569 70	LT
	Dec 10, 12	17.000	75 043	1,275 74	76 610	1,302 37	26 63	ST
Security total		576.000	83 067	47,846.31		44,127 36	-3,718 95	
ORACLE CORP								
Symbol: ORCL Exchange: OTC								
EAI. $910 Current yield: 0 72%	Mar 24, 08	967.000	20 830	20,142 61	33 320	32,220.44	12,077.83	LT
	Apr 17, 08	1,179 000	20 760	24,476 04	33 320	39,284.28	14,808 24	LT
	Sep 24, 08	357 000	20 160	7,197 12	33 320	11,895.24	4,698.12	LT
	Nov 5, 08	178.000	18.110	3,223.58	33 320	5,930 96	2,707 38	LT
	Mar 11, 09	93.000	15 167	1,410 61	33 320	3,098.76	1,688.15	LT
	Sep 11, 09	200 000	22 820	4,564 00	33.320	6,664.00	2,100.00	LT
	Mar 5, 10	200.000	24.887	4,977 50	33.320	6,664.00	1,686 50	LT
	Aug 10, 10	204.000	24.087	4,913 85	33.320	6,797.28	1,883.43	LT
	Dec 15, 10	300 000	30 399	9,119 87	33.320	9,996 00	876 13	LT
	Dec 10, 12	112.000	32 036	3,588 05	33 320	3,731.84	143.79	ST
Security total		3,790 000	22 062	83,613.23		126,282.80	42,669.57	
QUALCOMM INC								
Symbol: QCOM Exchange: OTC								
EAI: $2,450 Current yield. 1.62%	Mar 24, 08	372 000	39.730	14,779.56	61.859	23,011.55	8,231.99	LT
	Apr 17, 08	500.000	41 750	20,875 00	61 859	30,929 50	10,054.50	LT
	Sep 24, 08	238.000	45 780	10,895 64	61 859	14,722 44	3,826 80	LT

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Account name: KDK CHARITABLE TRUST
Account number: NE 11532 CH

Your Financial Advisor:
HIGBIE,CARLTON
212-821-2700/800-543-0802

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Nov 5, 08	63 000	35 300	2,223 90	61.859	3,897 12	1,673.22	LT
	Oct 27, 09	330 000	41 037	13,542.38	61 859	20,413 47	6,871.09	LT
	Dec 3, 12	830 000	63 796	52,951 10	61.859	51,342 97	-1,608.13	ST
	Dec 10, 12	70 000	63.960	4,477 20	61 859	4,330 13	-147.07	ST
	Dec 17, 12	47 000	61 410	2,886 27	61.859	2,907 37	21.10	ST
Security total		2,450 000	50 053	122,631 05		151,554 55	28,923 50	
SUNTRUST BANKS INC Symbol: STI Exchange: NYSE EAI. $869 Current yield: 0 71%	Dec 3, 12	4,220 000	26 817	113,171 08	28 350	119,637 00	6,465 92	ST
	Dec 10, 12	126.000	27 120	3,417 12	28.350	3,572 10	154.98	ST
Security total		4,346 000	26 827	116,588.20		123,209.10	6,620 90	
SYMANTEC CORP Symbol. SYMC Exchange: OTC	Dec 15, 10	1,929 000	17 157	33,097 78	18 820	36,303 78	3,206.00	LT
	Jul 15, 11	2,000 000	19 005	38,010.00	18.820	37,640.00	-370.00	LT
	Jan 30, 12	380 000	17.040	6,475.20	18.820	7,151 60	676 40	ST
Security total		4,309 000	18 005	77,582 98		81,095 38	3,512 40	
THERMO FISHER SCIENTIFIC INC Symbol: TMO Exchange: NYSE EAI $602 Current yield 0 94%	Oct 27, 09	56 000	45 677	2,557 94	63 780	3,571 68	1,013.74	LT
	Feb 5, 10	548 000	46 998	25,755 18	63 780	34,951.44	9,196.26	LT
	Aug 10, 10	62 000	45.560	2,824 72	63 780	3,954 36	1,129 64	LT
	Apr 21, 11	272 000	56.759	15,438 50	63 780	17,348.16	1,909 66	LT
	Dec 3, 12	37 000	64.060	2,370 22	63 780	2,359 86	-10 36	ST
	Dec 10, 12	29 000	64 830	1,880 07	63 780	1,849 62	-30 45	ST
Security total		1,004 000	50 624	50,826 63		64,035 12	13,208 49	
UNITED PARCEL SERVICE INC CL B Symbol. UPS Exchange: NYSE EAI: $3,552 Current yield: 3.09%	Dec 3, 12	1,500.000	72.636	108,954.90	73.730	110,595 00	1,640 10	ST
	Dec 10, 12	48 000	73.816	3,543 21	73.730	3,539 04	-4 17	ST
	Dec 17, 12	10 000	73.097	730 97	73 730	737 30	6.33	ST
Security total		1,558 000	72.676	113,229 08		114,871 34	1,642 26	

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Your Financial Advisor:
HIGBIE,CARLTON
212-821-2700/800-543-0802

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
UNTD TECHNOLOGIES CORP								
Symbol UTX Exchange NYSE								
EAI. $2,452 Current yield. 2.61%	Dec 3, 12	1,100 000	80 080	88,088 88	82 010	90,211 00	2,122.12	ST
	Dec 10, 12	36 000	80 960	2,914 56	82 010	2,952 36	37.80	ST
	Dec 17, 12	10 000	79 890	798 90	82 010	820 10	21.20	ST
Security total		1,146 000	80.107	91,802.34		93,983 46	2,181 12	
US BANCORP DEL (NEW)								
Symbol USB Exchange. NYSE								
EAI $740 Current yield: 2 44%	Jan 10, 11	921 000	26 236	24,164 09	31 940	29,416 74	5,252.65	LT
	Dec 10, 12	28 000	31 920	893 76	31 940	894 32	0 56	ST
Security total		949.000	26 404	25,057 85		30,311.06	5,253 21	
WALT DISNEY CO (HOLDING CO)								
DISNEY COM								
Symbol DIS Exchange. NYSE								
EAI: $883 Current yield: 1.51%	Apr 17, 08	314 000	30 597	9,607 46	49 790	15,634 06	6,026 60	LT
	Oct 30, 08	56 000	25 120	1,406 72	49 790	2,788 24	1,381 52	LT
	Nov 5, 08	250 000	24 470	6,117.50	49 790	12,447.50	6,330.00	LT
	Aug 10, 10	122 000	34 999	4,269 89	49 790	6,074.38	1,804.49	LT
	Dec 15, 10	400 000	36 978	14,791 36	49 790	19,916 00	5,124 64	LT
	Dec 10, 12	35 000	49 360	1,727 60	49 790	1,742 65	15 05	ST
Security total		1,177 000	32 218	37,920 53		58,602 83	20,682.30	
Total				**$2,601,568.16**		**$2,827,647.57**	**$226,079.41**	

Total estimated annual income: $39,798

[2] Value has been adjusted to include the amount of the disallowed loss as a result of a Wash Sale transaction

Your assets › Equities (continued)

Other equity investments

Cost basis and gains and losses have not been adjusted automatically for return of capital payments
Restricted security values are estimated for informational purposes See *Important information about your statement* at the end of this document for additional information

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
EL PASO PIPELINE PARTNERS L.P UNITS REPSTG LTD PARTNER INTS Symbol: EPB Exchange. NYSE EAI: $3,796 Current yield: 6.28%	Dec 3, 12	1,589 000	37 512	59,607.84	36.970	58,745 33	-862.51	ST
	Dec 10, 12	47 000	38 315	1,800 85	36 970	1,737 59	-63 26	ST
Security total		1,636 000	37 536	61,408 69		60,482.92	-925 77	
PLAINS ALL AMER PIPELINE LP UNIT LTD PARTNERSHIP INT MLP Symbol. PAA Exchange: NYSE EAI. $6,375 Current yield: 4.80%	Dec 3, 12	2,800 000	46.675	130,691 40	45 240	126,672.00	-4,019.40	ST
	Dec 10, 12	88 000	46.090	4,055 92	45 240	3,981.12	-74 80	ST
	Dec 17, 12	50.000	44 709	2,235 48	45 240	2,262 00	26.52	ST
Security total		2,938 000	46 625	136,982 80		132,915.12	-4,067 68	
Total				**$198,391.49**		**$193,398.04**	**-$4,993.45**	

Total estimated annual income: $10,171

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	5,266.58	0.17%	5,266.58		
Equities	Common stock	2,827,647 57		2,601,568 16	39,798 00	226,079 41
	Other equity investments	193,398 04		198,391 49	10,171 00	-4,993 45
	Total equities	3,021,045.61	99.83%	2,799,959.65	49,969.00	221,085.96
Total		**$3,026,312.19**	**100.00%**	**$2,805,226.23**	**$49,969.00**	**$221,085.96**

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

UBS Bank USA deposit account balances are included in the Cash and money balances value, are insured by the FDIC within applicable limits, but are not protected by SIPC See the *Important information about your statement* at the end of this document for details about those balances.

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period
UBS BANK USA DEP ACCT	138,038 93	117,641 69				

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
WILLIS GROUP N AMER MW+25BP RATE 06 200% MATURES 03/28/17 ACCRUED INTEREST $800.83 CUSIP 970648AD3 Moody. Baa3 S&P: BBB- EAI: $3,100 Current yield 5.45%	Oct 19, 10	50,000 000	107 854	53,932 25	113.848	56,924 00	2,991 75	LT
MORGAN STANLEY NTS B/E RATE 03.100% MATURES 11/09/18 ACCRUED INTEREST $223 89 CUSIP 61745ET76 Moody: Baa1 S&P. A- EAI: $1,550 Current yield: 3.15%	Nov 02, 10	50,000 000	100 000	50,000 00	98 529	49,264 50	-735 50	LT

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Account name. KDK CHARITABLE TRUST
Account type: Personal Trust
Account number: NE 11544 CH

Your Financial Advisor:
HIGBIE,CARLTON
212-821-2700/800-543-0802

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
PANHANDLE EASTN PIPE 0BP UNE CO NTS RATE 08.125% MATURES 06/01/19 ACCRUED INTEREST $270 83 CUSIP 698455AC6 Moody: Baa3 S&P: BBB- EAI: $3,250 Current yield: 6 50%	Jul 30, 10	40,000 000	118 088	47,240 45	125 071	50,028.40	2,787.95	LT
WACHOVIA CAPITAL B/E RATE 05.569% MATURES 03/15/42 ACCRUED INTEREST $123 77 CUSIP 92978AAA0 Moody: Baa3 S&P: BBB+ EAI: $2,785 Current yield: 5.60%	Oct 06, 10	50,000 000	89 650	44,830 25	99 500	49,750 00	4,919 75	LT
WELLS FARGO & CO NTS RATE 07.980% MATURES 02/28/49 ACCRUED INTEREST $1,527.28 CUSIP 949746PM7 Moody. Baa3 S&P: BBB+ EAI. $5,187 Current yield: 6.95%	Aug 28, 08	65,000 000	76.450	49,697 75	114 750	74,587.50	24,889.75	LT
J P MORGAN CHASE & CO NTS B/E RATE 07.900% MATURES 04/29/49 ACCRUED INTEREST $658 33 CUSIP 46625HHA1 Moody: Ba1 S&P: BBB EAI· $3,950 Current yield: 6 97%	Aug 21, 08	50,000 000	91.600	45,805 25	113.301	56,650 50	10,845.25	LT
FPL GROUP CPTL INC CALL@MW T+25BP BE RATE 06 350% MATURES 10/01/66 ACCRUED INTEREST $492 12 CUSIP 302570AW6 Moody: Baa2 S&P: BBB EAI· $1,969 Current yield 5 95%	Feb 19, 10	31,000 000	95 650	29,656.75	106 750	33,092 50	3,435.75	LT
Total		**$336,000.000**		**$321,162.70**		**$370,297.40**	**$49,134.70**	

Total accrued interest: $4,097.05

Total estimated annual income: $21,791

Your assets › Fixed income (continued)

Asset backed securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected The cost basis for asset backed securities has been adjusted automatically for return of principal payments and if issued at a discount, accreted original issue discount (OID)

Holding	Trade date	Total face value at maturity ($)	Purchase price($)	Adjusted cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
GNMA PL 004258M RATE 05.0000% MATURES 10/20/38 CURRENT PAR VALUE 108,086 ACCRUED INTEREST $450.31 CUSIP 36202EWT2 EAI: $5,404 Current yield 4.76%	Nov 03, 08	78,000.000	95 925	8,359 73	105 098	9,153 38	793 65	LT
	Dec 01, 08	890,000 000	100.375	99,754.27	105 098	104,442 39	4,688.12	LT
Security total		968,000 000		108,114 00		113,596 22	5,481.77	

Preferred securities

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FEDERAL NATL MTGE ASSOC 8.250% PREFERRED CLBL PAR VALUE - 25.00 USD Symbol FNMAT Exchange OTC	Aug 25, 08	4,450 000	11.338	50,458 25	2.110	9,389 50	-41,068 75	LT

Government securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID). If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Quantity	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
REPUBLIC OF BRAZIL B/E FOREIGN SECURITY RATE 10.250% MATURES 01/10/28 ACCRUED INTEREST $5,944 74 ISIN US105756BN96 EAI. $12,515 Current yield 7 74% BRL Exchange rate· 2.04750	Oct 20, 09	250,000 000	58.974	147,441 24	64.661	161,652.50	14,211.26	LT

Account name: KDK CHARITABLE TRUST
Account type: Personal Trust
Account number: NE 11544 CH

Your Financial Advisor:
HIGBIE,CARLTON
212-821-2700/800-543-0802

Your assets (continued)

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	Cash and money balances	117,641.69	15.02%	117,641.69		
Fixed income	Corporate bonds and notes	370,297 40		321,162 70	21,791 00	49,134.70
	Asset backed securities	113,596.22		108,114 00	5,404.00	5,481.77
	Preferred securities	9,389.50		50,458 25		-41,068.75
	Government securities	161,652.50		147,441 24	12,515.00	14,211.26
	Total accrued interest	10,492 10				
	Total fixed income	665,427.72	84.98%	627,176.19	39,710.00	27,758.98
Total		**$783,069.41**	**100.00%**	**$744,817.88**	**$39,710.00**	**$27,758.98**

Account activity this month

You have qualified for a $150.00 Annual account fee waiver

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable interest	Dec 3	Interest	PANHANDLE EASTN PIPE 08.125% 060119 DTD060209 CALL@MW+50BP LINE CO NTS PAID ON 40000 AS OF 12/01/12 CUSIP 698455AC6	1,625.00
	Dec 7	Interest	UBS BANK USA DEPOSIT ACCOUNT AS OF 12/06/12	9.15
	Dec 17	Interest	WACHOVIA CAPITAL B/E 05 569% 031542 DTD020106 FC031506 PAID ON 50000 AS OF 12/15/12 CUSIP 92978AAA0	703.95
	Dec 20	Interest	GNMA PL 004258M 05.0000 DUE 10/20/38 FACTOR 0 111658850000 PAID ON 968000 CUSIP. 36202EWT2	561.62
	Total taxable interest			**$2,899.72**
	Total dividend and interest income			**$2,899.72**

	Date	Activity	Description	Amount ($)
Other funds debited	Dec 10	Transfer	JOURNAL TO NE 11532 KDK CHARITABLE TRUST	-50,000 00
	Total other funds debited			**-$50,000.00**