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
THE SWANSON FAMILY FOUNDATION
C/O JOSEPH SWANSON

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
6 MARBURY

City or town, state, and ZIP code
BARRINGTON HILLS, IL 60010

A Employer identification number
13-4358130

B Telephone number
847-277-7193

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 944,680.

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

		Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(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 ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	27,858.	27,858.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	11,977.			
	b	Gross sales price for all assets on line 6a 145,086.				
	7	Capital gain net income (from Part IV, line 2)		11,977.		
	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	39,835.	39,835.		
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 STMT 2	2,750.	0.		2,750.
	c	Other professional fees STMT 3	11,986.	11,986.		0.
	17	Interest				
	18	Taxes STMT 4	1,016.	451.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	15.	0.		15.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	15,767.	12,437.		2,765.
	25	Contributions, gifts, grants paid	38,500.			38,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	54,267.	12,437.		41,265.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-14,432.			
	b	**Net investment income** (if negative, enter -0-)		27,398.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	25,879.	17,804.	17,804.
	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 6	607,350.	607,991.	714,965.
	c	Investments - corporate bonds STMT 7	155,209.	121,678.	134,096.
	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 ▶ STATEMENT 8)	55,886.	82,464.	77,815.
	16	**Total assets** (to be completed by all filers)	844,324.	829,937.	944,680.
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 ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	844,324.	829,937.	
	30	**Total net assets or fund balances**	844,324.	829,937.	
	31	**Total liabilities and net assets/fund balances**	844,324.	829,937.	

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	844,324.
2	Enter amount from Part I, line 27a	2	-14,432.
3	Other increases not included in line 2 (itemize) ▶ NONTAXABLE DISTRIBUTIONS	3	45.
4	Add lines 1, 2, and 3	4	829,937.
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	829,937.

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	US TRUST SHORT-TERM	P	01/01/12	12/01/12
b	US TRUST LONG-TERM	P	01/01/01	12/31/12
c	US TRUST CG DIST	P	01/01/01	12/31/12
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	91,289.		91,006.	283.
b	52,694.		42,113.	10,581.
c	1,113.			1,113.
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				283.
b				10,581.
c				1,113.
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	11,977.
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	46,535.	914,209.	.050902
2010	45,252.	851,173.	.053164
2009	20,173.	903,735.	.022322
2008	27,502.	881,011.	.031216
2007	0.	1,048,630.	.000000

2	Total of line 1, column (d)	2	.157604
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	.031521
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	942,477.
5	Multiply line 4 by line 3	5	29,708.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	274.
7	Add lines 5 and 6	7	29,982.
8	Enter qualifying distributions from Part XII, line 4	8	41,265.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	274.
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	274.
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	274.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	274.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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) ▶ IL			
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

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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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ VALERIE SWANSON Telephone no. ▶ 847-277-7193

Located at ▶ 6 MARBURY, BARRINGTON HILLS, IL ZIP+4 ▶ 60010

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 | | 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
JOSEPH R. SWANSON 6 MARBURY BARRINGTON HILLS, IL 60010	PRESIDENT 0.00	0.	0.	0.
VALERIE J. SWANSON 6 MARBURY BARRINGTON HILLS, IL 60010	SECRETARY & TREASURER 0.00	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 N/A	
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	935,975.
b	Average of monthly cash balances	1b	20,854.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	956,829.
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	956,829.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,352.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	942,477.
6	**Minimum investment return.** Enter 5% of line 5	6	47,124.

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	47,124.
2a	Tax on investment income for 2012 from Part VI, line 5 2a 274.		
b	Income tax for 2012. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	274.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,850.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	46,850.
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	46,850.

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	41,265.
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	41,265.
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	274.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	40,991.

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				46,850.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			38,308.	
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: ▶ $ 41,265.				
a Applied to 2011, but not more than line 2a			38,308.	
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				2,957.
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				43,893.
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 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).)

NONE

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

NONE

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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				
LURIE CHILDREN'S FOUNDATION 2300 CHILDREN'S MEMORIAL PLAZA, BOX 4 CHICAGO, IL 60614	NONE	PUBLIC	GENERAL SUPPORT	3,500.
OPEN HEART MAGIC 2557 W. AUGUSTA BLVD. SUITE 3 CHICAGO, IL 60622	NONE	PUBLIC	GENERAL SUPPORT	10,000.
LINCOLN PARK ZOO 2001 N CLARK ST CHICAGO, IL 60614	NONE	PUBLIC	GENERAL SUPPORT	25,000.
Total			▶ 3a	38,500.
b Approved for future payment NONE				
Total			▶ 3b	0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(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	27,858.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	11,977.	
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)		0.		39,835.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 39,835.

(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

Joseph R Swanson | 5-10-13 | PRESIDENT

Signature of officer or trustee | Date | Title

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
FRANK L. WASHELESKY	Frank Washelesky	5-6-13		P00079647

Firm's name ▶ OSTROW REISIN BERK & ABRAMS, LTD.
Firm's EIN ▶ 36-2938874
Firm's address ▶ 455 N. CITYFRONT PLAZA DRIVE, SUITE 15
CHICAGO, IL 60611-5313
Phone no. 312-670-7444

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
US TRUST	27,858.	0.	27,858.
TOTAL TO FM 990-PF, PART I, LN 4	27,858.	0.	27,858.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ORBA - TAX PREPARATION FEES	2,750.	0.		2,750.
TO FORM 990-PF, PG 1, LN 16B	2,750.	0.		2,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNT MANAGEMENT FEE	11,638.	11,638.		0.
TRUSTEE ADVISORY FEES	348.	348.		0.
TO FORM 990-PF, PG 1, LN 16C	11,986.	11,986.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	451.	451.		0.
US RESIDENCY CERTIFICATION FEE	85.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,016.	451.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IL CHARITY BUREAU FUND	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	15.	0.		15.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
US TRUST - CORPORATE STOCK	607,991.	714,965.
TOTAL TO FORM 990-PF, PART II, LINE 10B	607,991.	714,965.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
US TRUST - CORPORATE BONDS	121,678.	134,096.
TOTAL TO FORM 990-PF, PART II, LINE 10C	121,678.	134,096.

FORM 990-PF OTHER ASSETS STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
US TRUST - COMMODITIES	45,000.	45,000.	37,293.
US TRUST - HEDGE FUNDS	0.	25,000.	25,748.
US TRUST - PUBLIC REITS	10,515.	11,921.	14,231.
DIVIDEND RECEIVABLE	371.	543.	543.
TO FORM 990-PF, PART II, LINE 15	55,886.	82,464.	77,815.

Settlement Date

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1216712 IM-SWANSON FAMILY FOUNDATION

Oct. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP/ Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
4,213.650	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	$4,213.65	$0.10	$4,213.65 1.000	$0.00	$3.75	0.08%
4,801.690	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	4,801.69	0.28	4,801.69 1.000	0.00	4.27	0.08
	Total Cash Equivalents		**$9,015.34**	**$0.38**	**$9,015.34**	**$0.00**	**$8.02**	**0.08%**
Total Cash/Currency			**$9,015.34**	**$0.38**	**$9,015.34**	**$0.00**	**$8.02**	**0.08%**

Equities

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP/ Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
6,596.784	COLUMBIA LARGE CAP ENHANCED CORE FUND CLASS Z SHARES Ticker: NMIMX	19765H347 OEQ	$92,948.69 14.090	$0.00	$62,999.29 9.550	$29,949.40	$1,642.60	1.76%
	Total U.S. Large Cap		**$92,948.69**	**$0.00**	**$62,999.29**	**$29,949.40**	**$1,642.60**	**1.76%**
U.S. Mid Cap								
300.000	ISHARES RUSSELL MIDCAP GROWTH INDEX FUND Ticker: IWP	464287481 OEQ	$18,840.00 62.800	$0.00	$17,048.63 56.829	$1,791.37	$247.80	1.31%
375.000	ISHARES RUSSELL MIDCAP VALUE INDEX FUND Ticker: IWS	464287473 OEQ	18,840.00 50.240	0.00	19,989.27 53.305	-1,149.27	394.13	2.09
	Total U.S. Mid Cap		**$37,680.00**	**$0.00**	**$37,037.90**	**$642.10**	**$641.93**	**1.70%**

Settlement Date

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1216712 IM SWANSON FAMILY FOUNDATION

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Small Cap								
210.000	ISHARES RUSSELL 2000 GROWTH INDEX FUND Ticker: IWO	464287648 OEQ	$20,015.10 95.310	$0.00	$17,687.24 84.225	$2,327.86	$292.95	1.46%
250.000	ISHARES RUSSELL 2000 VALUE INDEX FUND Ticker: IWN	464287630 OEQ	18,877.50 75.510	0.00	20,611.88 82.448	-1,734.38	472.50	2.50
	Total U.S. Small Cap		**$38,892.60**	**$0.00**	**$38,299.12**	**$593.48**	**$765.45**	**1.96%**
International Developed								
767.712	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACIN X	197199813 OEQ	$31,353.36 40.840	$0.00	$35,000.00 45.590	-$3,646.64	$643.34	2.05%
991.798	HARBOR INTERNATIONAL FUND INSTL CL Ticker: HAIN X	411511306 OEQ	61,610.49 62.120	0.00	51,212.54 51.636	10,397.95	1,245.70	2.02
	Total International Developed		**$92,963.85**	**$0.00**	**$86,212.54**	**$6,751.31**	**$1,889.04**	**2.03%**
Emerging Markets								
700.000	ISHARES MSCI EMERGING MKTS INDEX FUND Ticker: EEM	464287234 OEQ	$31,045.00 44.350	$0.00	$28,107.59 40.154	$2,937.41	$521.50	1.68%
800.000	VANGUARD MSCI EMERGING MKTS ETF Ticker: VWO	922042858 OEQ	35,624.00 44.530	0.00	32,032.50 40.041	3,591.50	780.00	2.19
	Total Emerging Markets		**$66,669.00**	**$0.00**	**$60,140.09**	**$6,528.91**	**$1,301.50**	**1.95%**
Total Equities			**$329,154.14**	**$0.00**	**$284,688.94**	**$44,465.20**	**$6,240.52**	**1.89%**

Settlement Date

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1216712 IM SWANSON FAMILY FOUNDATION

Oct. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income								
Investment Grade Taxable								
3,319.368	COLUMBIA CORPORATE INCOME FUND CLASS Z SHARES	19765N518	$35,052.53 10.560	$95.80	$31,899.13 9.610	$3,153.40	$1,188.33	3.39%
6,768.925	PIMCO TOTAL RETURN FUND INSTL	693390700	76,082.72 11.240	171.15	69,923.00 10.330	6,159.72	2,430.04	3.19
	Total Investment Grade Taxable		**$111,135.25**	**$266.95**	**$101,822.13**	**$9,313.12**	**$3,618.37**	**3.25%**
Global High Yield Taxable								
2,283.105	ARTIO GLOBAL HIGH INCOME FUND CL I	04315J860	$22,694.06 9.940	$0.00	$19,855.70 8.697	$2,838.36	$1,714.61	7.55%
	Total Global High Yield Taxable		**$22,694.06**	**$0.00**	**$19,855.70**	**$2,838.36**	**$1,714.61**	**7.55%**
Total Fixed Income			**$133,829.31**	**$266.95**	**$121,677.83**	**$12,151.48**	**$5,332.98**	**3.98%**
Hedge Funds								
Hedge Funds Specific Strategy								
2,034.174	PIMCO ALL ASSET FUND INSTL CL	722005626	$25,589.91 12.580	$158.56	$25,000.00 12.290	$589.91	$1,310.01	5.11%
	Total Hedge Funds Specific Strategy		**$25,589.91**	**$158.56**	**$25,000.00**	**$589.91**	**$1,310.01**	**5.11%**
Total Hedge Funds			**$25,589.91**	**$158.56**	**$25,000.00**	**$589.91**	**$1,310.01**	**5.11%**
Real Estate								
Public REITs								
200,000	SPDR DJ WILSHIRE INTL REAL ESTATE ETF	78463X863	$8,270.00 41.350	$320.86	$6,860.00 34.300	$1,410.00	$544.40	6.58%
	Total Public REITs		**$8,270.00**	**$320.86**	**$6,860.00**	**$1,410.00**	**$544.40**	**6.58%**
Total Real Estate			**$8,270.00**	**$320.86**	**$6,860.00**	**$1,410.00**	**$544.40**	**6.58%**

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1216712 IM SWANSON FAMILY FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets								
Commodities								
5,616.466	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	$37,293.33 6.640	$0.00	$45,000.00 8.012	-$7,706.67	$988.50	2.65%
	Total Commodities		**$37,293.33**	**$0.00**	**$45,000.00**	**-$7,706.67**	**$988.50**	**2.65%**
Total Tangible Assets			**$37,293.33**	**$0.00**	**$45,000.00**	**-$7,706.67**	**$988.50**	**2.65%**
Total Portfolio			**$543,152.03**	**$746.75**	**$492,242.11**	**$50,909.92**	**$14,424.43**	**2.65%**
Accrued Income			$746.75					
Total			**$543,898.78**					

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244011 IM SWANSON FAMILY FDN-NBG-LCG

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
1,997.820	BOFA CASH RESERVES TRUST CLASS	097100788	$1,997.82	$0.07	$1,997.82 1.000	$0.00	$0.38	0.01%
	Total Cash Equivalents		**$1,997.82**	**$0.07**	**$1,997.82**	**$0.00**	**$0.38**	**0.01%**
Cash/Currency Other								
-1,640.130	INCOME CASH		-$1,640.13 1.000	$0.00	-$1,640.13 1.000	$0.00	$0.00	0.00%
1,640.130	PRINCIPAL CASH		1,640.13 1.000	0.00	1,640.13 1.000	0.00	0.00	0.00
	Total Cash/Currency Other		**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**0.00%**
Total Cash/Currency			**$1,997.82**	**$0.07**	**$1,997.82**	**$0.00**	**$0.38**	**0.01%**

Equities

(2)Industry Sector Codes

CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
13.000	ALLERGAN INC Ticker: AGN	018490102 HEA	$1,192.49 91.730	$0.00	$1,233.57 94.890	-$41.08	$2.60	0.21%
18.000	AMAZON COM INC Ticker: AMZN	023135106 CND	4,515.66 250.870	0.00	3,174.84 176.380	1,340.82	0.00	0.00
72.000	AMERICAN INTL GROUP INC NEW COM Ticker: AIG	026874784 FIN	2,541.60 35.300	0.00	2,530.85 35.151	10.75	0.00	0.00
15.000	APPLE INC Ticker: AAPL	037833100 IFT	7,982.59 532.173	0.00	1,580.96 105.397	6,401.63	159.00	1.99
11.000	BIOGEN IDEC INC Ticker: BIIB	09062X103 HEA	1,610.07 146.370	0.00	1,240.38 112.762	369.69	0.00	0.00

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244011 IM SWANSON FAMILY FDN-NBG-LCG

Oct. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
19.000	BOEING CO Ticker: BA	097023105 IND	1,431.84 75.360	0.00	1,357.21 71.432	74.63	36.86	2.57
78.000	BRISTOL MYERS SQUIBB CO Ticker: BMY	110122108 HEA	2,542.02 32.590	0.00	2,576.33 33.030	-34.31	109.20	4.29
12.000	CAMERON INTL CORP Ticker: CAM	13342B105 ENR	677.52 56.460	0.00	650.16 54.180	27.36	0.00	0.00
16.000	CERNER CORP Ticker: CERN	156782104 HEA	1,240.16 77.510	0.00	1,049.22 65.576	190.94	0.00	0.00
104.000	COCA COLA CO Ticker: KO	191216100 CNS	3,770.00 36.250	0.00	3,596.28 34.580	173.72	106.08	2.81
45.000	CROWN CASTLE INTL CORP Ticker: CCI	228227104 TEL	3,247.20 72.160	0.00	2,529.33 56.207	717.87	0.00	0.00
34.000	DANAHER CORP DEL Ticker: DHR	235851102 IND	1,900.60 55.900	0.00	1,736.65 51.078	163.95	3.40	0.17
23.000	DISCOVERY COMMUNICATIONS INC NEW SER A COM Ticker: DISCA	25470F104 CND	1,460.04 63.480	0.00	1,221.84 53.123	238.20	0.00	0.00
90.000	EMC CORP Ticker: EMC	268648102 IFT	2,277.00 25.300	0.00	1,724.38 19.160	552.62	0.00	0.00
8.000	EOG RES INC Ticker: EOG	26875P101 ENR	966.32 120.790	0.00	946.57 118.321	19.75	5.44	0.56
44.000	EXPRESS SCRIPTS HLDG CO Ticker: ESRX	30219G108 HEA	2,376.00 54.000	0.00	2,169.90 49.316	206.10	0.00	0.00
28.000	FACEBOOK INC CL A COM Ticker: FB	30303M102 IFT	745.35 26.620	0.00	921.71 32.918	-176.36	0.00	0.00
13.000	FEDEX CORP Ticker: FDX	31428X106 IND	1,192.36 91.720	0.00	1,167.95 89.842	24.41	7.28	0.61
88.000	GENERAL ELEC CO Ticker: GE	369604103 IND	1,847.12 20.990	16.72	1,875.79 21.316	-28.67	66.88	3.62
16.000	GILEAD SCIENCES INC Ticker: GILD	375558103 HEA	1,175.20 73.450	0.00	1,180.86 73.804	-5.66	0.00	0.00

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244011 IM SWANSON FAMILY FDN-NBG-LCG

Equities (cont)

U.S. Large Cap (cont)

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
6.000	GOOGLE INC CL A COM Ticker: GOOG	38259P508 IFT	4,244.28 707.380	0.00	3,660.51 610.085	583.77	0.00	0.00
11.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	2,107.05 191.550	0.00	2,184.07 198.552	-77.02	37.40	1.77
23.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	1,612.30 70.100	0.00	1,634.33 71.058	-22.03	56.12	3.48
51.000	KINDER MORGAN INC DEL Ticker: KMI	49456B101 ENR	1,801.83 35.330	0.00	1,827.35 35.830	-25.52	73.44	4.07
34.000	KRAFT FOODS GROUP INC Ticker: KRFT	50076Q106 CNS	1,545.98 45.470	17.00	1,483.57 43.634	62.41	68.00	4.39
14.000	LINKEDIN CORP CL A COM Ticker: LNKD	53578A108 IFT	1,607.48 114.820	0.00	1,475.47 105.391	132.01	0.00	0.00
160.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	4,273.55 26.710	0.00	4,478.76 27.992	-205.21	147.20	3.44
62.000	MONDELEZ INTL INC Ticker: MDLZ	609207105 CNS	1,578.10 25.453	8.06	1,589.79 25.642	-11.69	32.24	2.04
39.000	MONSANTO CO NEW COM Ticker: MON	61166W101 MAT	3,691.35 94.650	0.00	2,760.28 70.776	931.07	58.50	1.58
23.000	NEXTERA ENERGY INC Ticker: NEE	65339F101 UTL	1,591.37 69.190	0.00	1,598.95 69.520	-7.58	55.20	3.46
79.000	PFIZER INC Ticker: PFE	717081103 HEA	1,981.26 25.079	0.00	1,804.96 22.848	176.30	75.84	3.82
18.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	1,505.52 83.640	15.30	1,455.04 80.836	50.48	61.20	4.06
18.000	PRECISION CASTPARTS CORP Ticker: PCP	740189105 IND	3,409.56 189.420	0.00	2,392.94 132.941	1,016.62	2.16	0.06
39.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	2,647.71 67.890	0.00	2,625.70 67.326	22.01	87.67	3.31

Settlement Date

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244011 IM SWANSON FAMILY FDN-NBG-LCG

Oct. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
49.000	QUALCOMM INC Ticker: QCOM	747525103 IFT	3,031.12 61.860	0.00	2,645.93 53.999	385.19	49.00	1.61
26.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	1,801.76 69.299	7.15	1,791.91 68.920	9.85	28.60	1.58
9.000	SHERWIN WILLIAMS CO Ticker: SHW	824348106 CND	1,384.38 153.820	0.00	1,270.60 141.178	113.78	14.04	1.01
62.000	STARBUCKS CORP Ticker: SBUX	855244109 CND	3,325.06 53.630	0.00	2,605.06 42.017	720.00	52.08	1.56
19.000	UNION PAC CORP Ticker: UNP	907818108 IND	2,388.68 125.720	13.11	1,898.71 99.932	489.97	52.44	2.19
18.000	UNITEDHEALTH GROUP INC Ticker: UNH	91324P102 HEA	976.32 54.240	0.00	580.36 32.242	395.96	15.30	1.56
7.000	V.F.CORP Ticker: VFC	918204108 CND	1,056.79 150.970	0.00	976.25 139.464	80.54	24.36	2.30
108.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	4,673.16 43.270	0.00	4,505.56 41.718	167.60	222.48	4.76
	Total U.S. Large Cap		**$96,925.75**	**$77.34**	**$81,710.88**	**$15,214.87**	**$1,710.01**	**1.76%**
U.S. Mid Cap								
28.000	ADT CORP Ticker: ADT	00101J106 IND	$1,301.72 46.490	$0.00	$1,264.17 45.149	$37.55	$14.00	1.07%
16.000	BORG WARNER INC Ticker: BWA	099724106 CND	1,145.92 71.620	0.00	1,117.04 69.815	28.88	7.68	0.67
14.000	EDWARDS LIFESCIENCES CORP Ticker: EW	28176E108 HEA	1,262.38 90.170	0.00	1,276.67 91.191	-14.29	0.00	0.00
37.000	FAMILY DLR STORES INC Ticker: FDO	307000109 CND	2,346.17 63.410	0.00	2,255.75 60.966	90.42	31.08	1.32
37.000	ILLUMINA INC Ticker: ILMN	452327109 HEA	2,056.83 55.590	0.00	1,286.31 34.765	770.52	0.00	0.00

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244011 IM SWANSON FAMILY FDN-NBG-LCG

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Mid Cap (cont)								
34.000	JOY GLOBAL INC Ticker: JOY	481165108 IND	2,168.52 63.780	0.00	2,801.63 82.401	-633.11	23.80	1.09
20.000	O REILLY AUTOMOTIVE INC NEW COM Ticker: ORLY	67103H107 CND	1,788.40 89.420	0.00	1,866.62 93.331	-78.22	0.00	0.00
47.000	RANGE RES CORP Ticker: RRC	75281A109 ENR	2,953.01 62.830	0.00	2,920.63 62.141	32.38	7.52	0.25
25.000	SANDISK CORP Ticker: SNDK	80004C101 IFT	1,087.50 43.500	0.00	1,201.56 48.062	-114.06	0.00	0.00
19.000	TERADATA CORP DELAWARE COM Ticker: TDC	88076W103 IFT	1,175.91 61.890	0.00	1,305.50 68.711	-129.59	0.00	0.00
55.000	VERTEX PHARMACEUTICALS INC Ticker: VRTX	92532F100 HEA	2,304.50 41.900	0.00	2,859.27 51.987	-554.77	0.00	0.00
	Total U.S. Mid Cap		**$19,590.86**	**$0.00**	**$20,155.15**	**-$564.29**	**$84.08**	**0.42%**
International Developed								
29.000	ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR BELGIUM Ticker: BUD	03524A108 CNS	$2,534.89 87.410	$0.00	$2,476.16 85.385	$58.73	$37.50	1.47%
43.000	ASML HOLDINGS NV ISIN USN070592100 NETHERLANDS Ticker: ASML	N07059210 IFT	2,768.77 64.390	0.00	2,496.32 58.054	272.45	28.94	1.04
34.000	UNILEVER N V NEW NEW YORK SHSADR NETHERLANDS Ticker: UN	904784709 CNS	1,302.20 38.300	0.00	1,258.10 37.003	44.10	35.43	2.72
	Total International Developed		**$6,605.86**	**$0.00**	**$6,230.58**	**$375.28**	**$101.87**	**1.54%**
Total Equities			**$123,122.47**	**$77.34**	**$108,096.61**	**$15,025.86**	**$1,895.96**	**1.54%**

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Settlement Date

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Oct 01, 2012 through Dec 31, 2012

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
454.550	BOFA CASH RESERVES TRUST CLASS (Income Investment)	097100788	$454.55	$0.00	$454.55 1.000	$0.00	$0.09	0.02%
5,350.930	BOFA CASH RESERVES TRUST CLASS	097100788	5,350.93	0.18	5,350.93 1.000	0.00	1.02	0.01
	Total Cash Equivalents		**$5,805.48**	**$0.18**	**$5,805.48**	**$0.00**	**$1.11**	**0.01%**
Total Cash/Currency			**$5,805.48**	**$0.18**	**$5,805.48**	**$0.00**	**$1.11**	**0.01%**
Equities								

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
70.000	ABBOTT LABS Ticker: ABT	002824100 HEA	$4,585.00 65.500	$0.00	$3,756.46 53.664	$828.54	$39.20	0.85%
100.000	ALTRIA GROUP INC Ticker: MO	02209S103 CNS	3,144.00 31.440	44.00	1,639.90 16.399	1,504.10	176.00	5.59
47.000	AMERICAN ELEC PWR INC Ticker: AEP	025537101 UTL	2,005.96 42.680	0.00	1,455.02 30.958	550.94	88.36	4.40
64.000	AMERICAN EXPRESS CO Ticker: AXP	025816109 FIN	3,678.72 57.480	0.00	2,476.25 38.691	1,202.47	51.20	1.39
48.000	AMGEN INC Ticker: AMGN	031162100 HEA	4,137.60 86.200	0.00	3,134.35 65.299	1,003.25	90.24	2.18
5.000	APPLE INC Ticker: AAPL	037833100 IFT	2,660.86 532.173	0.00	3,137.76 627.552	476.90	53.00	1.99
215.000	AT&T INC Ticker: T	00206R102 TEL	7,247.65 33.710	0.00	7,810.27 36.327	562.62	387.00	5.34
57.000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103 IFT	3,245.01 56.930	24.80	2,103.24 36.899	1,141.77	99.18	3.05

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Units	Description	*CUSIP* *Sector (2)*	*Market Value(1)/* *Market Price*	*Accrued Income*	*Tax Cost/* *Average Unit Cost*	*Unrealized Gain/Loss*	*Estimated Annual Income*	*Cur Yld/ YTM*
Equities (cont)								
U.S. Large Cap (cont)								
14.000	BLACKROCK INC CL A Ticker: BLK	09247X101 FIN	2,893.94 206.710	0.00	2,196.12 156.866	697.82	84.00	2.90
51.000	BOEING CO Ticker: BA	097023105 IND	3,843.36 75.360	0.00	3,509.77 68.819	333.59	98.94	2.57
202.000	BRISTOL MYERS SQUIBB CO Ticker: BMY	110122108 HEA	6,583.18 32.590	0.00	6,137.51 30.384	445.67	282.80	4.29
84.000	CHEVRON CORP Ticker: CVX	166764100 ENR	9,083.76 108.140	0.00	7,134.03 84.929	1,949.73	302.40	3.32
44.000	CHUBB CORP Ticker: CB	171232101 FIN	3,314.08 75.320	18.04	2,962.49 67.329	351.59	72.16	2.17
45.000	CME GROUP INC Ticker: CME	12572Q105 FIN	2,280.15 50.670	0.00	2,254.43 50.098	25.72	81.00	3.55
26.000	DOMINION RES INC VA NEW Ticker: D	25746U109 UTL	1,346.80 51.800	0.00	1,318.05 50.694	28.75	54.86	4.07
76.000	DU PONT E I DE NEMOURS & CO Ticker: DD	263534109 MAT	3,418.37 44.979	0.00	3,616.87 47.590	-198.50	130.72	3.82
39.000	EMERSON ELEC CO Ticker: EMR	291011104 IND	2,065.44 52.960	0.00	1,900.34 48.727	165.10	63.96	3.09
102.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	8,828.10 86.550	0.00	7,161.41 70.210	1,666.69	232.56	2.63
69.000	HEINZ H J CO Ticker: HNZ	423074103 CNS	3,979.92 57.680	0.00	3,162.88 45.839	817.04	142.14	3.57
141.000	HOME DEPOT INC Ticker: HD	437076102 CND	8,720.85 61.850	0.00	3,016.74 21.395	5,704.11	163.56	1.87
66.000	HONEYWELL INTL INC Ticker: HON	438516106 IND	4,189.02 63.470	0.00	3,050.69 46.223	1,138.33	108.24	2.58
272.000	INTEL CORP Ticker: INTC	458140100 IFT	5,608.64 20.620	0.00	5,581.31 20.520	27.33	244.80	4.36
42.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	8,045.10 191.550	0.00	4,298.14 102.337	3,746.96	142.80	1.77

Settlement Date

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Oct. 01, 2012 through Dec. 31, 2012

Equities (cont)

U.S. Large Cap (cont)

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
129.000	J.P. MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	5,672.01 43.969	0.00	5,598.34 43.398	73.67	154.80	2.72
62.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	4,346.20 70.100	0.00	3,864.17 62.325	482.03	151.28	3.48
48.000	KIMBERLY CLARK CORP Ticker: KMB	494368103 CNS	4,052.64 84.430	35.52	3,411.66 71.076	640.98	142.08	3.50
90.000	KINDER MORGAN INC DEL Ticker: KMI	49456B101 ENR	3,179.70 35.330	0.00	2,507.25 27.858	672.45	129.60	4.07
33.000	MACYS INC Ticker: M	55616P104 CND	1,287.66 39.020	6.60	1,327.95 40.241	-40.29	26.40	2.05
81.000	MARSH & MCLENNAN COS INC Ticker: MMC	571748102 FIN	2,792.07 34.470	0.00	2,784.35 34.375	7.72	74.52	2.66
55.000	MCDONALDS CORP Ticker: MCD	580135101 CND	4,851.55 88.210	0.00	3,811.60 69.302	1,039.95	169.40	3.49
137.000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105 HEA	5,608.78 40.940	58.91	5,027.72 36.699	581.06	235.64	4.20
34.000	METLIFE INC Ticker: MET	59156R108 FIN	1,119.96 32.940	0.00	1,904.69 56.020	-784.73	25.16	2.24
248.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	6,624.01 26.710	0.00	7,033.75 28.362	-409.74	228.16	3.44
30.000	NEXTERA ENERGY INC Ticker: NEE	65339F101 UTL	2,075.70 69.190	0.00	1,576.53 52.551	499.17	72.00	3.46
40.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	3,064.40 76.610	0.00	2,389.89 59.747	674.51	86.40	2.81
301.000	PFIZER INC Ticker: PFE	717081103 HEA	7,548.87 25.079	0.00	4,758.75 15.810	2,790.12	288.96	3.82
111.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	9,284.04 83.640	94.35	6,005.97 54.108	3,278.07	377.40	4.06
57.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	3,323.67 58.310	0.00	3,764.73 66.048	-441.06	91.20	2.74

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Units	Description	*CUSIP* *Sector (2)*	*Market Value(1)/* *Market Price*	*Accrued* *Income*	*Tax Cost/* *Average Unit Cost*	*Unrealized* *Gain/Loss*	*Estimated* *Annual Income*	*Cur Yld/* *YTM*
Equities (cont)								
U.S. Large Cap (cont)								
34.000	PRICE T ROWE GROUP INC Ticker: TROW	74144T108 FIN	2,213.98 65.117	0.00	942.14 27.710	1,271.84	46.24	2.08
56.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	3,801.84 67.890	0.00	3,548.98 63.375	252.86	125.89	3.31
60.000	RAYTHEON CO COM NEW Ticker: RTN	755111507 IND	3,453.60 57.560	30.00	2,724.44 45.407	729.16	120.00	3.47
48.000	SEMPRA ENERGY Ticker: SRE	816851109 UTL	3,405.12 70.940	28.80	2,688.52 56.011	716.60	115.20	3.38
32.000	SHERWIN WILLIAMS CO Ticker: SHW	824348106 CND	4,922.24 153.820	0.00	2,764.21 86.382	2,158.03	49.92	1.01
66.000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	2,038.74 30.890	0.00	2,085.51 31.599	-46.77	55.44	2.71
90.000	TIME WARNER INC NEW COM Ticker: TWX	887317303 CND	4,304.70 47.830	0.00	3,065.62 34.062	1,239.08	93.60	2.17
50.000	TJX COS INC NEW Ticker: TJX	872540109 CND	2,122.50 42.450	0.00	1,493.04 29.861	629.46	23.00	1.08
17.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	1,394.17 82.010	0.00	1,193.23 70.190	200.94	36.38	2.60
143.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	4,567.42 31.940	27.89	4,838.50 33.836	-271.08	111.54	2.44
8.000	V F CORP Ticker: VFC	918204108 CND	1,207.76 150.970	0.00	1,351.66 168.958	-143.90	27.84	2.30
196.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	8,480.92 43.270	0.00	7,562.25 38.583	918.67	403.76	4.76
37.000	WAL-MART STORES INC Ticker: WMT	931142103 CNS	2,524.51 68.230	0.00	2,148.58 58.070	375.93	58.83	2.33
49.000	WASTE MGMT INC DEL Ticker: WM	94106L109 IND	1,653.26 33.740	0.00	1,513.21 30.882	140.05	69.58	4.20

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Settlement Date

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Oct 01, 2012 through Dec 31, 2012

Equities (cont)

Units	Description	CUSIP/ Sector (2)	Market Value (1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap (cont)								
117.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	3,999.06 34.180	0.00	4,097.50 35.021	-98.44	102.96	2.57
	Total U.S. Large Cap		**$219,826.59**	**$368.91**	**$180,598.77**	**$39,227.82**	**$6,882.30**	**3.13%**
U.S. Mid Cap								
60.000	CMS ENERGY CORP Ticker: CMS	125896100 UTL	$1,462.80 24.380	$0.00	$1,292.69 21.545	$170.11	$57.60	3.93%
70.000	DOVER CORP Ticker: DOV	260003108 IND	4,599.70 65.710	0.00	2,891.41 41.306	1,708.29	98.00	2.13
33.000	NORDSTROM INC Ticker: JWN	655664100 CND	1,765.50 53.500	0.00	769.11 23.306	996.39	35.64	2.01
21.000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	1,786.26 85.060	0.00	891.87 42.470	894.39	34.44	1.92
80.000	RPM INTL INC Ticker: RPM	749685103 MAT	2,348.80 29.360	0.00	1,781.60 22.270	567.20	72.00	3.06
65.000	WESTAR ENERGY INC Ticker: WR	95709T100 UTL	1,860.30 28.620	21.45	1,901.60 29.255	-41.30	85.80	4.61
38.000	WISCONSIN ENERGY CORP Ticker: WEC	976657106 UTL	1,400.30 36.850	0.00	1,298.89 34.181	101.41	51.68	3.69
	Total U.S. Mid Cap		**$15,223.66**	**$21.45**	**$10,827.17**	**$4,396.49**	**$435.16**	**2.85%**
U.S. Small Cap								
42.000	MEREDITH CORP Ticker: MDP	589433101 CND	$1,446.90 34.450	$0.00	$1,168.48 27.821	$278.42	$64.26	4.44%
	Total U.S. Small Cap		**$1,446.90**	**$0.00**	**$1,168.48**	**$278.42**	**$64.26**	**4.44%**

Portfolio Detail

Oct. 01, 2012 through Dec. 31, 2012

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
International Developed								
64.000	ACCENTURE PLC CL A COM IRELAND Ticker: ACN	G1151C101 IFT	$4,256.00 66.500	$0.00	$3,340.56 52.196	$915.44	$103.68	2.43%
29.000	ACE LTD SWITZERLAND Ticker: ACE	H0023R105 FIN	2,314.20 79.800	0.00	2,253.15 77.695	61.05	56.84	2.45
26.000	BHP BILLITON LTD SPONSORED ADR AUSTRALIA Ticker: BHP	088606108 MAT	2,038.92 78.420	0.00	1,800.86 69.264	238.06	58.24	2.85
45.000	DIAGEO PLC SPONSORED ADR NEW UNITED KINGDOM Ticker: DEO	25243Q205 CNS	5,246.10 116.580	0.00	3,624.66 80.548	1,621.44	124.83	2.37
116.000	GLAXOSMITHKLINE PLC SPONSORED ADR UNITED KINGDOM Ticker: GSK	37733W105 HEA	5,042.52 43.470	67.16	5,084.10 43.828	-41.58	269.00	5.33
97.000	ROYAL DUTCH SHELL PLC SPONSORED ADR CL A DUTCH LISTING Ticker: RDS A	780259206 ENR	6,688.15 68.950	70.91	6,507.58 67.088	180.57	283.63	4.24
	Total International Developed		**$25,585.89**	**$138.07**	**$22,610.91**	**$2,974.98**	**$896.22**	**3.50%**
Total Equities			**$262,083.04**	**$528.43**	**$215,205.33**	**$46,877.71**	**$8,277.94**	**3.15%**
Real Estate								
Public REITs								
34.000	DIGITAL RLTY TR INC REITS	253868103	$2,308 26 67.890	$24.82	$2,161.40 63.571	$146.86	$99.28	4.30%

Portfolio Detail

Account: 72-01-101-1243997 SWANSON FAMILY FOUNDATION - COMB
Sub-Account: 72-01-101-1244037 IM SWANSON FAMILY FDN-COL-DIS

Oct. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP/ Sector(2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Real Estate (cont)								
Public REITs (cont)								
13.000	PUBLIC STORAGE INC COM (REIT)	74460D109	1,884.48 144.960	0.00	1,493.18 114.860	391.30	57.20	3.03
9.000	SIMON PPTY GROUP INC NEW	828806109	1,422.81 158.090	0.00	1,406.18 156.242	16.63	39.60	2.78
	Total Public REITs		**$5,615.55**	**$24.82**	**$5,060.76**	**$554.79**	**$196.08**	**3.49%**
Total Real Estate			**$5,615.55**	**$24.82**	**$5,060.76**	**$554.79**	**$196.08**	**3.49%**
Total Portfolio			**$273,504.07**	**$553.43**	**$226,071.57**	**$47,432.50**	**$8,475.13**	**3.09%**
Accrued Income			$553.43					
Total			**$274,057.50**					

(1) Market Value in the Portfolio Detail section does not include Accrued Income.