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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

EAST HILL FOUNDATION

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

P.O. BOX 547

Room/suite

A Employer identification number

16-1441497

B Telephone number

716-204-0204

City or town, state, and ZIP code

NORTH TONAWANDA, NY 14120

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)

\$ 20,754,241. (Part I, column (d) must be on cash basis)

J Accounting method:

☒

Cash

☐

Accrual

☐ Other (specify)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 ☐

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	1,009.			
	2	Check ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	19.	19.		Statement 1
	4	Dividends and interest from securities	533,908.	533,908.		Statement 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	732,816.			
	b	Gross sales price for all assets on line 6a	6,932,378.			
	7	Capital gain/loss (from Part IV, line 2)		732,816.		
	8	Net short-term capital gain			N/A	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	1,267,752.	1,266,743.	0.	
	13	Compensation of officers, directors, trustees, etc	38,685.	21,550.	0.	17,136.
	14	Other employee salaries and wages	253,823.	20,220.	0.	233,604.
	15	Pension plans, employee benefits	34,218.	5,091.	0.	29,127.
	16a	Legal fees Stmt 3	10,487.	0.	0.	10,487.
	b	Accounting fees Stmt 4	6,833.	5,466.	0.	1,367.
	c	Other professional fees Stmt 5	156,182.	155,828.	0.	363.
	17	Interest	7.	7.	0.	0.
	18	Taxes Stmt 6	50,747.	4,896.	0.	19,999.
	19	Depreciation and depletion	14,758.	0.	0.	
	20	Occupancy	96,916.	24,229.	0.	72,687.
	21	Travel, conferences, and meetings	17,154.	502.	0.	16,652.
	22	Printing and publications				
	23	Other expenses Stmt 7	61,090.	22,064.	0.	39,027.
	24	Total operating and administrative expenses. Add lines 13 through 23	740,900.	259,853.	0.	440,449.
	25	Contributions, gifts, grants paid	916,390.			916,390.
	26	Total expenses and disbursements. Add lines 24 and 25	1,657,290.	259,853.	0.	1,356,839.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<389,538.>			
	b	Net investment income (if negative, enter -0-)		1,006,890.		
	c	Adjusted net income (if negative, enter -0-)			0.	

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		15,626.	77,480.	77,480.
	2	Savings and temporary cash investments		640,428.	664,134.	664,134.
	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		6,251.	2,077.	2,077.
	10a	Investments - U.S. and state government obligations Stmt 9		3,380,905.	3,096,141.	3,096,141.
	b	Investments - corporate stock Stmt 10		13,241,637.	13,041,621.	13,041,621.
	c	Investments - corporate bonds Stmt 11		2,324,536.	2,526,163.	2,526,163.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶ 474,870.					
	Less: accumulated depreciation ▶ 94,936.		8,571.	379,934.	379,934.	
15	Other assets (describe ▶ Statement 12)		506,959.	966,691.	966,691.	
16	Total assets (to be completed by all filers)		20,124,913.	20,754,241.	20,754,241.	
Liabilities	17	Accounts payable and accrued expenses			52.	
	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 ▶ Statement 13)		0.	10,000.	
23	Total liabilities (add lines 17 through 22)		0.	10,052.		
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		20,124,913.	20,744,189.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		20,124,913.	20,744,189.		
31	Total liabilities and net assets/fund balances		20,124,913.	20,754,241.		

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	20,124,913.
2	Enter amount from Part I, line 27a	2	<389,538.>
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	1,008,814.
4	Add lines 1, 2, and 3	4	20,744,189.
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	20,744,189.

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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 Capital Partners - Cayman	P		12/31/12
b Merrill Lynch 81C-04377 - see attached	P		12/31/12
c Morgan Stanley 828-117509-502 - see attached	P		12/31/12
d Morgan Stanley 828-117509-502 - CGD			12/31/12
e Facebook		05/17/12	10/10/12

(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 6,177.			6,177.
b 5,390,285.		4,742,407.	647,878.
c 1,532,041.		1,449,555.	82,486.
d 41.			41.
e 3,834.		7,600.	<3,766.>

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			6,177.
b			647,878.
c			82,486.
d			41.
e			<3,766.>

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	732,816.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	726,639.

If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8

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	897,929.	20,071,341.	.044737
2010	890,739.	18,681,155.	.047681
2009	1,533,821.	17,579,725.	.087249
2008	972,746.	23,810,868.	.040853
2007	1,583,885.	26,798,352.	.059104

2 Total of line 1, column (d)	2	.279624
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	.055925
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	20,581,758.
5 Multiply line 4 by line 3	5	1,151,035.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,069.
7 Add lines 5 and 6	7	1,161,104.
8 Enter qualifying distributions from Part XII, line 4	8	1,356,839.

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	10,069.
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	10,069.
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	10,069.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	15,801.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	25,801.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	15,732.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 5,000. Refunded ☐	11	10,732.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)	Stmt 14	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.easthillfdn.org</u>		13	X	
14	The books are in care of ► <u>Ken Dulian</u> Telephone no. ► <u>716-204-0204</u> Located at ► <u>P.O. BOX 547, NORTH TONAWANDA, NY</u> ZIP+4 ► <u>14120</u>				
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	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

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

☒ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

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
See Statement 15		26,937.	9,700.	2,049.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
See Statement 16	250,900.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	20,730,213.
b	Average of monthly cash balances	1b	97,685.
c	Fair market value of all other assets	1c	67,288.
d	Total (add lines 1a, b, and c)	1d	20,895,186.
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	20,895,186.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	313,428.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,581,758.
6	Minimum investment return. Enter 5% of line 5	6	1,029,088.

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	1,029,088.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	10,069.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,069.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,019,019.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,019,019.
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	1,019,019.

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	1,356,839.
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	1,356,839.
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	10,069.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,346,770.

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.

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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				1,019,019.
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	205,451.			
b From 2008				
c From 2009	446,991.			
d From 2010				
e From 2011				
f Total of lines 3a through e	652,442.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 1,356,839.				
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				1,019,019.
e Remaining amount distributed out of corpus	337,820.			
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	990,262.			
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	205,451.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	784,811.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	446,991.			
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	337,820.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
See detail	None			916,390.
Total			3a	916,390.
b Approved for future payment				
See detail	None			410,500.
Total			3b	410,500.

Part XVI-A . Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	19.	
4	Dividends and interest from securities			14	533,908.	
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	732,816.	
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.		1,266,743.	0.
13	Total. Add line 12, columns (b), (d), and (e)					1,266,743.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** 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.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	Signature of officer or trustee <i>Rosemarie Steeb</i>		Date <i>10/21/13</i>		Title <i>PRES</i>	
Paid Preparer Use Only	Print/type preparer's name		Preparer's signature		Date	
	Rosemarie Steeb		<i>Rosemarie Steeb</i>		10/17/13	
	Check ☐ if self-employed		PTIN			
Firm's name ▶ CHIAMPOU TRAVIS BESAW & KERSHNER LLP					Firm's EIN ▶ 16-1468002	
Firm's address ▶ 45 BRYANT WOODS NORTH AMHERST, NY 14228					Phone no. 716-630-2400	

Form **990-PF** (2012)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Merrill Lynch	18.
Morgan Stanley	1.
Total to Form 990-PF, Part I, line 3, Column A	19.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Capital Partners Cayman	9,910.	0.	9,910.
Merrill Lynch - dividends	255,629.	0.	255,629.
Merrill Lynch - interest	185,133.	0.	185,133.
Morgan Stanley - dividends	70,024.	0.	70,024.
Real Estate Fund	13,212.	0.	13,212.
Total to Fm 990-PF, Part I, ln 4	533,908.	0.	533,908.

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	10,487.	0.	0.	10,487.
To Fm 990-PF, Pg 1, ln 16a	10,487.	0.	0.	10,487.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting & tax preparation	6,833.	5,466.	0.	1,367.
To Form 990-PF, Pg 1, ln 16b	6,833.	5,466.	0.	1,367.

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment management & bank fees	155,456.	155,465.	0.	0.	
Computer Consulting	726.	363.	0.	363.	
To Form 990-PF, Pg 1, ln 16c	156,182.	155,828.	0.	363.	

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Federal excise tax	25,851.	0.	0.	0.	
Foreign tax paid	1,401.	1,401.	0.	0.	
Payroll Taxes	23,495.	3,495.	0.	19,999.	
To Form 990-PF, Pg 1, ln 18	50,747.	4,896.	0.	19,999.	

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
D&O, W/C & Disability Insurance	6,784.	1,009.	0.	5,775.	
Leased Equipment	2,606.	261.	0.	2,346.	
Memberships	4,990.	0.	0.	4,990.	
Mileage	2,264.	0.	0.	2,264.	
NYS filing fee	1,050.	0.	0.	1,050.	
Other portfolio deductions per Schedule K-1	18,113.	18,113.	0.	0.	
Postage & mailing	2,439.	244.	0.	2,195.	
Public Relations	10,009.	0.	0.	10,009.	
Small Equipment	1,326.	663.	0.	663.	
Supplies & Office expense	4,150.	1,038.	0.	3,112.	
Telephone	7,359.	736.	0.	6,623.	
To Form 990-PF, Pg 1, ln 23	61,090.	22,064.	0.	39,027.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	8
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Description	Amount
Change in unrealized gain / loss on investments	1,008,814.
Total to Form 990-PF, Part III, line 3	1,008,814.

Form 990-PF	U.S. and State/City Government Obligations	Statement	9
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Merrill Lynch - see attached	X		3,096,141.	3,096,141.
Total U.S. Government Obligations			3,096,141.	3,096,141.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			3,096,141.	3,096,141.

Form 990-PF	Corporate Stock	Statement	10
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Description	Book Value	Fair Market Value
Merrill Lynch & Morgan Stanley - see attached	13,041,621.	13,041,621.
Total to Form 990-PF, Part II, line 10b	13,041,621.	13,041,621.

Form 990-PF	Corporate Bonds	Statement	11
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Description	Book Value	Fair Market Value
Merrill Lynch - see attached	2,526,163.	2,526,163.
Total to Form 990-PF, Part II, line 10c	2,526,163.	2,526,163.

Form 990-PF	Other Assets		Statement 12
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
MS AIP GSOF	95,791.	215,620.	215,620.
MS Capital Partners V - Cayman (T/E Feeder) LP	283,417.	394,619.	394,619.
MS Real Estate Fund VII Offshore Investors	127,751.	297,900.	297,900.
Utility security deposit	0.	1,850.	1,850.
Organizational & start up costs (net)	0.	56,702.	56,702.
To Form 990-PF, Part II, line 15	506,959.	966,691.	966,691.

Form 990-PF	Other Liabilities		Statement 13
Description	BOY Amount	EOY Amount	
Excise Taxes Payable	0.	10,000.	
Total to Form 990-PF, Part II, line 22	0.	10,000.	

Form 990-PF	List of Controlled Entities Part VII-A, Line 11	Statement 14
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Name of Controlled Entity	Employer ID No
Island Street Foundation	61-1577163

Address

P.O. Box 546; 17 Island Street
N. Tonawanda, NY 14120

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 15
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Warren Greatbatch P.O. BOX 547 NORTH TONAWANDA, NY 14120	President 16.00	0.	650.	0.
John Siegel P.O. BOX 547 NORTH TONAWANDA, NY 14120	Secretary/Treasurer 20.00	26,937.	0.	0.
Jenny Pierce P.O. BOX 547 NORTH TONAWANDA, NY 14120	Director 5.00	0.	0.	0.
Ami Greatbatch P.O. BOX 547 NORTH TONAWANDA, NY 14120	Vice President 24.00	0.	9,050.	0.
Marcinda Martin P.O. BOX 547 NORTH TONAWANDA, NY 14120	Director 16.00	0.	0.	1,581.
Tommie Greatbatch P.O. BOX 547 NORTH TONAWANDA, NY 14120	Director 5.00	0.	0.	468.

EAST HILL FOUNDATION

16-1441497

Julia Spitz
P.O. BOX 547
NORTH TONAWANDA, NY 14120

Director
16.00

0. 0. 0.

Totals included on 990-PF, Page 6, Part VIII

26,937. 9,700. 2,049.

Form 990-PF

Summary of Direct Charitable Activities

Statement 16

Activity One

The Foundation supports a training program which includes a multi-year curriculum designed to improve the sustainability of charitable organizations in Western New York. During 2012 ten organizations participated in this training curriculum. Expenses include \$172,500 in grants to these participating organizations.

Expenses

To Form 990-PF, Part IX-A, line 1

250,900.

TIN, 16-1441497

Attachment to Form 990PF, Part XV, line 3a - Grants and Contributions Paid During the Year

Organization	Address	City	State	Zip	Relationship	Foundation Status	Purpose	Amount
1891 Fredonia Opera House	9 Church Street	Fredonia	NY	14063	None	Public Charity	LED lighting on stairs during performance	\$3,700.00
A Time to Live Inc	PO 4412	Winchester	KY	40391	None	Public Charity	Spay/Neuter Program for cats, dogs for low income households	\$15,000.00
Alternative Care Services	PO 394	Alden	NY	14004	None	Public Charity	Equipment for Meals on Wheels Alden	\$10,000.00
American Red Cross	786 Delaware Avenue	Buffalo	NY	14209	None	Public Charity	Restorative maintenance on historic HQ	\$15,000.00
American Red Cross	786 Delaware Avenue	Buffalo	NY	14209	None	Public Charity	Equipment - trailer, cots, medical kits	\$16,700.00
Benedict House of WNY, Inc	2211 Main Street	Buffalo	NY	14214	None	Public Charity	Renovations to kitchen for homeless AIDs patients	\$20,000.00
Big Brothers Big Sisters of Niagara County	86 Park Avenue	Lockport	NY	14094	None	Public Charity	Lighting & fixtures	\$3,600.00
Bourbon County Board of Education	3343 Lexington Road	Paris	KY	40361	None	Public Charity	Fly System for School Auditorium	\$25,000.00
Boys & Girls Clubs of Buffalo Inc	282 Babcock Street	Buffalo	NY	14210	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Boys Scouts of America - Greater Niagara Frontier Council	2860 Genesee Street	Buffalo	NY	14225	None	Public Charity	Benewon Sustainability Training	\$15,000.00
Buffalo Lighthouse Association Inc	6540 Lake Shore Road	Derby	NY	14047	None	Public Charity	Materials for lens project for historical lighthouse	\$10,000.00
Buffalo Niagara Riverkeeper	1250 Niagara St	Buffalo	NY	14213	None	Public Charity	Keyak equipment and supplies	\$10,000.00
Buffalo Urban Outdoor Education Foundation Inc	PO Box 168	Buffalo	NY	14213	None	Public Charity	Curriculum & website development	\$7,500.00
Catholic Health System	2121 Main Street	Buffalo	NY	14214	None	Public Charity	Program Incentives for low income, high risk mothers & newborns	\$16,080.00
Child & Adolescent Treatment Services	301 Cayuga Rd, #301	Cheektowaga	NY	14225	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Clarence Center Elementary School	9625 Main Street	Clarence	NY	14031	None	Public Charity	Elementary School Library Books	\$15,000.00
Compeer Greater Buffalo	135 Delaware Avenue #210	Buffalo	NY	14202	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Consumer Credit Counseling Service of Buffalo, Inc	40 Gardenville Parkway, #300	West Seneca	NY	14224	None	Public Charity	Equipment and office expansion in Niagara County	\$23,000.00
East Burke Volunteer Fire Brigade	PO Box 36	East Burke	VT	05832	None	Public Charity	Equipment Remote Rescue Unit	\$20,000.00
Explore & More Children's Museum	300 Gileed Avenue	East Aurora	NY	14052	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Explore & More Children's Museum	300 Gileed Avenue	East Aurora	NY	14052	None	Public Charity	Planning for new children's museum at Canalside Buffalo	\$100,000.00
Family & Children's Service of Niagara	1522 Main Street	Niagara Falls	NY	14305	None	Public Charity	Improvement to PASSAGE House Shelter & appliances	\$15,000.00
Genesis House of Olean	PO Box 139, 107 South Barry St	Olean	NY	14760	None	Public Charity	New roof and porch repairs for emergency shelter	\$23,790.00
Gerard Place	2515 Bailey Avenue	Buffalo	NY	14215	None	Public Charity	Safe sleep kits for infants	\$7,500.00
Gilliam-Grant Community Center	6966 West Bergen Road	Bergen	NY	14416	None	Public Charity	Part Time Development Asst	\$10,000.00
Gilliam-Grant Community Center	6966 West Bergen Road	Bergen	NY	14416	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Girl Scouts of WNY	3332 Walden Avenue #106	Depew	NY	14043	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Girls on the Run of Buffalo, Inc	PO Box 1271	Buffalo	NY	14213	None	Public Charity	Healthy snack program and running gear for needy	\$6,500.00
Gowanda's Historic Hollywood Theater, Ltd	39 W Main Street, PO 164	Gowanda	NY	14070	None	Public Charity	Restoration of lighting	\$20,000.00
Grassroots Gardens of Buffalo	2495 Main Street, #408	Buffalo	NY	14214	None	Public Charity	Community Garden supplies for urban gardens	\$11,845.00
Historical Society of the Town of Clarence	10465 Main Street	Clarence	NY	14031	None	Public Charity	Maintain Industrial Heritage Exhibit	\$1,000.00
International Institute of Buffalo	864 Delaware Avenue	Buffalo	NY	14209	None	Public Charity	Emergency needs for survivors of human trafficking and domestic violence	\$20,000.00
Journey's End Refugee Services, Inc	2495 Main Street, #317	Buffalo	NY	14214	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Kentucky River Foothills Development Council Inc. - Liberty Place	309 Spangler Drive	Richmond	KY	40475	None	Public Charity	Stove for women's shelter	\$10,000.00
Literacy New York Buffalo - Niagara, Inc	23 East Avenue	Lockport	NY	14094	None	Public Charity	Books and tutor resources	\$2,000.00
Lutheran Charities of WNY	5125 Main Street	Williamsville	NY	14221	None	Public Charity	Assemble and distribute ready to cook meals to needy in WNY	\$10,000.00
Meals on Wheels Foundation	8021 Flint Street	Buffalo	NY	14206	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Methuselah Foundation	8021 Flint Street	Springfield	VA	22153	None	Public Charity	Software for kidney donor match	\$10,000.00
Methuselah Foundation	8021 Flint Street	Springfield	VA	22153	None	Public Charity	Software for Kidney Donors & Recipients	\$10,000.00
Native American Community Services of Erie & Niagara Counties	1005 Grant Street	Buffalo	NY	14207	None	Public Charity	Benewon Sustainability Training	\$17,500.00
Niagara Frontier Radio Reading Services	PO Box 575	Buffalo	NY	14225	None	Public Charity	Broadcasting link for radio reading to sight handicapped	\$4,320.00
North Tonawanda Police Benevolent Association	216 Payne Avenue	Tonawanda	NY	14120	None	Section 501(c)(4)	Purchase coats, winter apparel for underprivileged children	\$10,200.00
Oak Grove Elementary PTA	10401 Penny Road	Raleigh	NC	27606	None	Public Charity	Literacy project - iPads	\$12,445.00
Old Fort Niagara Association	PO Box 169	Youngstown	NY	14174	None	Public Charity	Final Payment for preserving interior of stone walls of historical lighthouse	\$10,000.00
One Symphony Circle/First Presbyterian Church	1 Symphony Circle	Buffalo	NY	14202	None	Public Charity	Historic Preservation Project	\$2,500.00
Paradise Opportunities	46 Broad Street	Buffalo	NY	14212	None	Public Charity	Furnishing & repairs for supportive living apartments	\$30,000.00
Saving Grace Ministries, Inc	2025 Bailey Avenue	Buffalo	NY	14211	None	Public Charity	Support for program development	\$1,000.00
SPCA Serving Erie County	205 Ensminger Road	Tonawanda	NY	14051	None	Public Charity	Bedroom furniture, appliances for home for released offenders	\$8,000.00
St. Christopher Parish Outreach	530 Elliott Creek Road	Tonawanda	NY	14150	None	Public Charity	Animal investigations vehicle	\$20,000.00
St. John's Outreach (St. John the Baptist Parish)	160 Chestnut Street	Lockport	NY	14094	None	Public Charity	Portable entry ramp and baby clothing for food/clothing pantry	\$4,710.00
The Chapel at CrossPoint - Every Child Ministry	500 Crosspoint Parkway	Getzville	NY	14068	None	Public Charity	Purchase food for food pantry	\$25,000.00
Town of Alden Recreation Department	3311 Wendle Road	Alden	NY	14058	None	Public Charity	Furniture, clothing for emergency placement of foster children	\$10,000.00
Town of Clarence	One Town Place	Clarence	NY	14031	None	Political subdivision	Projector System for Community Ctr	\$10,000.00
Town of Swansey	620 Old Homestead Hwy	Swansey	NH	03446	None	Political subdivision	Maintenance of Historical Museum	\$2,500.00
Wascasset, Waterville, and Farmington Railway Museum	PO Box 242	Alna	ME	04535	None	Public Charity	Trail upgrades for community trail	\$45,000.00
Western New York Physically Challenged Youth Sports	18 Golden Pheasant	Getzville	NY	14068	None	Public Charity	New restrooms at museum	\$10,000.00
Williamsville Central School District	1500 Maple Road	Williamsville	NY	14221	None	Public Charity	Safety Equipment for Sled Hockey for disabled	\$10,000.00
YMCA Buffalo Niagara-Niagara Falls Family Branch	1317 Portage Road	Niagara Falls	NY	14301	None	Public Charity	School library books, Nooks & equip	\$30,000.00
							Window replacement	\$30,000.00
							Total Part XV, Line 3a	\$916,390.00

EAST HILL FOUNDATION

TIN. 16-1441497

Part XV, Line 3b - Approved for Future Payment

Explore & More Children's Museum
Historical Society of the Town of Clarence
Town of Clarence

300 Gleed Avenue
10465 Main Street
One Town Place

East Aurora
Clarence
Clarence

NY
NY
NY

14052
14031
14031

None
None
None

Public Charity
Public Charity
Political subdivision

Planning for new children's museum at Canalside Buffalo
Industrial Heritage Exhibit
Maintenance of Historical Museum
Total Part XV, Line 3b

\$400,000.00
\$3,080.00
\$7,500.00
\$410,580.00



Merrill Lynch

EAST HILL FOUNDATION



REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
620.0000	ALTERA CORP COM	11/08/10	01/03/12	23,497.12	20,910.43	2,586.69 LT
597.0000	ALTERA CORP COM	11/08/10	01/04/12	22,239.67	20,134.72	2,104.95 LT
495.0000	AMGEN INC COM PV \$0.0001	11/24/08	01/03/12	31,760.47	27,586.85	4,173.62 LT
134.0000	AMGEN INC COM PV \$0.0001	12/01/08	01/03/12	8,597.79	7,423.25	1,174.54 LT
893.0000	BRISTOL-MYERS SQUIBB CO	07/13/07	01/03/12	31,260.20	28,674.23	2,585.97 LT
240.0000	BRISTOL-MYERS SQUIBB CO	12/11/07	01/03/12	8,401.40	7,008.00	1,393.40 LT
100.0000	BRISTOL-MYERS SQUIBB CO	11/04/08	01/03/12	3,500.58	2,100.73	1,399.85 LT
81.0000	BRISTOL-MYERS SQUIBB CO	03/03/09	01/03/12	2,835.48	1,406.82	1,428.66 LT
115.0000	HERSHEY COMPANY	04/05/10	01/03/12	7,045.63	4,977.43	2,068.20 LT
403.0000	HERSHEY COMPANY	04/06/10	01/03/12	24,690.36	17,410.33	7,280.03 LT
330.0000	HERSHEY COMPANY	04/07/10	01/03/12	20,217.93	14,276.46	5,941.47 LT

PLEASE SEE REVERSE SIDE

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Statement Period
Year Ending 12/31/12

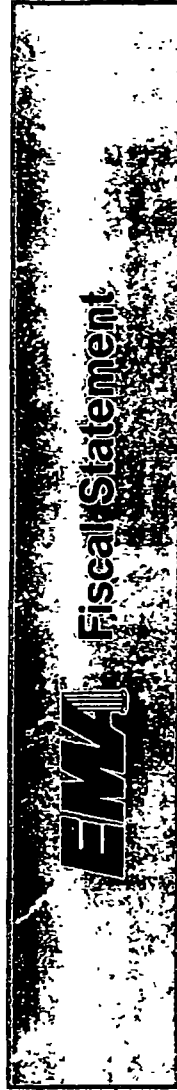
Account No.
81C-04377

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EAST HILL FOUNDATION



REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
342.0000	MEADWESTVACO CORP	07/25/08	01/03/12	10,451.63	8,520.29	1,931.34 LT
306.0000	MEADWESTVACO CORP	07/25/08	01/04/12	9,207.87	7,623.41	1,584.46 LT
37.0000	MEADWESTVACO CORP	03/03/09	01/04/12	1,113.38	295.19	818.19 LT
277.0000	MEADWESTVACO CORP	03/03/09	01/05/12	8,265.13	2,209.93	6,055.20 LT
174.0000	MEADWESTVACO CORP	01/11/10	01/05/12	5,191.82	4,970.10	221.72 LT
85.0000	MICROSOFT CORP	03/03/09	01/03/12	2,279.52	1,349.79	929.73 LT
650.0000	MICROSOFT CORP	11/02/09	01/03/12	17,431.69	18,092.49	N/C
1,055.0000	MICROSOFT CORP	11/02/09	01/03/12	28,292.97	29,365.50	(1,072.53) LT
469.0000	MICROSOFT CORP	11/03/09	01/03/12	12,577.63	12,924.19	(346.56) LT
311.0000	MICROSOFT CORP	11/04/09	01/03/12	8,340.39	8,739.01	(398.62) LT
415.0000	MICROSOFT CORP	11/09/09	01/03/12	11,129.48	11,954.03	(824.55) LT
47.0000	NATIONAL-OILWELL VARCO	11/23/09	01/09/12	3,350.62	2,062.26	1,288.36 LT
388.0000	NATIONAL-OILWELL VARCO	11/24/09	01/09/12	27,660.49	16,940.93	10,719.56 LT
590.0000	NATIONAL-OILWELL VARCO	09/06/11	01/09/12	42,061.07	36,831.40	5,229.67 ST
1,744.0000	NVIDIA	05/02/11	01/09/12	25,435.23	34,936.16	(9,500.93) ST
430.0000	STARBUCKS CORP	01/10/11	01/03/12	19,690.35	13,996.84	5,693.51 ST
685.0000	STARBUCKS CORP	01/18/11	01/03/12	31,367.20	22,647.33	8,719.87 ST
972.0000	TRIPADVISOR INC SHS	05/17/10	01/03/12	26,186.72	23,579.47	2,607.25 LT
353.0000	TRIPADVISOR INC SHS	05/18/10	01/03/12	9,510.21	8,679.22	830.99 LT
73,000.0000	FEDERAL HOME LN MTG CORP	06/24/10	02/27/12	73,100.00	73,067.23	32.77 LT
6,000.0000	FEDERAL HOME LN MTG CORP	07/25/11	02/27/12	6,008.23	6,076.56	(68.33) ST
83,000.0000	US TSY 3.625% FEB 15 2020	03/16/10	02/27/12	96,214.81	82,646.92	13,567.89 LT
4,000.0000	US TSY 3.625% FEB 15 2020	04/21/10	02/27/12	4,636.85	3,956.27	680.58 LT
14,000.0000	US TSY 3.625% FEB 15 2020	07/25/11	02/27/12	16,229.02	14,936.95	1,292.07 ST
40,000.0000	US TSY 4.750% FEB 15 2037	07/13/07	02/27/12	53,026.39	37,334.39	15,692.00 LT
16,000.0000	US TSY 4.750% FEB 15 2037	06/26/09	02/27/12	21,210.56	17,133.83	4,076.73 LT
12,000.0000	US TSY 4.750% FEB 15 2037	04/21/10	02/27/12	15,907.92	12,326.47	3,581.45 LT
96,000.0000	US TSY 3.375% NOV 30 2012	07/25/11	02/27/12	13,256.61	10,835.45	2,421.16 ST
27,000.0000	US TSY 3.375% NOV 30 2012	06/26/09	02/27/12	98,309.69	95,857.51	2,452.18 LT
14,000.0000	US TSY 3.375% NOV 30 2012	04/21/10	02/27/12	27,649.60	27,326.47	323.13 LT
16,000.0000	US TSY 3.375% NOV 30 2012	07/25/11	02/27/12	14,336.83	14,210.60	126.23 LT
1,105.0000	ANALOG DEVICES INC COM	01/31/11	01/30/12	16,384.95	16,365.76	19.19 ST
1,096.0000	BALL CORP COM	08/17/09	01/30/12	43,092.29	42,852.56	239.73 ST
252.0000	BALL CORP COM	08/18/09	01/30/12	42,932.13	27,496.73	15,435.40 LT
361.0000	COACH INC	01/25/10	01/30/12	9,871.26	6,314.09	3,557.17 LT
155.0000	COACH INC	01/26/10	01/30/12	24,585.17	12,341.69	12,343.48 LT
460.0000	JOHNSON AND JOHNSON COM	07/09/04	02/06/12	10,309.90	5,379.94	5,218.96 LT
84.0000	JOHNSON AND JOHNSON COM	08/23/06	02/06/12	30,027.39	25,355.08	4,672.31 LT
271.0000	JOHNSON AND JOHNSON COM	07/13/07	02/06/12	5,483.26	5,368.44	114.82 LT
				17,590.06	17,208.50	481.56 LT

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Merrill Lynch

EAST HILL FOUNDATION

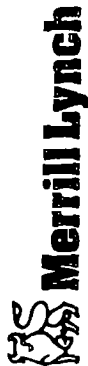


REALIZED CAPITAL GAIN AND LOSS SUMMARY

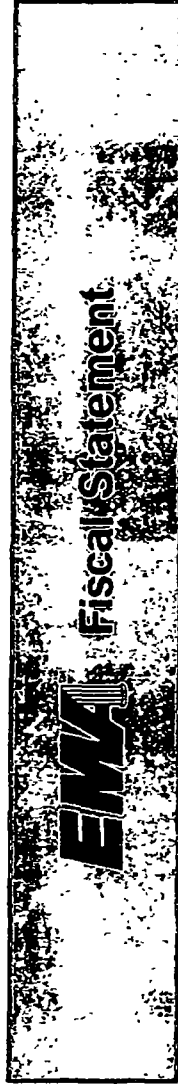
Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
328.0000	MEADWESTVACO CORP	01/11/10	02/06/12	9,869.30	9,368.93	500.37 LT
653.0000	MEADWESTVACO CORP	01/11/10	02/07/12	19,540.19	18,652.16	888.03 LT
479.0000	MEADWESTVACO CORP	01/11/10	02/08/12	14,303.53	13,882.06	621.47 LT
934.0000	AGILENT TECHNOLOGIES INC	04/12/10	03/05/12	40,066.29	31,953.92	8,112.37 LT
110.0000	AUTOZONE INC NEVADA COM	10/10/11	03/26/12	41,498.96	36,319.27	5,179.69 ST
322.0000	BHP BILLITON LTD ADR	07/25/08	03/14/12	23,736.57	22,750.02	986.55 LT
21.0000	BHP BILLITON LTD ADR	07/28/08	03/14/12	1,548.04	1,532.89	15.15 LT
173.0000	KIMBERLY CLARK	11/02/09	03/14/12	12,566.56	10,787.19	1,779.37 LT
53.0000	LORILLARD INC	03/09/10	03/05/12	6,809.60	4,000.38	2,809.22 LT
162.0000	LORILLARD INC	03/11/10	03/05/12	20,814.27	12,236.49	8,577.78 LT
153.0000	LORILLARD INC	03/15/10	03/05/12	19,657.94	11,666.08	7,991.86 LT
1.0000	MEADWESTVACO CORP	01/11/10	02/28/12	30.55	28.56	1.99 LT
599.0000	MEDCO HEALTH SOLUTIONS I	01/09/12	02/27/12	40,196.01	36,692.82	3,503.19 ST
971.0000	MEDCO HEALTH SOLUTIONS I	01/09/12	03/12/12	66,250.53	59,480.36	6,770.17 ST
130.0000	PRAXAIR INC	07/25/08	03/15/12	14,346.03	12,245.24	2,100.79 LT
285.0000	VERIZON COMMUNICATNS COM	05/19/05	03/14/12	11,271.83	8,971.86	2,299.97 LT
200.0000	VERIZON COMMUNICATNS COM	04/20/06	03/14/12	7,910.06	5,882.14	2,027.92 LT
3,528.0000	APPLIED MATERIAL INC	12/13/10	04/09/12	41,810.10	46,982.02	(5,171.92) LT
1,795.0000	APPLIED MATERIAL INC	02/07/11	04/09/12	21,272.43	29,524.16	(8,251.73) LT
513.0000	DR PEPPER SNAPPLE GROUP	06/28/10	04/23/12	20,506.77	19,343.79	1,162.98 LT
664.0000	DR PEPPER SNAPPLE GROUP	06/28/10	04/24/12	26,802.42	25,037.58	1,764.84 LT
590.0000	DR PEPPER SNAPPLE GROUP	06/28/10	04/25/12	23,163.00	22,247.25	915.75 LT
293.0000	ALTERA CORP	11/08/10	04/30/12	10,413.71	9,881.87	531.84 LT
863.0000	ALTERA CORP	11/09/10	04/30/12	30,672.50	29,023.47	1,649.03 LT
10.0000	LORILLARD INC	03/15/10	05/21/12	1,255.16	762.49	492.67 LT
31.0000	LORILLARD INC	03/16/10	05/21/12	3,391.00	2,377.95	1,513.05 LT
66.0000	LORILLARD INC	03/17/10	05/21/12	8,284.68	5,084.07	3,200.61 LT
308.0000	LORILLARD INC	06/04/10	05/21/12	38,659.06	22,206.89	16,452.17 LT
604.0000	LIMITED BRANDS INC	03/08/10	05/07/12	30,341.74	14,203.72	16,138.02 LT
19.0000	PHILLIPS 66 SHS	06/10/08	05/08/12	561.17	812.86	(251.69) LT
275.0000	PHILLIPS 66 SHS	08/11/08	05/08/12	8,122.30	10,076.28	(1,953.98) LT
38.0000	PHILLIPS 66 SHS	08/18/08	05/08/12	1,122.36	1,357.96	(235.60) LT
379.0000	ROSS STORES INC COM	12/29/09	05/21/12	22,825.64	8,196.62	14,429.02 LT
117.0000	AETNA INC NEW	03/02/09	06/11/12	5,021.49	2,471.20	2,550.29 LT
400.0000	BED BATH & BEYOND INC	11/07/11	05/29/12	29,524.54	24,908.32	4,616.22 ST
420.0000	BED BATH & BEYOND INC	11/07/11	06/26/12	25,050.25	26,153.74	(1,103.49) ST
365.0000	BED BATH & BEYOND INC	11/28/11	06/26/12	21,769.87	21,874.74	(104.87) ST
374.0000	COACH INC	01/26/10	05/29/12	26,066.25	12,981.28	13,084.97 LT
132.0000	COACH INC	01/26/10	06/26/12	7,609.27	4,581.63	3,027.64 LT
133.0000	COACH INC	01/27/10	06/26/12	7,666.92	4,637.23	3,029.69 LT

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
290.0000	COACH INC	01/31/11	06/26/12	16,717.34	15,592.81	1,124.53 LT
290.0000	COACH INC	02/01/11	06/26/12	16,717.35	15,709.04	1,008.31 LT
1,462.0000	DIRECTV GROUP HLDNGS CLA	07/12/10	06/19/12	66,669.65	52,575.71	14,093.94 LT
765.0000	DIRECTV GROUP HLDNGS CLA	12/27/11	06/19/12	34,885.29	33,082.81	1,802.48 ST
88.0000	HUMANA INC	02/17/09	06/11/12	6,944.22	3,679.67	3,264.55 LT
761.0000	LIMITED BRANDS INC	03/08/10	06/26/12	31,236.98	17,895.75	13,341.23 LT
764.0000	LIMITED BRANDS INC	03/08/10	06/26/12	31,272.95	17,966.30	13,306.65 LT
720.0000	VERIZON COMMUNICATNS COM	04/20/06	06/26/12	31,352.77	21,175.70	10,177.07 LT
654.0000	VERIZON COMMUNICATNS COM	07/13/07	06/26/12	28,478.78	25,690.93	2,787.85 LT
129.0000	WELLPOINT INC	03/09/09	06/11/12	8,923.04	4,034.78	4,888.26 LT
58.0000	WELLPOINT INC	03/09/09	06/26/12	4,024.09	1,814.09	2,210.00 LT
115.0000	WELLPOINT INC	03/10/09	06/26/12	7,978.81	3,824.01	4,154.80 LT
23.0000	WELLPOINT INC	03/12/09	06/26/12	1,595.77	816.07	779.70 LT
199.0000	WELLPOINT INC	03/12/09	06/26/12	13,845.21	7,060.74	6,784.47 LT
91,000.0000	US TSY 2.625% JUN 30 2014	07/30/09	07/13/12	95,204.93	90,723.04	4,481.89 LT
329.0000	AMERISOURCEBERGEN CORP	06/06/11	07/09/12	12,781.29	13,310.75	(529.46) LT
282.0000	AMERISOURCEBERGEN CORP	06/06/11	07/10/12	10,977.39	11,409.21	(431.82) LT
343.0000	AMERISOURCEBERGEN CORP	06/06/11	07/11/12	13,483.82	13,877.16	(393.34) LT
341.0000	AMERISOURCEBERGEN CORP	06/06/11	07/12/12	13,337.71	13,796.25	(458.54) LT
144.0000	AMERISOURCEBERGEN CORP	06/06/11	07/13/12	5,707.02	5,825.98	(118.96) LT
351.0000	BAXTER INTERNTL INC	06/13/11	07/09/12	18,882.26	20,388.19	(1,505.93) LT
99.0000	BAXTER INTERNTL INC	06/13/11	07/10/12	5,325.67	5,750.51	(424.84) LT
119.0000	BAXTER INTERNTL INC	06/14/11	07/10/12	6,401.57	6,987.41	(585.84) LT
83.0000	BAXTER INTERNTL INC	06/15/11	07/10/12	4,464.97	4,855.19	(390.22) LT
366.0000	BAXTER INTERNTL INC	06/15/11	07/11/12	19,698.05	21,409.61	(1,711.56) LT
39.0000	BAXTER INTERNTL INC	06/15/11	07/12/12	2,098.31	2,281.35	(183.04) LT
324.0000	BAXTER INTERNTL INC	08/01/11	07/12/12	17,432.14	18,516.99	(1,084.85) ST
75.0000	BAXTER INTERNTL INC	08/01/11	07/13/12	4,080.20	4,286.34	(206.14) ST
78.0000	BAXTER INTERNTL INC	10/10/11	07/13/12	4,243.42	4,450.68	(207.26) ST
39.0000	CONOCOPHILLIPS	06/10/08	07/09/12	2,116.39	2,807.19	(690.80) LT
113.0000	CONOCOPHILLIPS	08/11/08	07/09/12	6,132.12	6,966.09	(833.97) LT
130.0000	CONOCOPHILLIPS	08/11/08	07/10/12	6,991.84	8,014.08	(1,022.24) LT
159.0000	CONOCOPHILLIPS	08/11/08	07/11/12	8,618.50	9,801.84	(1,183.34) LT
148.0000	CONOCOPHILLIPS	08/11/08	07/12/12	7,978.82	9,123.72	(1,144.90) LT
76.0000	CONOCOPHILLIPS	08/18/08	07/12/12	4,097.24	4,569.41	(472.17) LT
79.0000	ENGILITY HOLDINGS INC	07/23/12	07/25/12	1,211.87	N/A	N/C
427.0000	LIMITED BRANDS INC	03/08/10	06/27/12	17,455.03	10,041.38	7,413.65 LT
152.0000	WELLPOINT INC	03/12/09	06/27/12	10,626.25	5,393.12	5,233.13 LT
3,000.0000	BP CAP MARKETS PL 3.87% 15	03/10/09	08/24/12	3,226.56	2,966.70	259.86 LT
30,000.0000	GOLDMAN SACHS GRO 5.35% 16	02/01/06	08/01/12	32,334.29	29,691.91	2,642.38 LT

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

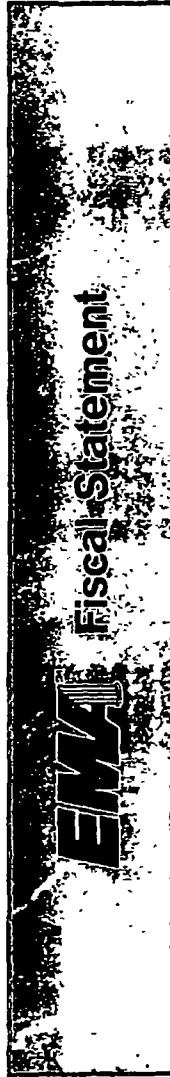
Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
142,000.0000	GOLDMAN SACHS GRO 5.35% 16	07/13/07	08/01/12	153,049.02	134,042.32	19,006.70 LT
24,000.0000	GOLDMAN SACHS GRO 5.35% 16	06/26/09	08/01/12	25,867.44	23,528.16	2,339.28 LT
33,000.0000	GOLDMAN SACHS GRO 5.35% 16	04/21/10	08/01/12	35,567.73	33,855.82	1,711.91 LT
13,000.0000	GOLDMAN SACHS GRO 5.35% 16	07/25/11	08/01/12	14,011.54	13,796.95	214.59 LT
14,000.0000	JPMORGAN CHASE & 5.12% 14	06/26/07	08/24/12	14,972.44	13,385.54	1,586.90 LT
7,000.0000	FED NAT'L MORTGAGE ASSOC	01/28/09	08/24/12	7,013.28	7,007.33	595 LT
171,0000	ABBOTT LABS	09/27/10	08/23/12	11,170.05	8,913.15	2,256.90 LT
72,0000	AGILENT TECHNOLOGIES INC	04/12/10	08/23/12	2,683.38	2,463.26	220.12 LT
124,0000	AETNA INC NEW	03/02/09	08/23/12	4,909.47	2,619.05	2,290.42 LT
35,0000	ACCENTURE PLC SHS	03/05/12	08/23/12	2,137.40	2,123.53	13.87 ST
68,0000	ACCO BRANDS CORP	01/11/10	07/30/12	577.74	646.83	(69.09) LT
400,0000	ACCO BRANDS CORP	01/12/10	07/30/12	3,398.53	3,827.01	(428.48) LT
83,0000	AT&T INC	07/25/08	08/23/12	3,041.05	2,621.07	419.98 LT
36,0000	AMER EXPRESS COMPANY	12/15/10	08/23/12	2,036.83	1,674.00	362.83 LT
102,0000	AMGEN INC COM PV \$0.0001	12/01/08	08/23/12	8,543.90	5,650.53	2,893.37 LT
33,0000	APACHE CORP	04/09/12	08/23/12	2,914.82	3,120.33	(205.51) ST
31,0000	APPLE INC	06/15/09	08/23/12	20,719.01	4,207.26	16,511.75 LT
229,0000	BRISTOL-MYERS SQUIBB CO	03/03/09	08/23/12	7,393.10	3,977.29	3,415.81 LT
189,0000	BRISTOL-MYERS SQUIBB CO	04/07/09	08/23/12	6,101.73	3,857.13	2,244.60 LT
146,0000	COMCAST CORP NEW CL A	01/03/11	08/23/12	4,961.77	3,267.64	1,694.13 LT
43,0000	CENTURYLINK INC SHS	02/07/11	08/23/12	1,792.73	1,880.04	(87.31) LT
119,0000	CHEVRON CORP	07/13/07	08/23/12	13,272.37	11,100.32	2,172.05 LT
269,0000	CF IND HLDGS INC	08/29/11	08/13/12	55,912.63	50,179.18	5,733.45 ST
185,0000	CA INC	08/30/07	08/23/12	4,794.26	4,631.40	162.86 LT
66,0000	CLIFFS NATURAL RESOURCES	02/28/11	08/23/12	2,639.28	6,356.18	(3,716.90) LT
62,0000	CHUBB CORP	03/30/09	08/23/12	4,548.84	2,558.50	1,990.34 LT
86,0000	COCA COLA COM	02/24/09	08/23/12	3,306.63	1,852.63	1,454.00 LT
34,0000	CUMMINS INC COM	03/12/12	08/23/12	3,452.96	4,010.70	(557.74) ST
34,0000	DIAGEO PLC SPSD ADR NEW	07/25/08	08/23/12	3,682.46	2,421.23	1,261.23 LT
45,0000	DU PONT E I DE NEMOURS	03/14/06	08/23/12	2,269.75	1,881.41	388.34 LT
86,0000	EXXON MOBIL CORP COM	01/12/09	08/23/12	7,502.46	6,596.07	906.39 LT
4,0000	EXXON MOBIL CORP COM	03/03/09	08/23/12	348.96	257.96	91.00 LT
89,0000	EXPEDIA INC	05/17/10	08/23/12	4,633.24	1,908.95	2,724.29 LT
85,0000	EXPRESS SCRIPTS HLDG CO	07/09/12	08/23/12	5,206.98	4,617.87	589.11 ST
132,0000	FOREST LABS INC	07/20/09	08/23/12	4,560.95	3,330.06	1,230.89 LT
102,0000	GAP INC DELAWARE	05/12/08	08/23/12	3,577.43	1,860.36	1,717.07 LT
74,0000	GAP INC DELAWARE	03/03/09	08/23/12	2,595.40	739.98	1,855.42 LT
91,0000	GENERAL ELECTRIC	10/23/06	08/23/12	1,882.75	3,234.40	(1,351.65) LT
3,0000	GOOGLE INC CL A	03/02/09	08/23/12	2,027.11	992.99	1,034.12 LT
93,0000	HARLEY DAVIDSON INC WIS	06/14/10	08/23/12	3,956.13	2,565.65	1,390.48 LT

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
28 0000	HOME DEPOT INC	04/09/10	08/23/12	1,592.60	927.60	665.00 LT
47 0000	HUMANA INC	02/17/09	08/23/12	3,257.50	1,965.28	1,292.22 LT
271 0000	INTEL CORP	09/16/09	08/23/12	6,826.85	5,324.34	1,502.51 LT
31 0000	INTL BUSINESS MACHINES	12/11/07	08/23/12	6,095.82	3,389.54	2,706.28 LT
121 0000	INTL BUSINESS MACHINES	07/25/08	08/23/12	23,793.40	15,503.72	8,289.68 LT
84 0000	INTL PAPER CO	02/16/10	08/23/12	2,882.82	1,974.78	908.04 LT
103 0000	JPMORGAN CHASE & CO	10/30/07	08/23/12	3,866.94	4,796.35	(929.41) LT
83 0000	JOHNSON AND JOHNSON COM	07/13/07	08/23/12	5,619.29	5,270.50	348.79 LT
68 0000	LOCKHEED MARTIN CORP	01/10/05	08/23/12	6,283.74	3,737.69	2,546.05 LT
55 0000	LOCKHEED MARTIN CORP	07/13/07	08/23/12	5,082.44	5,355.90	(273.46) LT
37 0000	L-3 COMMCTNS HLDGS	07/25/07	08/23/12	2,582.54	3,727.99	(1,145.45) LT
32 0000	LORILLARD INC	06/04/10	08/23/12	4,094.63	2,307.21	1,787.42 LT
341 0000	ELI LILLY & CO	06/04/10	08/23/12	14,473.08	11,088.33	3,384.75 LT
165 0000	LIMITED BRANDS INC	02/17/11	08/23/12	7,902.99	5,470.24	2,432.75 LT
109 0000	MARATHON OIL CORP	03/03/09	08/23/12	3,034.92	1,379.68	1,655.24 LT
21 0000	MARATHON OIL CORP	07/13/09	08/23/12	584.72	357.06	227.66 LT
122 0000	MERCK AND CO INC SHS	07/25/08	08/23/12	5,234.17	4,000.27	1,233.90 LT
85 0000	MCDONALDS CORP COM	07/25/08	08/23/12	7,508.74	5,045.64	2,463.10 LT
59 0000	MC GRAW HILL COMPANIES	02/14/11	08/23/12	2,923.38	2,220.28	703.10 LT
650 0000	MICROSOFT CORP	11/02/09	08/23/12	19,684.09	17,239.51	2,444.58 LT
54 0000	MICROSOFT CORP	11/09/09	08/23/12	1,635.30	1,555.46	79.84 LT
217 0000	NVIDIA	05/02/11	08/23/12	3,121.26	4,346.99	(1,225.73) LT
1,529 0000	NVIDIA	05/02/11	08/27/12	22,088.48	30,629.23	(8,560.75) LT
1,440 0000	NVIDIA	05/09/11	08/27/12	20,783.92	28,234.80	(7,450.88) LT
137 0000	NABORS INDUSTRIES LTD	11/17/09	08/23/12	2,181.68	3,057.96	(876.28) LT
479 0000	NABORS INDUSTRIES LTD	11/17/09	08/27/12	7,316.41	10,691.71	(3,375.30) LT
554 0000	NABORS INDUSTRIES LTD	12/14/09	08/27/12	8,461.99	11,576.99	(3,115.00) LT
461 0000	NABORS INDUSTRIES LTD	12/15/09	08/27/12	7,041.49	9,726.32	(2,684.83) LT
236 0000	NEWS CORP CL A	06/28/10	08/23/12	5,486.34	2,996.70	2,499.64 LT
43 0000	PPG INDUSTRIES INC SHS	05/03/10	08/23/12	4,713.98	3,054.52	1,659.46 LT
49 0000	PARKER HANNIFIN CORP	05/21/12	08/23/12	4,022.32	4,045.59	(23.27) ST
110 0000	PHILIP MORRIS INTL INC	07/25/08	08/23/12	9,824.31	5,856.03	3,968.28 LT
256 0000	PHILIP MORRIS INTL INC	10/29/08	08/23/12	22,863.88	11,048.52	11,815.36 LT
84 0000	Pfizer Inc	04/23/08	08/23/12	1,998.32	1,670.74	327.58 LT
81 0000	PROCTER & GAMBLE CO	07/25/08	08/23/12	5,398.53	5,223.64	174.89 LT
36 0000	RAYTHEON CO DELAWARE NEW	07/25/08	08/23/12	2,006.60	2,069.26	(62.66) LT
59 0000	ROSS STORES INC COM	12/29/09	08/23/12	4,097.46	1,275.99	2,821.47 LT
1 0000	ROSS STORES INC COM	12/31/09	08/23/12	69.45	21.56	47.89 LT
325 0000	SYMANTEC CORP COM	09/27/10	08/23/12	5,767.16	5,019.04	748.12 LT
182 0000	TYCO INTL LTD NAMEN-AKT	09/06/11	08/23/12	10,309.89	7,154.71	3,155.18 ST

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Merrill Lynch

EAST HILL FOUNDATION



REALIZED CAPITAL GAIN AND LOSS SUMMARY

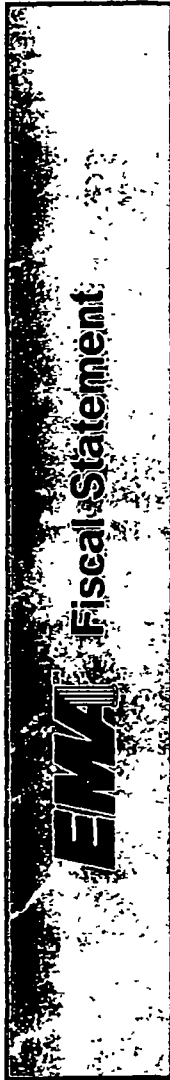
Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
31.0000	3M COMPANY	06/30/09	08/23/12	2,858.76	1,857.65	1,001.11 LT
44.0000	TRAVELERS COS INC	03/05/08	08/23/12	2,854.22	2,085.04	769.18 LT
153.0000	TIME WARNER CABLE INC	09/06/11	08/23/12	13,613.95	9,545.93	4,068.02 ST
64.0000	UNILEVER NV NY REG SHS	07/25/08	08/23/12	2,211.15	1,875.35	335.80 LT
145.0000	UNITEDHEALTH GROUP INC	07/06/09	08/23/12	7,851.58	3,482.31	4,369.27 LT
72.0000	US BANCORP (NEW)	07/13/07	08/23/12	2,362.99	2,391.84	(28.85) LT
37.0000	UNITED TECHS CORP COM	07/25/08	08/23/12	2,942.17	2,402.69	539.48 LT
12.0000	V F CORPORATION	03/05/09	08/23/12	1,778.48	577.33	1,201.15 LT
104.0000	VERIZON COMMUNICATNS COM	07/13/07	08/23/12	4,408.40	4,085.41	322.99 LT
61.0000	VODAFONE GROU PLC SP ADR	07/25/08	08/23/12	1,782.99	1,611.85	171.14 LT
349.0000	WESTERN UN CO	09/13/10	08/23/12	6,081.19	5,797.41	283.78 LT
28.0000	ACE LIMITED	10/05/11	08/23/12	2,075.87	1,707.71	368.16 ST
22.0000	WAL-MART STORES INC	07/13/07	08/23/12	1,574.28	1,076.02	498.26 LT
98.0000	WSTN DIGITAL CORP DEL	02/01/10	08/23/12	4,270.74	3,853.00	417.74 LT
87.0000	WEYERHAEUSER CO	07/25/08	08/23/12	2,144.59	4,343.44	(2,198.85) LT
93.0000	WELLS FARGO & CO NEW DEL	07/25/08	08/23/12	3,157.28	2,722.84	434.44 LT
122,000.0000	CITIGROUP FUNDING 2.25% 12	08/06/09	09/07/12	122,620.87	122,011.62	609.25 LT
22,000.0000	CITIGROUP FUNDING 2.25% 12	04/21/10	09/07/12	22,111.96	22,035.95	76.01 LT
18,000.0000	CITIGROUP FUNDING 2.25% 12	07/25/11	09/07/12	18,091.61	18,081.30	10.31 LT
8,000.0000	CITIGROUP FUNDING 2.25% 12	08/24/12	09/07/12	8,040.72	8,046.56	(5.84) ST
192,000.0000	FED NAT'L MORTGAGE ASSOC	01/28/09	09/17/12	192,000.00	192,000.00	0.00
29,000.0000	FED NAT'L MORTGAGE ASSOC	06/26/09	09/17/12	29,000.00	29,000.00	0.00
37,000.0000	FED NAT'L MORTGAGE ASSOC	04/21/10	09/17/12	37,000.00	37,000.00	0.00
37,000.0000	FED NAT'L MORTGAGE ASSOC	07/25/11	09/17/12	37,000.00	37,000.00	0.00
5,000.0000	US TSY 4.250% MAY 15 2039	06/24/09	09/19/12	6,326.54	4,859.38	1,467.16 LT
30,000.0000	US TSY 4.250% MAY 15 2039	11/17/09	09/19/12	37,959.28	29,905.20	8,054.08 LT
187.0000	ABBOTT LABS	09/27/10	08/29/12	12,294.33	9,747.13	2,547.20 LT
615.0000	AETNA INC NEW	03/02/09	09/10/12	23,744.93	12,989.67	10,755.26 LT
448.0000	CAMECO CORP COM	07/25/08	09/17/12	9,698.94	16,071.60	(6,372.66) LT
135.0000	CAMECO CORP COM	07/25/08	09/18/12	2,936.87	4,843.01	(1,906.14) LT
336.0000	CAMECO CORP COM	03/03/09	09/18/12	7,309.55	4,629.48	2,680.07 LT
6.0000	ENGILITY HOLDINGS INC	07/25/07	07/25/12	91.98	144.36	(52.38) LT
5.0000	ENGILITY HOLDINGS INC	07/25/07	07/25/12	76.60	120.30	(43.70) LT
19.0000	ENGILITY HOLDINGS INC	07/26/07	07/25/12	291.49	445.44	(153.95) LT
29.0000	ENGILITY HOLDINGS INC	07/27/07	07/25/12	444.91	686.09	(241.18) LT
7.0000	ENGILITY HOLDINGS INC	11/04/08	07/25/12	107.41	141.68	(34.27) LT
13.0000	ENGILITY HOLDINGS INC	03/03/09	07/25/12	199.48	195.16	4.32 LT
79.0000	ENGILITY HOLDINGS INC	07/23/12	07/25/12	1,211.87	N/A	N/C
37.0000	L-3 COMMUNCTNS HLDGS	07/25/07	08/23/12	2,582.54	3,727.99	(1,145.45) LT
37.0000	L-3 COMMUNCTNS HLDGS	07/25/07	08/23/12	2,582.54	3,579.61	(997.07) LT

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
597 0000	APACHE CORP	04/09/12	10/15/12	50,878.18	56,449.70	(5,571.52) ST
144.0000	APACHE CORP	04/23/12	10/15/12	12,272.12	13,081.94	(809.82) ST
187 0000	APACHE CORP	04/24/12	10/15/12	15,936.72	17,050.53	(1,113.81) ST
159 0000	APACHE CORP	04/25/12	10/15/12	13,550.48	14,740.62	(1,190.14) ST
140 0000	AUTOZONE INC NEVADA COM	10/10/11	10/15/12	52,280.70	46,224.53	6,056.17 LT
654 0000	INTEL CORP	09/16/09	10/15/12	14,248.37	12,849.14	1,399.23 LT
2,605 0000	INTEL CORP	06/14/10	10/15/12	56,753.86	54,675.82	2,078.04 LT
1,393 0000	INTEL CORP	06/28/10	10/15/12	30,348.62	28,398.12	1,950.50 LT
151.0000	LOCKHEED MARTIN CORP	07/13/07	10/15/12	13,977.19	14,704.38	(727.19) LT
112 0000	LOCKHEED MARTIN CORP	11/04/08	10/15/12	10,367.19	9,550.91	816.28 LT
68 0000	LOCKHEED MARTIN CORP	03/03/09	10/15/12	6,294.36	4,041.82	2,252.54 LT
398 0000	LOCKHEED MARTIN CORP	01/03/12	10/15/12	36,840.56	32,848.09	3,992.47 ST
412 0000	LOCKHEED MARTIN CORP	01/04/12	10/15/12	38,136.48	33,322.52	4,813.96 ST
2,000 0000	ANHEUSER-BUSCH IN 2 50% 22	07/13/12	10/31/12	2,027.22	2,012.72	14.50 ST
4,000 0000	ANHEUSER-BUSCH IN 2 50% 22	02/20/08	11/15/12	4,025.28	4,025.34	(0.06) ST
8,000 0000	AT&T INC 5.50% FEB01 18	07/13/12	10/31/12	9,693.92	7,874.80	1,819.12 LT
9,000 0000	AT&T INC 5.50% FEB01 18	02/20/08	11/15/12	10,798.20	8,859.15	1,939.05 LT
9,000 0000	BHP BILLITON FIN 1 62% 17	02/27/12	10/31/12	9,211.77	9,065.12	146.65 ST
10,000 0000	BHP BILLITON FIN 1 62% 17	02/27/12	11/15/12	10,225.50	10,071.68	153.82 ST
2,000 0000	BP CAP MARKETS PL 3 87% 15	03/10/09	10/31/12	2,146.30	1,977.80	168.50 LT
9,000 0000	BP CAP MARKETS PL 3 87% 15	03/10/09	11/15/12	9,633.42	8,900.10	733.32 LT
4,000 0000	GENERAL ELEC CO 5.00% 2013	07/13/07	10/31/12	4,042.48	3,863.04	179.44 LT
6,000 0000	GENERAL ELEC CO 5.00% 2013	07/13/07	10/31/12	6,050.82	5,794.56	256.26 LT
3,000 0000	CITIGROUP INC 4.50% 2022	11/17/11	10/31/12	3,311.34	2,871.54	439.80 ST
7,000 0000	CITIGROUP INC 4.50% 2022	11/17/11	11/15/12	7,790.65	6,700.26	1,090.39 ST
10,000 0000	CISCO SYSTEMS INC 4.45% 20	11/17/09	10/31/12	11,801.20	10,067.08	1,734.12 LT
10,000 0000	CISCO SYSTEMS INC 4.45% 20	11/17/09	11/15/12	11,732.00	10,066.75	1,665.25 LT
2,000 0000	GENL ELEC CAP COR 2 95% 16	09/15/11	10/31/12	2,112.98	2,016.29	96.69 LT
4,000 0000	GENL ELEC CAP COR 2 95% 16	09/15/11	11/15/12	4,332.56	4,032.19	300.37 LT
18,000 0000	GOLDMAN SACHS GRO 5.75% 22	08/01/12	10/31/12	20,892.78	19,761.86	1,130.92 ST
13,000 0000	GOLDMAN SACHS GRO 5.75% 22	08/01/12	11/15/12	15,229.37	14,267.79	961.58 ST
3,000 0000	JPMORGAN CHASE & 5.12% 14	06/26/07	10/31/12	3,207.93	2,868.33	339.60 LT
9,000 0000	JPMORGAN CHASE & 5.12% 14	06/26/07	11/15/12	9,604.99	8,604.99	1,000.26 LT
4,000 0000	PEPSICO INC 5.00% JUN01 18	11/21/08	10/31/12	4,784.92	3,816.28	968.64 LT
5,000 0000	PEPSICO INC 5.00% JUN01 18	11/21/08	11/15/12	5,965.00	4,770.35	1,194.65 LT
9,000 0000	VERIZON COMMUNICATIONS	07/30/09	11/15/12	11,491.47	9,722.77	1,768.70 LT
10,000 0000	WAL-MART STORES 2 87% 2015	03/31/10	11/15/12	10,539.40	10,001.82	537.58 LT
10,000 0000	FEDERAL NATL MTG ASSOC	06/26/07	11/15/12	12,092.96	9,883.03	2,209.93 LT
4,000 0000	FEDERAL HOME LN MTG CORP	06/05/08	11/15/12	4,183.23	4,026.10	157.13 LT
13,000 0000	FEDERAL NATL MTG ASSOC	09/19/12	10/31/12	13,110.05	13,116.12	(6.07) ST

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Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
14,000.0000	FEDERAL NATL MTG ASSOC	09/19/12	11/15/12	14,122.61	14,122.61	4.30 ST
3,000.0000	US TSY 1 000% OCT 31 2016	11/17/11	10/31/12	3,052.50	3,015.67	36.83 ST
13,000.0000	US TSY 1 000% OCT 31 2016	11/17/11	11/15/12	13,269.65	13,067.21	202.44 ST
7,000.0000	US TSY 2 000% FEB 15 2022	02/27/12	11/15/12	7,319.89	7,049.29	270.60 ST
3,000.0000	US TSY 3 125% FEB 15 2042	02/24/12	10/31/12	3,161.60	3,008.80	152.80 ST
13,000.0000	US TSY 3 125% FEB 15 2042	02/24/12	11/15/12	14,078.59	13,038.08	1,040.51 ST
4,000.0000	U.S. TREASURY BOND	07/13/07	10/31/12	5,563.13	3,997.66	1,565.47 LT
7,000.0000	U.S. TREASURY BOND	07/13/07	11/15/12	9,909.35	6,995.90	2,913.45 LT
11,000.0000	U.S. TRSY INFLATION BOND	02/03/09	10/31/12	16,915.72	12,061.43	4,854.29 LT
9,000.0000	U.S. TRSY INFLATION BOND	02/03/09	11/15/12	13,888.97	9,891.75	3,997.22 LT
4,000.0000	US TSY 4 250% NOV 15 2017	12/20/07	10/31/12	4,692.50	4,043.80	648.70 LT
4,000.0000	US TSY 4 250% NOV 15 2017	12/20/07	11/15/12	4,709.69	4,043.48	666.21 LT
4,000.0000	US TSY 4 250% MAY 15 2039	11/17/09	10/31/12	16,701.95	12,958.92	3,743.03 LT
10,000.0000	US TSY 4 250% MAY 15 2039	11/17/09	11/15/12	13,161.72	9,968.40	3,193.32 LT
3,000.0000	US TSY 2 625% JUN 30 2014	07/30/09	11/15/12	3,115.43	2,990.87	124.56 LT
4,000.0000	US TSY 3 500% MAY 15 2020	06/24/10	10/31/12	4,648.59	4,108.83	539.76 LT
6,000.0000	US TSY 3 500% MAY 15 2020	06/24/10	11/15/12	7,027.97	6,162.46	865.51 LT
5,000.0000	US TSY 2 625% AUG 15 2020	10/28/10	10/31/12	5,486.33	4,974.43	511.90 LT
9,000.0000	US TSY 2 625% AUG 15 2020	10/28/10	11/15/12	9,965.74	8,953.98	1,011.76 LT
7,000.0000	US TSY 1 250% SEP 30 2015	05/27/11	11/15/12	7,184.57	7,003.09	181.48 LT
3,000.0000	US TSY 2 000% APR 30 2016	09/15/11	11/15/12	3,164.88	3,032.12	132.76 LT
5,000.0000	US TSY 1 500% AUG 31 2018	09/27/10	11/15/12	5,193.75	4,999.82	193.93 LT
36.0000	ABBOTT LABS	08/15/11	10/31/12	2,357.59	1,876.45	481.14 LT
26.0000	ABBOTT LABS	09/27/10	11/14/12	1,659.02	1,355.22	303.80 LT
800.0000	ACCENTURE PLC SHS	03/05/12	10/31/12	53,953.99	48,537.84	5,416.15 ST
69.0000	AT&T INC	07/25/08	10/31/12	2,379.76	2,178.96	200.80 LT
44.0000	AT&T INC	07/25/08	11/14/12	1,491.13	1,389.48	101.65 LT
9.0000	APPLE INC	06/15/09	11/14/12	4,843.69	1,221.46	3,622.23 LT
67.0000	BANK OF NOVA SCOTIA	07/25/08	10/31/12	3,647.40	3,191.12	456.28 LT
30.0000	BHP BILLITON LTD ADR	07/28/08	10/31/12	2,127.25	2,189.84	(62.59) LT
60.0000	BRISTOL-MYERS SQUIBB CO	04/07/09	11/14/12	1,892.36	1,224.49	667.87 LT
87.0000	COMCAST CRP NEW CL A SPL	02/16/11	10/31/12	3,172.82	2,079.23	1,093.59 LT
39.0000	CANADIAN NATL RAILWAY CO	08/27/09	10/31/12	3,383.56	1,920.59	1,462.97 LT
48.0000	CONSOL ENERGY INC COM	07/25/08	10/31/12	1,711.64	3,992.13	(2,280.49) LT
44.0000	CHEVRON CORP	07/13/07	10/31/12	4,852.65	4,104.32	748.33 LT
56.0000	CONOCOPHILLIPS	08/18/08	10/31/12	3,234.49	3,366.93	(132.44) LT
65.0000	CATERPILLAR INC DEL	03/03/09	10/31/12	5,494.98	1,480.67	4,014.31 LT
29.0000	CHUBB CORP	03/30/09	10/31/12	2,250.35	1,196.72	1,053.63 LT
107.0000	COCA COLA COM	02/24/09	10/31/12	3,974.35	2,305.02	1,669.33 LT
21.0000	DIAGEO PLC SPSD ADR NEW	07/25/08	10/31/12	2,397.19	1,495.46	901.73 LT

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
96 0000	DOMINION RES INC NEW VA	07/25/08	10/31/12	5,050.45	4,180.60	869.85 LT
39 0000	DEERE CO	07/25/08	10/31/12	3,312.98	2,693.47	619.51 LT
56 0000	DOW CHEMICAL CO	06/06/11	10/31/12	1,632.92	1,963.92	(331.00) LT
35 0000	DU PONT E I DE NEMOURS	03/14/06	10/31/12	1,567.26	1,463.32	103.94 LT
22 0000	DU PONT E I DE NEMOURS	07/13/07	10/31/12	985.14	1,130.14	(145.00) LT
78 0000	E M C CORPORATION MASS	10/15/12	10/31/12	1,893.80	2,000.32	N/C
85 0000	ENBRIDGE INC COM	07/25/08	10/31/12	3,379.52	1,799.00	1,580.52 LT
100 0000	EXXON MOBIL CORP COM	03/03/09	10/31/12	9,080.61	6,448.94	2,631.67 LT
20 0000	EXXON MOBIL CORP COM	03/03/09	11/14/12	1,725.96	1,289.79	436.17 LT
30 0000	EQT CORP	07/25/08	10/31/12	1,832.66	1,581.70	250.96 LT
25 0000	EQT CORP	07/25/08	11/14/12	1,513.22	1,318.08	195.14 LT
404 0000	EXPEDIA INC	05/17/10	10/31/12	24,182.74	8,665.35	15,517.39 LT
318 0000	EXPRESS SCRIPTS HLDG CO	07/09/12	11/13/12	16,374.47	17,276.27	(901.80) ST
5 0000	EXPRESS SCRIPTS HLDG CO	07/09/12	11/14/12	251.21	271.64	(20.43) ST
350 0000	EXPRESS SCRIPTS HLDG CO	07/10/12	11/14/12	17,585.04	19,208.84	(1,623.80) ST
162 0000	EXPRESS SCRIPTS HLDG CO	07/11/12	11/14/12	8,139.37	9,027.40	(888.03) ST
41 0000	FIRSTENERGY CORP	07/25/08	10/31/12	1,889.65	3,004.60	(1,114.95) LT
49 0000	GAP INC DELAWARE	03/03/09	11/14/12	1,648.03	489.99	1,158.04 LT
32 0000	GENL DYNAMICS CORP COM	07/25/08	10/31/12	2,171.47	2,844.06	(672.59) LT
8 0000	GENL DYNAMICS CORP COM	10/06/08	10/31/12	542.87	524.80	18.07 LT
138 0000	GENERAL ELECTRIC	10/23/06	10/31/12	2,905.60	4,904.91	(1,999.31) LT
52 0000	GENERAL MILLS	03/04/10	10/31/12	2,072.15	1,877.40	194.75 LT
8 0000	GOOGLE INC CL A	03/02/09	10/31/12	5,423.32	2,647.96	2,775.36 LT
31 0000	HONEYWELL INTL INC DEL	04/06/11	10/31/12	1,892.51	1,826.25	66.26 LT
1,212 0000	HARLEY DAVIDSON INC WIS	06/14/10	10/31/12	56,511.38	33,436.17	23,075.21 LT
54 0000	HOME DEPOT INC	04/09/10	10/31/12	3,322.55	1,788.93	1,533.62 LT
94 0000	INTEL CORP	06/28/10	10/31/12	2,042.10	1,916.31	125.79 LT
57 0000	INTL BUSINESS MACHINES	07/25/08	10/31/12	11,152.94	7,303.40	3,849.54 LT
152 0000	JPMORGAN CHASE & CO	10/30/07	10/31/12	6,311.51	7,078.11	(766.60) LT
31 0000	JOHNSON AND JOHNSON COM	07/13/07	10/31/12	2,199.71	1,968.50	231.21 LT
7 0000	KIMBERLY CLARK	11/02/09	10/31/12	581.82	436.48	145.34 LT
16 0000	KIMBERLY CLARK	11/30/09	10/31/12	1,329.90	1,053.21	276.69 LT
22 0000	LORILLARD INC	06/04/10	10/31/12	2,552.38	1,586.21	966.17 LT
33 0000	LIMITED BRANDS INC	02/17/11	10/31/12	1,557.57	1,094.05	463.52 LT
65 0000	MARATHON OIL CORP	07/13/09	10/31/12	1,952.57	1,105.17	847.40 LT
82 0000	MEADWESTVACO CORP	01/11/10	10/31/12	2,426.33	2,084.93	341.40 LT
52 0000	MERCK AND CO INC SHS	07/25/08	11/14/12	2,235.43	1,705.03	530.40 LT
37 0000	MCDONALDS CORP COM	07/25/08	10/31/12	3,206.72	2,196.34	1,010.38 LT
21 0000	MCDONALDS CORP COM	07/25/08	11/14/12	1,783.49	1,246.57	536.92 LT
363 0000	MICROSOFT CORP	11/09/09	10/31/12	10,397.40	10,456.18	(58.78) LT

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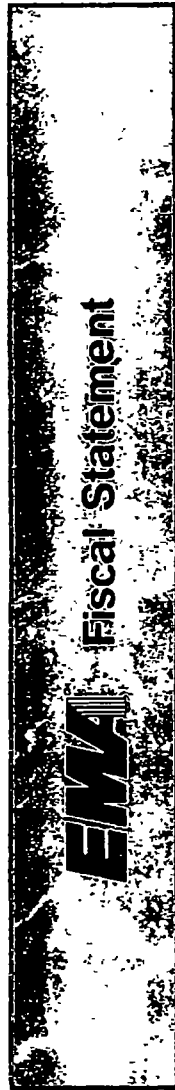
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Merrill Lynch

EAST HILL FOUNDATION



REALIZED CAPITAL GAIN AND LOSS SUMMARY

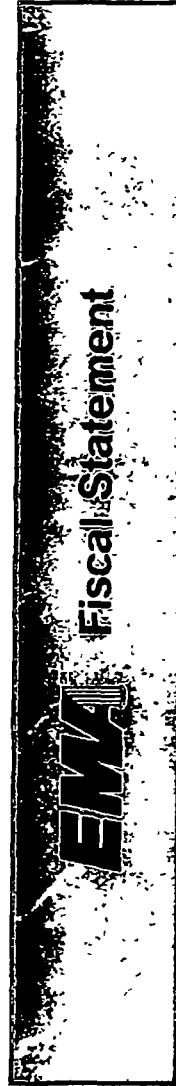
Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
109.0000	NEWS CORP CL A	06/28/10	10/31/12	2,614.20	1,384.07	1,230.13 LT
59.0000	NEXTERA ENERGY INC SHS	05/19/05	10/31/12	4,113.39	2,369.68	1,743.71 LT
69.0000	NORTHEAST UTILITIES COM	07/25/08	10/31/12	2,703.62	1,712.22	991.40 LT
44.0000	NORTHROP GRUMMAN CORP	07/17/08	10/31/12	3,012.17	2,590.06	422.11 LT
38.0000	OCCIDENTAL PETE CORP CAL	11/04/08	10/31/12	3,001.55	2,110.46	891.09 LT
106.0000	ORACLE CORP \$0.01 DEL	10/15/12	10/31/12	3,299.18	3,309.03	N/C
69.0000	ORACLE CORP \$0.01 DEL	10/15/12	11/14/12	2,043.73	2,153.99	N/C
23.0000	PPG INDUSTRIES INC SHS	05/03/10	10/31/12	2,675.76	1,633.81	1,041.95 LT
28.0000	PRUDENTIAL FINANCIAL INC	06/10/10	10/31/12	1,593.44	1,598.28	6,828.70 LT
150.0000	PHILIP MORRIS INTL INC	10/29/08	10/31/12	13,302.45	6,473.75	377.75 LT
97.0000	PFIZER INC	04/23/08	11/14/12	2,307.05	1,929.30	271.72 LT
23.0000	PRAXAIR INC	07/25/08	10/31/12	2,438.18	2,166.46	193.38 LT
38.0000	PROCTER & GAMBLE CO	07/25/08	10/31/12	2,643.98	2,450.60	405.22 LT
57.0000	PUB SVC ENTERPRISE GRP	03/06/09	10/31/12	1,834.22	1,429.00	597.41 LT
14.0000	RIO TINTO PLC SPNSRD ADR	07/25/08	10/31/12	705.58	1,302.99	(1,667.83) LT
37.0000	RIO TINTO PLC SPNSRD ADR	07/28/08	10/31/12	1,864.76	3,532.59	(74.97) LT
59.0000	RAYTHEON CO DELAWARE NEW	07/25/08	10/31/12	3,316.32	3,391.29	762.57 LT
39.0000	SEMPRA ENERGY	10/05/09	11/14/12	2,721.75	1,959.18	(556.32) LT
29.0000	SCHLUMBERGER LTD	02/19/08	10/31/12	1,969.08	2,525.38	1,052.73 LT
91.0000	SOUTHERN COMPANY	07/25/08	10/31/12	4,257.79	3,205.06	260.39 LT
91.0000	SYMANTEC CORP COM	09/27/10	10/31/12	1,665.72	1,405.33	5,777.83 LT
2,378.0000	SYMANTEC CORP COM	09/27/10	10/31/12	42,501.76	36,723.93	(2,231.44) LT
89.0000	TOTAL S.A. SP ADR	07/25/08	10/31/12	4,538.90	6,770.34	889.73 LT
32.0000	3M COMPANY	06/30/09	10/31/12	2,807.30	1,917.57	1,174.06 LT
50.0000	TRAVELERS COS INC	03/05/08	10/31/12	3,543.42	2,369.36	622.53 LT
30.0000	TRAVELERS COS INC	03/05/08	11/14/12	2,044.15	1,421.62	621.11 LT
17.0000	TIME WARNER CABLE INC	09/06/11	10/31/12	1,681.77	1,060.66	602.14 LT
80.0000	UNILEVER NV NY REG SHS	07/13/07	10/31/12	2,946.33	2,344.19	(4.76) LT
59.0000	US BANCORP (NEW)	07/25/08	10/31/12	1,955.22	2,857.26	585.68 LT
44.0000	UNITED TECHS CORP COM	03/05/09	10/31/12	3,442.92	2,857.26	2,696.88 LT
25.0000	V F CORPORATION	07/13/07	10/31/12	3,899.66	1,202.78	841.08 LT
156.0000	VERIZON COMMUNICATNS COM	07/13/07	10/31/12	6,969.19	6,128.11	107.67 LT
35.0000	VERIZON COMMUNICATNS COM	07/13/07	11/14/12	1,482.57	1,374.90	(6,751.74) LT
1,678.0000	WESTERN UN CO	09/13/10	11/13/12	21,122.36	27,874.10	(1,414.81) LT
350.0000	WESTERN UN CO	09/13/10	11/14/12	4,399.22	5,814.03	(5,489.04) LT
1,150.0000	WESTERN UN CO	09/20/10	11/14/12	14,454.61	19,943.65	(959.52) LT
183.0000	WESTERN UN CO	11/01/10	11/14/12	2,300.17	3,259.69	(4,276.48) LT
816.0000	WESTERN UN CO	11/01/10	11/15/12	10,258.52	14,535.00	(1,170.38) LT
226.0000	WESTERN UN CO	11/02/10	11/15/12	2,841.21	4,011.59	642.21 LT
25.0000	WAL-MART STORES INC	07/13/07	10/31/12	1,864.96	1,222.75	

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EAST HILL FOUNDATION



REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
62.0000	WESTN DIGITAL CORP DEL	02/01/10	10/31/12	2,111.05	2,437.61	(326.56) LT
87.0000	WEYERHAEUSER CO	07/25/08	10/31/12	2,405.07	4,343.44	(1,938.37) LT
111.0000	WELLS FARGO & CO NEW DEL	07/25/08	10/31/12	3,756.72	3,249.84	506.88 LT
9,000.0000	BHP BILLITON FIN 1.62% 17 CXL	02/27/12	10/31/12	9,211.77	9,065.12	(146.65) ST
9,000.0000	BHP BILLITON FIN 1.62% 17	02/27/12	10/31/12	9,211.77	9,065.12	146.65 ST
10,000.0000	BHP BILLITON FIN 1.62% 17 CXL	02/27/12	11/15/12	10,225.50	10,071.68	(153.82) ST
10,000.0000	BHP BILLITON FIN 1.62% 17	02/27/12	11/15/12	10,225.50	10,071.68	153.82 ST
449.0000	ADT CORP SHS	09/06/11	12/03/12	20,149.64	11,476.62	8,673.02 LT
225.0000	CF INDS HLDGS INC	08/29/11	12/03/12	47,522.43	41,971.43	5,551.00 LT
189.0000	CLIFFS NATURAL RESOURCES	02/28/11	12/03/12	5,398.30	18,201.77	(12,803.47) LT
153.0000	CLIFFS NATURAL RESOURCES	03/01/11	12/03/12	4,370.05	14,706.60	(10,336.55) LT
255.0000	CLIFFS NATURAL RESOURCES	05/16/11	12/03/12	7,283.44	22,188.77	(14,905.33) LT
249.0000	GAP INC DELAWARE	03/03/09	12/21/12	7,803.66	2,489.92	5,313.74 LT
430.0000	GAP INC DELAWARE	07/06/09	12/21/12	13,476.20	6,454.39	7,021.81 LT
320.0000	GAP INC DELAWARE	07/06/09	12/26/12	9,778.40	4,803.26	4,975.14 LT
464.0000	MC GRAW HILL COMPANIES	02/14/11	12/03/12	24,782.79	17,461.16	7,321.63 LT
530.0000	SYMANTEC CORP COM	09/27/10	12/03/12	9,917.56	8,184.90	1,732.66 LT
1,697.0000	SYMANTEC CORP COM	09/28/10	12/03/12	31,754.92	26,279.57	5,475.35 LT
215.0000	PENTAIR LTD	09/06/11	12/03/12	10,356.13	6,263.00	4,093.13 LT

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Statement Period Year Ending 12/31/12
Account No. 81C-04377

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REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date		Quantity	Sales		Orig / Adj		Realized	Comments
	Acquired	Sold		Proceeds	Total Cost	Gain/(Loss)			
ALLIANCEBERNSTEIN INC FD	01/28/11	05/18/12	105,000	\$855.76	\$815.72	\$40.04			
	01/28/11	06/21/12	0.626	5.18	4.86	0.32			
CONS DISCRET SEL SECT SPDR FD	01/28/11	11/29/12	145,000	1,247.12	1,126.48	120.64			
ENERGY SEL SECT SPDR FD	10/25/11	11/29/12	100,000	4,747.90	3,949.92	797.98			
	08/18/11	09/18/12	30,000	2,261.34	1,929.83	331.51			
	08/18/11	11/29/12	15,000	1,071.27	964.92	106.35			
ISHARES BARCLAYS 1-3 YEAR CRED	09/14/10	05/18/12	95,000	9,937.72	9,956.95	(19.23)			
	09/14/10	11/29/12	90,000	9,486.68	9,432.90	53.78			
ISHARES BARCLAYS AGG.BD FD	09/14/10	05/18/12	120,000	13,323.78	12,958.10	365.68			
	09/14/10	11/29/12	90,000	10,095.07	9,718.58	376.49			
ISHARES BARCLAYS CREDIT BD ETF	09/14/10	05/18/12	100,000	10,872.76	10,740.00	132.76			
	09/14/10	11/29/12	95,000	10,595.11	10,203.00	392.11			
ISHARES BARCLAYS TIPS BD FD	09/14/10	05/18/12	65,000	7,832.32	7,036.77	795.55			
	09/14/10	11/29/12	55,000	6,737.89	5,954.19	783.70			
ISHARES DJ US TECH INDEX FUND	10/27/10	07/17/12	50,000	3,466.42	3,076.45	389.97			
	10/27/10	08/15/12	125,000	9,297.62	7,691.11	1,606.51			

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Activity

Portfolio Management Active Assets Account
828-117509-502

EAST HILL FOUNDATION
ATTN. JOHN SIEGEL

Morgan Stanley

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ISHARES JP MORGAN EM BOND FD	10/27/10	09/07/12	50 000	3,849.91	3,076.45	773.46	
	10/27/10	09/18/12	25 000	1,954.95	1,538.22	416.73	
	09/14/10	05/18/12	115 000	12,685.64	12,571.80	113.84	
ISHARES RUSSELL 2000 INDEX FD	09/14/10	11/29/12	120 000	14,689.47	13,118.40	1,571.07	
	09/23/10	07/17/12	100 000	7,967.27	6,522.53	1,444.74	
	09/23/10	09/07/12	25 000	2,105.45	1,630.63	474.82	
ISHARES S&P 500 INDEX FD	09/23/10	09/18/12	30 000	2,569.44	1,956.76	612.68	
	09/23/10	09/20/12	745 000	63,480.40	48,592.85	14,887.55	
	10/04/10	09/20/12	350 000	29,823.01	23,414.30	6,408.71	
ISHARES RUSSELL 3000 GROWTH FD	10/19/10	09/20/12	275 000	23,432.36	19,372.46	4,059.90	
	11/11/10	09/20/12	100 000	8,520.86	7,270.89	1,249.97	
	12/03/10	07/17/12	175 000	8,991.92	8,063.79	928.13	
ISHARES S&P 400 INDEX	12/03/10	08/15/12	100 000	5,315.50	4,607.88	707.62	
	12/03/10	09/07/12	50 000	2,729.94	2,303.94	426.00	
	12/03/10	09/18/12	30 000	1,662.56	1,382.36	280.20	
ISHARES S&P 600 INDEX	12/03/10	11/29/12	50 000	2,680.43	2,303.94	376.49	
	12/03/10	12/27/12	2,770 000	146,087.35	127,638.30	18,449.05	
	11/04/11	11/29/12	25 000	1,042.22	1,134.98	(92.76)	
ISHARES S&P 100 INDEX	09/07/10	07/17/12	90 000	8,445.41	6,853.29	1,592.12	
	09/07/10	08/15/12	25 000	2,408.19	1,903.69	504.50	
	09/07/10	09/07/12	60 000	6,039.46	4,568.86	1,470.60	
ISHARES S&P 200 INDEX	09/07/10	09/18/12	10 000	1,012.57	761.48	251.09	
	09/07/10	11/29/12	65 000	6,497.25	4,949.60	1,547.65	
	09/14/10	05/18/12	520 000	19,422.81	20,789.60	(1,366.79)	
ISHARES S&P 300 INDEX	09/14/10	11/15/12	1,590 000	62,184.45	63,568.20	(1,383.75)	
	09/14/10	11/29/12	190 000	7,577.77	7,596.20	(18.43)	
	10/25/11	11/29/12	30 000	2,289.24	1,963.12	326.12	
MARKET VECTORS EMERGING MARK	09/15/11	11/29/12	25 000	671.48	655.00	16.48	
	01/25/11	05/18/12	75 000	699.73	693.50	6.23	
	01/25/11	11/29/12	150 000	1,530.56	1,387.01	143.55	
PWRSHARES EMERGING MKTS SOV DE	09/14/10	05/18/12	550 000	15,224.64	15,145.81	78.83	
	09/14/10	11/29/12	450 000	14,121.58	12,392.03	1,729.55	
	09/14/10	05/18/12	45 000	1,718.96	1,777.41	(58.45)	
SPDR BARCLAYS CAPITAL HIGH YIE	09/14/10	11/15/12	1,442 000	57,015.40	56,956.12	59.28	
	09/14/10	11/29/12	50 000	2,020.95	1,974.90	46.05	
	12/02/10	07/17/12	200 000	18,613.30	12,134.00	6,479.30	

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Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2012

Activity

Portfolio Management Active Assets Account
828-117509-502
EAST HILL FOUNDATION
ATTN: JOHN SIEGEL

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
SPDR S&P PHARMACEUTICAL	12/02/10	09/07/12	50,000	4,575.39	3,033.50	1,541.89	
	12/02/10	09/18/12	25,000	2,364.19	1,516.75	847.44	
	12/02/10	11/29/12	10,000	889.18	606.70	282.48	
	12/02/10	07/17/12	225,000	13,559.32	10,095.75	3,463.57	
VANGUARD REIT ETF	12/02/10	09/07/12	50,000	3,045.93	2,243.50	802.43	
	09/07/10	07/17/12	325,000	21,886.37	16,982.37	4,904.00	
	09/07/10	09/07/12	50,000	3,389.92	2,612.67	777.25	
	09/07/10	10/02/12	425,000	27,521.23	22,207.72	5,313.51	
WISDOM TREE DIV TOP 100	09/07/10	11/29/12	25,000	1,593.71	1,306.34	287.37	
	08/12/11	08/15/12	75,000	4,199.15	3,488.91	710.24	
	08/12/11	10/02/12	2,750,000	154,932.90	127,926.70	27,006.20	
				\$146,087.35	\$127,638.30	\$18,449.05	
Long-Term This Period				\$906,873.66	\$790,150.99	\$116,722.67	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CONS DISCRET SEL SECT SPDR FD	10/25/11	07/17/12	400,000	17,476.52	15,799.68	1,676.84	
	10/25/11	08/15/12	50,000	2,242.94	1,974.96	267.98	
	10/25/11	09/07/12	100,000	4,676.34	3,949.92	726.42	
	10/25/11	09/18/12	30,000	1,419.56	1,184.98	234.58	
ENERGY SEL SECT SPDR FD	08/18/11	08/15/12	100,000	7,198.93	6,432.77	766.16	
	07/05/12	08/15/12	175,000	6,406.78	6,264.04	142.74	
	07/05/12	09/18/12	35,000	1,312.82	1,252.81	60.01	
	07/05/12	11/29/12	115,000	4,276.18	4,116.37	159.81	
ISHARES BARCLAYS MBS BOND FUND	09/16/11	05/18/12	10,000	1,084.87	1,084.63	0.24	
	11/27/12	11/29/12	35,000	1,923.90	1,897.95	25.95	
	12/20/11	09/18/12	50,000	2,097.45	1,878.01	219.44	
	11/04/11	09/18/12	35,000	1,546.61	1,588.97	(42.36)	
ISHARES SP SMALLCAP 600 INDEX	10/25/11	07/17/12	125,000	9,174.20	8,179.69	994.51	
	10/25/11	09/07/12	75,000	5,867.11	4,907.81	959.30	
	10/25/11	09/18/12	30,000	2,381.64	1,963.12	418.52	
	12/20/11	07/05/12	5,265,000	104,670.06	139,789.44	(35,119.38)	
MARKET VECTORS JR GOLD MINES	03/01/12	09/18/12	70,000	2,628.44	2,617.83	10.61	
	03/01/12	11/29/12	50,000	1,835.45	1,869.88	(34.43)	

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Morgan Stanley

Activity

Portfolio Management Active Assets Account
828-117509-502
EAST HILL FOUNDATION
ATTN: JOHN SIEGEL

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
POWERSHARES QQQ TR	05/22/12	09/18/12	100 000	7,020.29	6,278.71	741.58	
	05/22/12	11/29/12	35 000	2,306.79	2,197.55	109.24	
PROSHARES SHORT RUSSELL2000	08/08/12	10/17/12	5,860 000	145,267.90	154,486.59	(9,218.69)	
PROSHARES SHORT S&P500	08/08/12	10/17/12	4,365 000	146,366.08	153,953.55	(7,587.47)	
SPDR S&P HOMEBUILDERS	12/07/11	07/17/12	700 000	14,877.81	12,015.71	2,862.10	
	12/07/11	08/15/12	250 000	5,585.12	4,291.33	1,293.79	
	12/07/11	09/07/12	450 000	10,999.78	7,724.39	3,275.39	
	12/07/11	09/18/12	250 000	6,299.85	4,291.33	2,008.52	
	12/07/11	11/29/12	315 000	8,253.72	5,407.07	2,846.65	
SPDR S&P REGIONAL BANKING ETF	01/19/12	07/17/12	400 000	11,141.39	10,443.92	697.47	
	01/19/12	08/15/12	175 000	4,807.93	4,569.22	238.71	
	01/19/12	09/07/12	200 000	5,784.37	5,221.96	562.41	
	01/19/12	09/18/12	125 000	3,688.79	3,263.73	425.06	
	01/19/12	11/29/12	25 000	693.73	652.75	40.98	
THE FINANCIAL SEL SECT SPDR FD	05/01/12	07/17/12	405 000	5,951.13	6,347.16	(396.03)	
	05/01/12	08/15/12	250 000	3,748.54	3,918.00	(169.46)	
	05/01/12	09/07/12	300 000	4,704.58	4,701.60	2.98	
	05/01/12	09/18/12	275 000	4,414.20	4,309.80	104.40	
	05/01/12	11/29/12	160 000	2,528.26	2,507.52	20.74	
WISDOM TREE DIV TOP 100	08/12/11	07/17/12	225 000	12,181.22	10,466.73	1,714.49	
WISDOMTREE MGD FUTURES STRAT	10/19/11	06/15/12	980 000	40,326.09	45,602.83	(5,276.74)	
Short-Term This Period				\$0.00	\$0.00	\$0.00	
Short-Term Year to Date				\$625,167.37	\$659,404.31	\$(34,236.94)	
Net Realized Gain/(Loss) This Period				\$146,087.35	\$127,638.30	\$18,449.05	
Net Realized Gain/(Loss) Year to Date				\$1,532,041.03	\$1,449,555.30	\$82,485.73	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

East Hill Foundation
TIN: 16-1441497
Attachment to Form 990PF

Part VII-B, line 5c - Expenditure Responsibility Grants

Expenditure Responsibility Statement Required by Treasury Regulation Section 53.4945-5(d)(2)

During the 2012 tax year East Hill Foundation maintained expenditure responsibility over the following grant:

Name and address of grantee: North Tonawanda Police Benevolent Association
216 Payne Avenue
North Tonawanda, NY 14120

Date and amount of grant: November 1, 2012
\$10,200

Purpose of grant: To purchase winter coats and other winter apparel for underprivileged children in the City of North Tonawanda, New York.

Total amount of grant expended: \$10,200.00
The entire \$10,200 amount of grant funding was used for the purpose stated in the grant contract by 12/31/12.

Date of reports from grantee: June 2013

Date of grantor's verification of grantee's report: Grantor board members personally participated in the distribution of the winter clothing and apparel to the underprivileged children.

East Hill Foundation
TIN: 16-1441497
Attachment to Form 990PF

Part VII-B, line 5c - Expenditure Responsibility Grants

Expenditure Responsibility Statement Required by Treasury Regulation Section 53.4945-5(d)(2)

During the 2012 tax year East Hill Foundation maintained expenditure responsibility over the following grant:

Name and address of grantee: Town of Alden Recreation Department
3311 Wende Road
Alden, New York 14004

Date and amount of grant: June 22, 2012
\$10,000

Purpose of grant: To purchase and install projector system for community center.

Total amount of grant expended: \$10,000.00
The entire \$10,000 amount of grant funding was used for the purpose stated in the grant contract by 12/31/12.

Date of reports from grantee: October 2012

Date of grantor's verification of grantee's report: Grantor board members visited community center in October 2012.

East Hill Foundation
TIN: 16-1441497
Attachment to Form 990PF

Part VII-B, line 5c - Expenditure Responsibility Grants

Expenditure Responsibility Statement Required by Treasury Regulation Section 53.4945-5(d)(2)

During the 2012 tax year East Hill Foundation maintained expenditure responsibility over the following grant:

Name and address of grantee: Town of Clarence
One Town Place
Clarence, New York 14031

Date and amount of grant: June 29, 2012
\$2,500

Purpose of grant: Maintenance of Historical Museum.

Total amount of grant expended: \$2,500.00
The entire \$2,500 amount of grant funding was used for the purpose stated in the grant contract by 12/31/12.

Date of reports from grantee: July 2012

Date of grantor's verification of grantee's report: Grantor board members visited Historical Museum in July 2012.

East Hill Foundation
TIN: 16-1441497
Attachment to Form 990PF

Part VII-B, line 5c - Expenditure Responsibility Grants

Expenditure Responsibility Statement Required by Treasury Regulation Section 53.4945-5(d)(2)

During the 2012 tax year East Hill Foundation maintained expenditure responsibility over the following grant:

Name and address of grantee: Town of Swanze
620 Old Homestead Highway
Swanzy, New Hampshire 03446

Date and amount of grant: July 18, 2012
\$45,000

Purpose of grant: Construction costs for the replacement of community picnic shelter.

Total amount of grant expended: \$45,000.00
The entire \$45,000 amount of grant funding was used for the purpose stated in the grant contract by 12/31/12.

Date of reports from grantee: October 2012

Date of grantor's verification of grantee's report: Grantor board members visited community picnic shelter in October 2012.

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

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

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

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

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
EAST HILL FOUNDATION	16-1441497
File by the due date for filing your return. See instructions Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
P.O. BOX 547	
City, town or post office, state, and ZIP code. For a foreign address, see instructions	
NORTH TONAWANDA, NY 14120	

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

0 4

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

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

Ken Dulian

- The books are in the care of ☒ P.O. BOX 547 - NORTH TONAWANDA, NY 14120

Telephone No ☒ 716-204-0204

FAX No ☒ 716-204-0208

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until November 15, 2013

5 For calendar year 2012, or other tax year beginning _____, and ending _____

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

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	25,801.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	25,801.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature Ken Dulian Title CRA As agent

Date 7/30/13

Form 8868 (Rev. 1-2013)