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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation SAMARA FUND INC		A Employer identification number 20-2742189	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 789		B Telephone number (see instructions) (828) 682-0505	
City or town, state, and ZIP code BURNSVILLE, NC 28714		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,686,807		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	565,820			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	34	34		
	4 Dividends and interest from securities.	64,191	64,191		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	90,534			
	b Gross sales price for all assets on line 6a <u>1,442,807</u>				
	7 Capital gain net income (from Part IV , line 2)		2,093		
	8 Net short-term capital gain				
	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) (attach schedule)				
	11 Other income (attach schedule)	693			
	12 Total. Add lines 1 through 11	721,272	66,318		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,270	1,135		1,135
	c Other professional fees (attach schedule)	16,823	1,682		15,141
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	22	22		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	19,115	2,839		16,276
	25 Contributions, gifts, grants paid	125,000			125,000
	26 Total expenses and disbursements. Add lines 24 and 25	144,115	2,839		141,276
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	577,157			
	b Net investment income (if negative, enter -0-)		63,479		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	186,457	297,323	297,323
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	837,231	1,011,593	1,118,115
	c	Investments—corporate bonds (attach schedule).	904,724	1,223,633	1,271,369
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	26,980		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,955,392	2,532,549	2,686,807
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,955,392	2,532,549	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,955,392	2,532,549	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,955,392	2,532,549	

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	1,955,392
2	Enter amount from Part I, line 27a	2	577,157
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,532,549
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,532,549

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	2,093
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

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 page 18 of 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	112,400	1,805,783	0 062244
2010	81,844	1,395,468	0 058650
2009	68,319	1,129,518	0 060485
2008	80,945	1,292,006	0 062651
2007	64,550	1,304,472	0 049484
2 Total of line 1, column (d).			2 0 293514
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 058703
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4 2,330,990
5 Multiply line 4 by line 3.			5 136,836
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 635
7 Add lines 5 and 6.			7 137,471
8 Enter qualifying distributions from Part XII, line 4.			8 141,276

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	635
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	635
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	635
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	635	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	635
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	14
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	14
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) NC _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶DIANE H KENT Telephone no ▶(828) 682-0505 Located at ▶PO BOX 681 BURNSVILLE NC ZIP +4 ▶28714			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

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

☐ Yes ☒ No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

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

☐ Yes ☐ No

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

6a

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

☐ Yes ☒ No

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

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

☐ Yes ☒ No

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

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Part VIII

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

Part IX-A

Expenses

2

3

4

Part IX-B

Amount

1 N/A

2

All other program-related investments See page 24 of the instructions

3

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,111,177
b	Average of monthly cash balances.	1b	241,890
c	Fair market value of all other assets (see instructions).	1c	13,420
d	Total (add lines 1a, b, and c).	1d	2,366,487
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,366,487
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	35,497
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,330,990
6	Minimum investment return. Enter 5% of line 5.	6	116,550

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	116,550
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	635
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	635
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	115,915
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	115,915
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	115,915

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	141,276
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	141,276
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	635
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	140,641
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				115,915
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.	10,474			
b From 2008.	16,997			
c From 2009.	12,449			
d From 2010.	12,865			
e From 2011.	23,325			
f Total of lines 3a through e.	76,110			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 141,276				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				115,915
e Remaining amount distributed out of corpus	25,361			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	101,471			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	10,474			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	90,997			
10 Analysis of line 9				
a Excess from 2008. . . .	16,997			
b Excess from 2009. . . .	12,449			
c Excess from 2010. . . .	12,865			
d Excess from 2011. . . .	23,325			
e Excess from 2012. . . .	25,361			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

The form in which applications should be submitted and information and materials they should include

c

Any submission deadlines

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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 Additional Data Table				
Total			3a	125,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments			14	34	
4	Dividends and interest from securities.			14	64,191	
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			14	2,093	88,441
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory.					
11	Other revenue a POWERSHARES DB COMMODITY IND _____			14	693	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e).				67,011	88,441
13	Total. Add line 12, columns (b), (d), and (e).				13 67,011	155,452

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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






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 or fiduciary) is based on all information of which preparer has any knowledge.

*****	2013-08-12	*****
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	CARL P WILLIFORD JR	CARL P WILLIFORD JR	2013-08-12		
	Firm's name <input type="checkbox"/>	WILLIFORD HIGH AND CO CPAS PA 3408 WILSHIRE BLVD STE 300		Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/>	WILMINGTON, NC 284034101		Phone no (910) 452-4040	

Form 990PF Part VIII Line 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
DIANE H KENT 	PRESIDENT 0 50	0	0	0
PO BOX 681 BURNSVILLE,NC 28714				
EDWARD J EASTON 	VP 0 50	0	0	0
1090 MARINER DRIVE KEY BISCAYNE,FL 33149				
NANCY EASTON 	SECRETARY 0 50	0	0	0
123 WEST 80TH STREET 3R NEW YORK,NY 10024				
WILLIAM MCGANN EASTON 	TREASURER 0 50	0	0	0
1393 BEACH AVENUE ATLANTIC BEACH,FL 32233				
ELIZABETH EASTON 	DIRECTOR 0 50	0	0	0
580 WEST 49TH STREET MIAMI BEACH,FL 33140				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BAPTIST HEALTH SYS FND (WOLFSON) BAPTIST HEALTH SYS FND (WOLFSON) 3563 PHILLIPS HWY F 608 3563 PHILLIPS HWY F 608 JACKSONVILLE,FL 32207			GENERAL CHARITABLE PURPOSES	2,000
BAPTIST HEALTH SYS FND (WOM BD BAPTIST HEALTH SYS FND (WOM BD 3563 PHILLIPS HWY F 608 3563 PHILLIPS HWY F 608 JACKSONVILLE,FL 32207			GENERAL CHARITABLE PURPOSES	3,000
BEAM BEAM 850 8TH AVE S STE 409 850 8TH AVE S STE 409 JACKSONVILLE,FL 322504256			GENERAL CHARITABLE PURPOSES	1,000
CAPE ELEUTHERA ISLAND SCHOOL CAPE ELEUTHERA ISLAND SCHOOL PO BOX 5910 PO BOX 5910 PRINCETON,NJ 08543			GENERAL CHARITABLE PURPOSES	3,000
CLEAN WATER FOR NC CLEAN WATER FOR NC 112 NORTH PERSON STREET 112 NORTH PERSON STREET RALEIGH,NC 27601			GENERAL CHARITABLE PURPOSES	2,000
DESIGNS FROM THE HEART DESIGNS FROM THE HEART 12 TALLWOOD ROAD 12 TALLWOOD ROAD JACKSONVILLE BEACH,FL 32250			GENERAL CHARITABLE PURPOSES	9,500
DN-E-0 DANCE NOW MIAMI DN-E-O DANCE NOW MIAMI PO BOX 416525 PO BOX 416525 MIAMI BEACH,FL 33141			GENERAL CHARITABLE PURPOSES	4,000
ELIMU FOUNDATION ELIMU FOUNDATION 7719 RIVER OTTER WAY 7719 RIVER OTTER WAY ELK GROVE,CA 95758			GENERAL CHARITABLE PURPOSES	2,000
EPISCOPAL HIGH SCHOOL EPISCOPAL HIGH SCHOOL 4455 ATLANTIC BLVD 4455 ATLANTIC BLVD JACKSONVILLE,FL 32207			GENERAL CHARITABLE PURPOSES	3,500
EXCEPTIONAL EDUC OUTREAC EXPECTIONAL EDUC OUTREACH 650 NE 67TH ST 650 NE 67TH ST MIAMI,FL 33138			GENERAL CHARITABLE PURPOSES	9,000
FL STATE COLLEGE AT JACKSONVILLE FL STATE COLLEGE AT JACKSONVILLE 501 STATE ST W 501 STATE ST W JACKSONVILLE,FL 32202			GENERAL CHARITABLE PURPOSES	1,000
GULLIVER SCHOOLS INC GULLIVER SCHOOLS INC 200 S BISCAYNE BLVD 4000 200 S BISCAYNE BLVD 4000 MIAMI,FL 33131			GENERAL CHARITABLE PURPOSES	10,000
JUGGERKNOT THEATRE CORPOR JUGGERKNOT THEATRE CORPORATION 104 SANTANDER AVENUE 104 SANTANDER AVE CORAL GABLES,FL 33134			GENERAL CHARITABLE PURPOSES	5,000
KEY BISCAYNE BASEBALL ACADEMY KEY BISCAYNE BASEBALL ACADEMY 341 ISLAND DRIVE 341 ISLAND DRIVE KEY BISCAYNE,FL 33149			GENERAL CHARITABLE PURPISSES	2,500
LITTLE HAVANA ACTIVITIES AND NUTR LITTLE HAVANA ACTIVITIES AND NUTR 700 SW 8TH ST 700 SW 8TH ST MIAMI,FL 33130			GENERAL CHARITABLE PURPOSES	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MCKENZIE NOELLE WILSON FOUNDATION MCKENZIE NOELLE WILSON FOUNDATION 365 ROYAL TERN RD SOUTH 365 ROYAL TERN RD SOUTH PONTE VEDRA BEACH, FL 32082			GENERAL CHARITABLE PURPOSES	1,000
MIAMI LIGHT PROJECT INC MIAMI LIGHT PROJECT INC 3000 BISCAYNE BLVD STE 10 3000 BISCAYNE BLVD STE 10 MIAMI, FL 33137			GENERAL CHARITABLE PURPOSES	4,500
PENLAND SCHOOL OF CRAFTS PENLAND SCHOOL OF CRAFTS PENLAND SCHOOL ROAD PENLAND SCHOOL ROAD PENLAND, NC 28765			GENERAL CHARITABLE PURPOSES	4,000
SOUTHERN APPALACHIAN SOUTHERN APPALACHIAN 34 WALL STREET STE 502 34 WALL STREET STE 502 ASHEVILLE, NC 28801			GENERAL CHARITABLE PURPOSES	13,000
SOUTHERN RECONCILIATION SOUTHERN RECONCILATION PO BOX 1147 PO BOX 1147 BURNSVILLE, NC 28714			GENERAL CHARITABLE PURPOSES	6,000
ST PAUL'S CATHOLIC SCHOOL ST PAULS CATHOLIC SCHOOL 2609 PARK STREET 2609 PARK ST JACKSONVILLE, FL 32204			GENERAL CHARITABLE PURPOSES	1,000
THE I CARE I CURE FND THE I CARE I CURE FND 100 W CYPRESS CREEK RD ST 100 W CYPRESS CREEK RD FT LAUDERDALE, FL 33309			GENERAL CHARITABLE PURPOSES	1,500
UNIVERSITY OF MIAMI UNIVERSITY OF MIAMI P O BOX 248106 P O BOX 248106 CORAL GABLES, FL 331241422			GENERAL CHARITABLE PURPOSES	4,000
WELLNESS IN THE SCHOOLS WELLNESS IN SCHOOLS 123 W 80TH STREET STE 3R 123 W 80TH STREET STE 3R NEW YORK, NY 10024			GENERAL CHARITABLE PURPOSES	25,000
PU'UHONUA SOCIETY PU'UHONUA SOCIETY P O BOX 3080 P O BOX 3080 HONOLULU, HI 968023080			GENERAL CHARITABLE PURPOSES	6,500
Total			▶ 3a	125,000

TY 2012 Accounting Fees Schedule

Name: SAMARA FUND INC

EIN: 20-2742189

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX RETURN PREPARATION	2,270	1,135		1,135

TY 2012 Compensation Explanation**Name:** SAMARA FUND INC**EIN:** 20-2742189

Person Name	Explanation
DIANE H KENT	
EDWARD J EASTON	
NANCY EASTON	
WILLIAM MCGANN EASTON	
ELIZABETH EASTON	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: SAMARA FUND INC
EIN: 20-2742189

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ADVISORS INNER CIRCLE	2011-12	PURCHASE	2012-07		3,756	3,360			396	
BLACKROCK GLOBAL ALLOCATION	2006-07	PURCHASE	2012-06		377	413			-36	
BLACKROCK GLOBAL ALLOCATION	2011-12	PURCHASE	2012-06		470	450			20	
BLACKROCK GLOBAL ALLOCATION	2006-07	PURCHASE	2012-06		525	504			21	
DODGE & COX INCOME FUND	2012-06	PURCHASE	2012-07		1,213	1,209			4	
DODGE & COX INCOME FUND	2012-03	PURCHASE	2012-07		1,300	1,293			7	
DODGE & COX INCOME FUND	2011-09	PURCHASE	2012-07		1,306	1,266			40	
DODGE & COX INCOME FUND	2011-12	PURCHASE	2012-07		1,375	1,336			39	
DODGE & COX STOCK FUND	2012-03	PURCHASE	2012-08		287	283			4	
DODGE & COX STOCK FUND	2012-06	PURCHASE	2012-08		373	339			34	
DODGE & COX STOCK FUND	2011-12	PURCHASE	2012-08		288	246			42	
DODGE & COX STOCK FUND	2011-09	PURCHASE	2012-08		264	216			48	
GROWTH FD AMER INC	2011-12	PURCHASE	2012-02		644	570			74	
ISHARES TRUST S&P 500 GROWTH	2012-06	PURCHASE	2012-06		71,901	71,227			674	
LORD ABBETT BD DEB FD INC	2012-03	PURCHASE	2012-07		329	333			-4	
LORD ABBETT BD DEB FD INC	2011-08	PURCHASE	2012-07		311	315			-4	
LORD ABBETT BD DEB FD INC	2011-07	PURCHASE	2012-07		317	321			-4	
LORD ABBETT BD DEB FD INC	2012-04	PURCHASE	2012-07		339	342			-3	
LORD ABBETT BD DEB FD INC	2012-05	PURCHASE	2012-07		316	319			-3	
LORD ABBETT BD DEB FD INC	2012-02	PURCHASE	2012-07		324	324				
LORD ABBETT BD DEB FD INC	2012-07	PURCHASE	2012-07		348	347			1	
LORD ABBETT BD DEB FD INC	2012-06	PURCHASE	2012-07		338	333			5	
LORD ABBETT BD DEB FD INC	2011-11	PURCHASE	2012-07		331	324			7	
LORD ABBETT BD DEB FD INC	2012-01	PURCHASE	2012-07		340	330			10	
LORD ABBETT BD DEB FD INC	2011-09	PURCHASE	2012-07		333	323			10	
LORD ABBETT BD DEB FD INC	2011-12	PURCHASE	2012-07		354	339			15	
LORD ABBETT BD DEB FD INC	2011-10	PURCHASE	2012-07		356	331			25	
LORD ABBETT SECS TR	2012-07	PURCHASE	2012-09		64,913	60,000			4,913	
PRUDENTIAL JENNISON NATURAL	2012-06	PURCHASE	2012-09		56,632	50,000			6,632	
ROYCE FUND PREMIER SERIES	2011-12	PURCHASE	2012-06		87	86			1	
ROYCE FUND PREMIER SERIES	2011-12	PURCHASE	2012-06		2,608	2,545			63	
SELECT SECTOR SPDR TRUST	2012-06	PURCHASE	2012-09		74,750	64,146			10,604	
THORNBURG INTL VALUE FUND	2011-06	PURCHASE	2012-06		333	392			-59	
THORNBURG INTL VALUE FUND	2012-03	PURCHASE	2012-06		145	162			-17	
THORNBURG INTL VALUE FUND	2011-12	PURCHASE	2012-06		91	91				
THORNBURG INTL VALUE FUND	2011-09	PURCHASE	2012-06		230	221			9	
ADVISORS INNER CIRCLE	2010-01	PURCHASE	2012-07		12,839	10,000			2,839	
ADVISORS INNER CIRCLE	2010-02	PURCHASE	2012-07		13,304	10,000			3,304	
ADVISORS INNER CIRCLE	2009-10	PURCHASE	2012-07		13,654	10,000			3,654	
BLACKROCK GLOBAL ALLOCATION	2010-08	PURCHASE	2012-06		41,897	40,000			1,897	
DODGE & COX INCOME FUND	2011-06	PURCHASE	2012-07		1,276	1,254			22	
DODGE & COX INCOME FUND	2010-09	PURCHASE	2012-07		1,465	1,435			30	
DODGE & COX INCOME FUND	2010-06	PURCHASE	2012-07		981	946			35	
DODGE & COX INCOME FUND	2011-03	PURCHASE	2012-07		1,323	1,287			36	
DODGE & COX INCOME FUND	2010-03	PURCHASE	2012-07		975	935			40	
DODGE & COX INCOME FUND	2009-12	PURCHASE	2012-07		952	906			46	
DODGE & COX INCOME FUND	2010-12	PURCHASE	2012-07		1,549	1,498			51	
DODGE & COX INCOME FUND	2010-08	PURCHASE	2012-07		40,686	40,000			686	
DODGE & COX INCOME FUND	2009-12	PURCHASE	2012-07		25,951	25,000			951	
DODGE & COX INCOME FUND	2009-10	PURCHASE	2012-07		52,786	50,000			2,786	
DODGE & COX STOCK FUND	2011-03	PURCHASE	2012-08		222	214			8	
DODGE & COX STOCK FUND	2009-12	PURCHASE	2012-08		48	39			9	
DODGE & COX STOCK FUND	2010-12	PURCHASE	2012-08		151	139			12	
DODGE & COX STOCK FUND	2011-06	PURCHASE	2012-08		287	269			18	
DODGE & COX STOCK FUND	2010-03	PURCHASE	2012-08		207	180			27	
DODGE & COX STOCK FUND	2010-09	PURCHASE	2012-08		186	155			31	
DODGE & COX STOCK FUND	2010-06	PURCHASE	2012-08		229	180			49	
DODGE & COX STOCK FUND	2010-02	PURCHASE	2012-08		12,474	10,000			2,474	
DODGE & COX STOCK FUND	2009-10	PURCHASE	2012-08		19,562	15,000			4,562	
DODGE & COX STOCK FUND	2010-01	PURCHASE	2012-08		29,794	25,000			4,794	
DODGE & COX STOCK FUND	2009-12	PURCHASE	2012-02		204	172			32	
GROWTH FD AMER INC	2010-12	PURCHASE	2012-02		641	605			36	
GROWTH FD AMER INC	2010-02	PURCHASE	2012-02		12,231	10,000			2,231	
GROWTH FD AMER INC	2009-10	PURCHASE	2012-02		18,826	15,000			3,826	
GROWTH FD AMER INC	2010-01	PURCHASE	2012-02		29,477	25,000			4,477	
LORD ABBETT BD DEB FD INC	2011-06	PURCHASE	2012-07		312	321			-9	
LORD ABBETT BD DEB FD INC	2011-05	PURCHASE	2012-07		293	302			-9	
LORD ABBETT BD DEB FD INC	2011-03	PURCHASE	2012-07		300	306			-6	
LORD ABBETT BD DEB FD INC	2011-04	PURCHASE	2012-07		310	316			-6	
LORD ABBETT BD DEB FD INC	2011-02	PURCHASE	2012-07		291	293			-2	
LORD ABBETT BD DEB FD INC	2009-11	PURCHASE	2012-07		15	13			2	
LORD ABBETT BD DEB FD INC	2010-11	PURCHASE	2012-07		300	298			2	
LORD ABBETT BD DEB FD INC	2011-01	PURCHASE	2012-07		308	306			2	
LORD ABBETT BD DEB FD INC	2010-12	PURCHASE	2012-07		319	312			7	
LORD ABBETT BD DEB FD INC	2010-10	PURCHASE	2012-07		298	290			8	
LORD ABBETT BD DEB FD INC	2010-05	PURCHASE	2012-07		282	272			10	
LORD ABBETT BD DEB FD INC	2010-08	PURCHASE	2012-07		294	283			11	
LORD ABBETT BD DEB FD INC	2009-12	PURCHASE	2012-07		146	134			12	
LORD ABBETT BD DEB FD INC	2010-04	PURCHASE	2012-07		282	270			12	
LORD ABBETT BD DEB FD INC	2010-09	PURCHASE	2012-07		302	289			13	
LORD ABBETT BD DEB FD INC	2010-01	PURCHASE	2012-07		227	213			14	
LORD ABBETT BD DEB FD INC	2010-03	PURCHASE	2012-07		286	269			17	
LORD ABBETT BD DEB FD INC	2010-02	PURCHASE	2012-07		286	267			19	
LORD ABBETT BD DEB FD INC	2010-06	PURCHASE	2012-07		301	280			21	
LORD ABBETT BD DEB FD INC	2010-07	PURCHASE	2012-07		304	281			23	
LORD ABBETT BD DEB FD INC	2009-12	PURCHASE	2012-07		26,918	25,000			1,918	
LORD ABBETT BD DEB FD INC	2009-10	DONATION	2012-07		27,560	25,000			2,560	
MERCK & CO INC	1994-12	DONATION	2012-07		132,840	130,050			2,790	
MERCK & CO INC	1994-12	DONATION	2012-07		439,990	433,500			6,490	
POWERSHARES DB COMMODITY INDEX	2009-12	PURCHASE	2012-05		25,334	27,485			-2,151	
ROYCE FUND PREMIER SERIES	2010-12	PURCHASE	2012-06		404	424			-20	
ROYCE FUND PREMIER SERIES	2010-01	PURCHASE	2012-06		17,190	15,000			2,190	
ROYCE FUND PREMIER SERIES	2009-10	PURCHASE	2012-06		12,552	10,000			2,552	
SELECT SCTOR SPDR TR SBI UTIL	2010-04	PURCHASE	2012-06		44,029	36,576			7,453	
THORNBURG INTL VALUE FUND	2010-01	PURCHASE	2012-06		24,433	25,000			-567	
THORNBURG INTL VALUE FUND	2011-03	PURCHASE	2012-06		86	103			-17	
THORNBURG INTL VALUE FUND	2010-09	PURCHASE	2012-06		167	181			-14	
THORNBURG INTL VALUE FUND	2010-12	PURCHASE	2012-06		54	63			-9	
THORNBURG INTL VALUE FUND	2010-03	PURCHASE	2012-06		105	109			-4	
THORNBURG INTL VALUE FUND	2010-06	PURCHASE	2012-06		241	236			5	
THORNBURG INTL VALUE FUND	2009-10	PURCHASE	2012-06		16,118	16,000			118	
THORNBURG INTL VALUE FUND	2010-02	PURCHASE	2012-06		10,242	10,000			242	
VANGUARD FTSE EMERGING MRKTS	2009-12	PURCHASE	2012-09		4,271	4,133			138	
VANGUARD FTSE EMERGING MRKTS	2009-10	PURCHASE	2012-09		8,542	7,848			694	
VANGUARD FTSE EMERGING MRKTS	2010-01	PURCHASE	2012-09		12,813	12,099			714	
VANGUARD FTSE EMERGING MRKTS	2010-02	PURCHASE	2012-09		8,542	7,648			894	
BLACKROCK GLOBAL ALLOCATION	2010-12	PURCHASE	2012-06		423	437			-14	
POWERSHARES PASS-THRU ST	2012-01	PURCHASE	2012-05		23				23	
POWERSHARES PASS-THRU LT	2009-12	PURCHASE	2012-05			216			-216	

TY 2012 Investments Corporate Bonds Schedule

Name: SAMARA FUND INC

EIN: 20-2742189

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED-RBC ACCOUNT	1,223,633	1,271,369

**TY 2012 Investments Corporate
Stock Schedule**

Name: SAMARA FUND INC

EIN: 20-2742189

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED-RBC ACCOUNT	1,011,593	1,118,115

TY 2012 Investments - Other Schedule

Name: SAMARA FUND INC

EIN: 20-2742189

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED-K-1 POWERSHARES DB COMM	AT COST		

TY 2012 Other Income Schedule

Name: SAMARA FUND INC

EIN: 20-2742189

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
POWERSHARES DB COMMODITY IND	693		

TY 2012 Other Professional Fees Schedule

Name: SAMARA FUND INC

EIN: 20-2742189

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RBC INVESTMENT FEES	16,823	1,682		15,141

TY 2012 Taxes Schedule

Name: SAMARA FUND INC

EIN: 20-2742189

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES-RBC	22	22		