Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
THE SALLY AND TERRY RYNNE CHARITABLE FOUNDATION

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

Room/suite

City or town, state, and ZIP code
WINNETKA, IL 60093

A Employer identification number
20-3657829

B Telephone number
(847) 869-1200

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 293,126.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,892.	6,892.		STATEMENT 1
	4 Dividends and interest from securities	8,932.	8,932.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	33,391.			
	b Gross sales price for all assets on line 6a 439,361.				
	7 Capital gain net income (from Part IV, line 2)		33,391.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	49,215.	49,215.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	2,925.	0.		0.
	b Accounting fees				
	c Other professional fees STMT 4	6,224.	6,224.		0.
	17 Interest				
	18 Taxes STMT 5	50.	50.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	9,199.	6,274.		0.
	25 Contributions, gifts, grants paid	195,000.			195,000.
	26 Total expenses and disbursements. Add lines 24 and 25	204,199.	6,274.		195,000.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-154,984.			
	b Net investment income (if negative, enter -0-)		42,941.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	10,747.	14,141.	14,141.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations STMT 7	42,474.	54,277.	54,277.
	b	Investments - corporate stock STMT 8	538,648.	163,686.	163,686.
	c	Investments - corporate bonds STMT 9	63,724.	61,022.	61,022.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	655,593.	293,126.	293,126.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	-210,707.	
	29	Retained earnings, accumulated income, endowment, or other funds	655,593.	500,609.	
	30	**Total net assets or fund balances**	655,593.	289,902.	
	31	**Total liabilities and net assets/fund balances**	655,593.	289,902.	

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	655,593.
2	Enter amount from Part I, line 27a	2	-154,984.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	500,609.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	210,707.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	289,902.

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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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	439,361.		405,970.	33,391.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				33,391.

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 33,391.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	192,235.	25,896.	7.423347
2010	186,103.	689,377.	.269958
2009	175,573.	999,180.	.175717
2008	56,200.	1,205,076.	.046636
2007	192,324.	1,568,138.	.122645

2 Total of line 1, column (d)	2	8.038303
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	1.607661
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	429,810.
5 Multiply line 4 by line 3	5	690,989.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	429.
7 Add lines 5 and 6	7	691,418.
8 Enter qualifying distributions from Part XII, line 4	8	195,000.

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	859.
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	859.
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	859.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	710.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	710.
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	149.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GREGORY M. WINTERS Telephone no ▶312-840-7000

Located at ▶330 N. WABASH, 22ND FLOOR, CHICAGO, IL ZIP+4 ▶60611

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969, (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

Part VII-B **Statements Regarding Activities for Which Form 4720 May Be Required** *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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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	417,240.
b	Average of monthly cash balances	1b	19,115.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	436,355.
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	436,355.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,545.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	429,810.
6	**Minimum investment return.** Enter 5% of line 5	6	21,491.

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	21,491.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	859.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	859.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	20,632.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	20,632.
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	20,632.

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	195,000.
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	195,000.
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	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	195,000.

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					20,632.
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	117,963.				
b From 2008					
c From 2009	174,228.				
d From 2010	152,228.				
e From 2011	191,470.				
f Total of lines 3a through e		635,889.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $	195,000.				
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					20,632.
e Remaining amount distributed out of corpus		174,368.			
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		810,257.			
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		117,963.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		692,294.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009	174,228.				
c Excess from 2010	152,228.				
d Excess from 2011	191,470.				
e Excess from 2012	174,368.				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MARQUETTE UNIVERSITY MILWAUKEE, WI	NONE	PUBLIC CHARITY	GENERAL	125,000.
NATIONAL WOMEN'S HEALTH NETWORK 1413 K STREET, NW, 4TH FLOOR WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL	70,000.
Total			▶ 3a	195,000.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

Part XVI-A Analysis of Income-Producing Activities

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) 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	6,892.	
4 Dividends and interest from securities			14	8,932.	
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	33,391.	
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.		49,215.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 49,215.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sally Rynne | 08/13/13 | Co-President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
GREGORY M. WINTERS	Greg Winters	6-27-13		P01295053

Firm's name ▶ BURKE, WARREN, MACKAY & SERRITELLA, P.C

Firm's EIN ▶ 36-3815082

Firm's address ▶ 330 N. WABASH AVE. 22ND FLOOR
CHICAGO, IL 60611-3607

Phone no (312) 840-7000

Form 990-PF (2012)

THE SALLY AND TERRY RYNNE CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV
20-3657829 PAGE 1 OF 1

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	WELLS FARGO ACCOUNT (SEE ATTACHED)	P		
b	WELLS FARGO ACCOUNT (SEE ATTACHED)	P		
c	WELLS FARGO ACCOUNT (SEE ATTACHED)	P		
d	EDWARDS JONES ACCT #10513-1-0 (SEE ATTACHED)	P		
e	EDWARDS JONES ACCT #10530-1-9 (SEE ATTACHED)	P		
f	EDWARDS JONES ACCT #10530-1-9 (SEE ATTACHED)	P		
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	16,889.		16,456.	433.
b	171,249.		146,318.	24,931.
c	18,444.		17,212.	1,232.
d	25,912.		24,257.	1,655.
e	103,654.		102,765.	889.
f	103,213.		98,962.	4,251.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				433.
b				24,931.
c				1,232.
d				1,655.
e				889.
f				4,251.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	33,391.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
EDWARD JONES - ACCT #211-10530-1-9	6,891.
WELLS FARGO - ACCT #1888-2200	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,892.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
EDWARD JONES - ACCT #211-10513-1-0	2,169.	0.	2,169.
WELL FAGO - ACCT #1888-2200	6,763.	0.	6,763.
TOTAL TO FM 990-PF, PART I, LN 4	8,932.	0.	8,932.

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	2,925.	0.		0.
TO FM 990-PF, PG 1, LN 16A	2,925.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,224.	6,224.		0.
TO FORM 990-PF, PG 1, LN 16C	6,224.	6,224.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	50.	50.		0.
TO FORM 990-PF, PG 1, LN 18	50.	50.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
ADJUSTMENT TO REFLECT FMV OF SECURITIES	210,707.
TOTAL TO FORM 990-PF, PART III, LINE 5	210,707.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US NOTES & BONDS (SEE ATTACHED)	X		54,277.	54,277.
TOTAL U.S. GOVERNMENT OBLIGATIONS			54,277.	54,277.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			54,277.	54,277.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK (SEE ATTACHED)	163,686.	163,686.
TOTAL TO FORM 990-PF, PART II, LINE 10B	163,686.	163,686.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED)	61,022.	61,022.
TOTAL TO FORM 990-PF, PART II, LINE 10C	61,022.	61,022.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TERRY RYNNE 566 LINCOLN WINNETKA, IL 60093	CO-PRESIDENT, TREASURER & 0.00	0.	0.	0.
SALLY RYNNE 566 LINCOLN WINNETKA, IL 60093	CO-PRESIDENT, SECRETARY & 0.00	0.	0.	0.
ANN CUMMINS BOGAN 72 SALEM LANE EVANSTON, IL 60203	DIRECTOR 0.00	0.	0.	0.
MICHAEL CUMMINS 2815 OLD JACKSONVILLE ROAD, #203 SPRINGFIELD, IL 62704	DIRECTOR 0.00	0.	0.	0.
MOLLY CUMMINS DALEY 7 SKYCREST IRVINE, CA 92612	DIRECTOR 0.00	0.	0.	0.
PATRICK CUMMINS 7351 COUNTY ROAD 523 BAYFIELD, CO 81122	DIRECTOR 0.00	0.	0.	0.
PETER CUMMINS 720 ROGER KENILWORTH, IL 60043	DIRECTOR 0.00	0.	0.	0.
SHANNON CUMMINS 2332 CENTRAL PARK EVANSTON, IL 60201	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Form **8868**
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)* You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
THE SALLY AND TERRY RYNNE CHARITABLE FOUNDATION

Employer identification number (EIN) or
20-3657829

Number, street, and room or suite no. If a P.O. box, see instructions.
C/O GREGORY M. WINTERS, 330 N. WABASH, 22ND FLOOR

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
CHICAGO, IL 60611

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-T (corporation)	07
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

- The books are in the care of ▶ GREGORY M. WINTERS
330 N. WABASH, 22ND FLOOR - CHICAGO, IL 60611

Telephone No. ▶ 312-840-7000 FAX No ▶ 312-840-7900

- 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ ☒ calendar year 2012 or
▶ ☐ tax year beginning ______________ , and ending ______________ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	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	3a	$ 423.
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	3b	$ 710.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev. 1-2013)

223841
01-21-13

Additional information

	THIS PERIOD	THIS YEAR
Gross proceeds	121,656 28	206,582 05
Foreign withholding	0 00	-30 48

Portfolio detail

Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A and (if amounts exceed $250,000) at one or more other Wells Fargo affiliated banks These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to $250,000 per depositor, per institution, in accordance with FDIC rules For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0 12	0 00	90 90	0 00
BANK DEPOSIT SWEEP Interest Period 12/01/12 - 12/31/12	3.63	0.01	2,783 70	0.27
Total Cash and Sweep Balances	**3.75**		**$2,874.60**	**$0.27**

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
AFLAC INC AFL									
Acquired 11/19/10 L nc		9	54.00	486 03		478 08	-7 95		
Acquired 12/30/10 L nc		7	56.18	393 33		371 84	-21 49		
Acquired 07/15/11 L		18	45.02	810 53		956.16	145.63		
Total	**2.35**	**34**		**$1,689.89**	**53.1200**	**$1,806.08**	**$116.19**	**$47.60**	**2.64**
AIR PRODUCTS & CHEMICALS INC APD									
Acquired 11/19/10 L nc		13	85 68	1,113 91		1,092 26	-21 65		
Acquired 12/30/10 L nc		3	90.95	272 85		252.06	-20 79		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 07/15/11 L		1	93.39	93.39		84.02	-9.37		
Total	**1.86**	**17**		**$1,480.15**	**84.0200**	**$1,428.34**	**-$51.81**	**$43.52**	**3.05**
ANALOG DEVICES INC ADI									
Acquired 11/19/10 L nc		27	34.83	940 63		1,135 62	194.99		
Acquired 12/30/10 L nc		2	37 94	75 88		84.12	8 24		
Acquired 07/15/11 L		11	35 69	392.65		462.66	70 01		
Total	**2.19**	**40**		**$1,409.16**	**42.0600**	**$1,682.40**	**$273.24**	**$48.00**	**2.85**
AT & T INC T									
Acquired 11/19/10 L nc		30	28.14	844 20		1,011.30	167 10		
Acquired 12/30/10 L nc		15	29 26	438 90		505.65	66 75		
Acquired 07/15/11 L		3	30 29	90.89		101.13	10 24		
Total	**2.11**	**48**		**$1,373.99**	**33.7100**	**$1,618.08**	**$244.09**	**$86.40**	**5.34**
AUTOMATIC DATA PROCESSING ADP									
Acquired 11/19/10 L nc		19	45.04	855 90		1,081.67	225 77		
Acquired 12/30/10 L nc		10	46 33	463.30		569 30	106.00		
Total	**2.15**	**29**		**$1,319.20**	**56.9300**	**$1,650.97**	**$331.77**	**$50.46**	**3.06**
BAXTER INTERNATIONAL INC BAX									
Acquired 11/29/11 L	2 43	28	49.51	1,386 36	66 6600	1,866 48	480 12	50 40	2 70
BECTON DICKINSON & CO BDX									
Acquired 11/19/10 L nc		17	77 48	1,317 20		1,329 23	12 03		
Acquired 12/30/10 L nc		1	85.20	85 20		78 19	-7.01		
Acquired 07/15/11 L		1	87 06	87 06		78 19	-8.87		
Total	**1.94**	**19**		**$1,489.46**	**78.1900**	**$1,485.61**	**-$3.85**	**$37.62**	**2.53**
CHEVRON CORPORATION CVX									
Acquired 11/19/10 L nc		16	82 93	1,326 91		1,730 24	403 33		
Acquired 12/30/10 L nc		1	91.56	91 56		108 14	16.58		
Total	**2.40**	**17**		**$1,418.47**	**108.1400**	**$1,838.38**	**$419.91**	**$61.20**	**3.33**

Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
CHUBB CORP CB									
Acquired 11/23/11 L	2 16	22	63 95	1,407 09	75.3200	1,657 04	249 95	36 08	2 17
CLOROX COMPANY CLX									
Acquired 11/19/10 L nc		13	62.66	814.66		951.86	137 20		
Acquired 12/30/10 L nc		9	63.59	572.31		658.98	86 67		
Total	**2.10**	**22**		**$1,386.97**	**73.2200**	**$1,610.84**	**$223.87**	**$56.32**	**3.50**
COLGATE-PALMOLIVE CO CL									
Acquired 11/19/10 L nc		10	78.35	783 55		1,045 40	261 85		
Acquired 12/30/10 L nc		6	80 26	481 56		627 24	145 68		
Total	**2.18**	**16**		**$1,265.11**	**104.5400**	**$1,672.64**	**$407.53**	**$39.68**	**2.37**
CONOCOPHILLIPS COP									
Acquired 11/19/10 L nc	1 59	21	47.20	991.21	57 9900	1,217.79	226 58	55 44	4 55
EATON VANCE CORP NON VTG EV									
Acquired 11/19/10 L nc		9	29 58	266 25		286 65	20 40		
Acquired 12/30/10 L nc		15	30 53	458 09		477 75	19 66		
Acquired 07/15/11 L		18	27 63	497 49		573 30	75 81		
Total	**1.74**	**42**		**$1,221.83**	**31.8500**	**$1,337.70**	**$115.87**	**$33.60**	**2.51**
EMERSON ELECTRIC CO EMR									
Acquired 11/19/10 L nc		16	54 92	878 84		847 36	-31 48		
Acquired 12/30/10 L nc		7	57 42	401 94		370 72	-31 22		
Acquired 07/15/11 L		6	54.70	328.24		317.76	-10 48		
Total	**2.00**	**29**		**$1,609.02**	**52.9600**	**$1,535.84**	**-$73.18**	**$47.56**	**3.10**
EXXON MOBIL CORP XOM									
Acquired 04/18/12 S	3.05	27	85 74	2,315.03	86.5500	2,336 85	21 82	61.56	2.63
FACTSET RESEARCH SYSTEMS INC FDS									
Acquired 11/19/10 L nc		11	88.67	975 42		968 66	-6 76		
Acquired 12/30/10 L nc		3	94 69	284.10		264.18	-19 92		

Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 07/15/11 L		2	94.60	189.22		176 12	-13 10		
Total	**1.84**	**16**		**$1,448.74**	**88.0600**	**$1,408.96**	**-$39.78**	**$0.16**	**0.01**
GENERAL MILLS INC GIS									
Acquired 11/19/10 L nc		20	35 08	701 70		808 40	106 70		
Acquired 12/30/10 L nc		16	35 50	568 00		646 72	78 72		
Acquired 07/15/11 L		2	37 39	74 80		80 84	6 04		
Total	**2.00**	**38**		**$1,344.50**	**40.4200**	**$1,535.96**	**$191.46**	**$50.16**	**3.27**
GRAINGER W W INC GWW									
Acquired 11/19/10 L nc	1.58	6	124.59	747.58	202 3700	1,214.22	466 64	19.20	1.58
ILLINOIS TOOL WORKS INC ITW									
Acquired 11/19/10 L nc	2.14	27	47 14	1,272.98	60 8100	1,641 87	368.89	41 04	2.49
INTERNATIONAL BUSINESS MACHINE CORP IBM									
Acquired 11/19/10 L nc		4	144.27	577 11		766 20	189.09		
Acquired 12/30/10 L nc		4	146.36	585 44		766.20	180 76		
Total	**2.00**	**8**		**$1,162.55**	**191.5500**	**$1,532.40**	**$369.85**	**$27.20**	**1.77**
J M SMUCKER CO SJM									
Acquired 11/19/10 L nc		16	61 66	986.69		1,379.84	393 15		
Acquired 12/30/10 L nc		4	65.62	262.48		344.96	82 48		
Total	**2.25**	**20**		**$1,249.17**	**86.2400**	**$1,724.80**	**$475.63**	**$41.60**	**2.41**
JOHNSON & JOHNSON JNJ									
Acquired 11/19/10 L nc		11	64 01	704 17		771 10	66 93		
Acquired 12/30/10 L nc		12	62 10	745 20		841 20	96 00		
Total	**2.10**	**23**		**$1,449.37**	**70.1000**	**$1,612.30**	**$162.93**	**$56.12**	**3.48**
JOHNSON CONTROLS INC JCI									
Acquired 11/19/10 L nc		39	36 55	1,425 76		1,196 13	-229 63		
Acquired 12/30/10 L nc		10	38 24	382 40		306.70	-75 70		

Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 07/15/11 L		1	40 33	40 34		30 67	-9 67		
Total	**2.00**	**50**		**$1,848.50**	**30.6700**	**$1,533.50**	**-$315.00**	**$38.00**	**2.48**
KELLOGG COMPANY K									
Acquired 02/22/12 S	2.11	29	52 15	1,512 59	55 8500	1,619 65	107 06	51 04	3 15
MCDONALDS CORP MCD									
Acquired 11/19/10 L nc		7	78 97	552 80		617 47	64 67		
Acquired 12/30/10 L nc		10	76 67	766 70		882 10	115 40		
Total	**1.95**	**17**		**$1,319.50**	**88.2100**	**$1,499.57**	**$180.07**	**$52.36**	**3.49**
MEDTRONIC INC MDT									
Acquired 12/23/11 L	2 03	38	37 71	1,433 19	41 0200	1,558 76	125.57	39 52	2 53
MICROSOFT CORP MSFT									
Acquired 04/18/12 S	2 58	74	31 14	2,304 98	26 7097	1,976 51	-328 47	68 08	3 44
NEXTERA ENERGY INC NEE									
Acquired 11/19/10 L nc		13	52.05	676 69		899.47	222 78		
Acquired 12/30/10 L nc		12	52 00	624.11		830 28	206 17		
Total	**2.25**	**25**		**$1,300.80**	**69.1900**	**$1,729.75**	**$428.95**	**$60.00**	**3.47**
NORDSTROM INC JWN									
Acquired 11/19/10 L nc		20	41 65	833 16		1,070 00	236 84		
Acquired 12/30/10 L nc		12	42 23	506 87		642.00	135 13		
Total	**2.23**	**32**		**$1,340.03**	**53.5000**	**$1,712.00**	**$371.97**	**$34.56**	**2.02**
NORFOLK SOUTHERN CORP NSC									
Acquired 11/19/10 L nc		17	61 11	1,038 97		1,051 28	12 31		
Acquired 12/30/10 L nc		7	62 66	438 62		432 88	-5 74		
Total	**1.93**	**24**		**$1,477.59**	**61.8400**	**$1,484.16**	**$6.57**	**$48.00**	**3.23**
NORTHEAST UTILITIES NU									
Acquired 11/19/10 L nc		27	31 47	849 82		1,055 16	205.34		
Acquired 12/30/10 L nc		17	32 10	545 70		664.36	118 66		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Total	**2.24**	**44**		**$1,395.52**	**39.0800**	**$1,719.52**	**$324.00**	**$60.36**	**3.51**
NOVARTIS AG SPON ADR NVS									
Acquired 11/19/10 L nc		18	56 37	1,014.80		1,139 40	124 60		
Acquired 12/30/10 L nc		6	58 74	352 44		379 80	27 36		
Acquired 07/15/11 L		2	61 22	122 45		126 60	4 15		
Total	**2.14**	**26**		**$1,489.69**	**63.3000**	**$1,645.80**	**$156.11**	**$54.75**	**3.33**
PAYCHEX INC PAYX									
Acquired 11/19/10 L nc		47	28 12	1,321 67		1,461.70	140 03		
Acquired 12/30/10 L nc		2	30 97	61 94		62 20	0.26		
Total	**1.99**	**49**		**$1,383.61**	**31.1000**	**$1,523.90**	**$140.29**	**$64.68**	**4.24**
PEPSICO INCORPORATED PEP									
Acquired 11/19/10 L nc		14	64 39	901 54		958 02	56 48		
Acquired 12/30/10 L nc		8	65 45	523 68		547.44	23.76		
Acquired 07/15/11 L		1	68.00	68.01		68 43	0 42		
Total	**2.05**	**23**		**$1,493.23**	**68.4300**	**$1,573.89**	**$80.66**	**$49.45**	**3.14**
PHILLIPS 66 PSX									
Acquired 08/03/12 S	1 31	19	39 53	751 07	53 1000	1,008 90	257 83	19 00	1 88
POLARIS INDS INC PII									
Acquired 11/19/10 L nc		20	36.31	726.20		1,683 00	956 80		
Acquired 07/15/11 L		4	57.04	228 16		336 60	108 44		
Total	**2.63**	**24**		**$954.36**	**84.1500**	**$2,019.60**	**$1,065.24**	**$35.52**	**1.76**
PRAXAIR INC PX									
Acquired 11/19/10 L nc		10	92 29	922 94		1,094.50	171 56		
Acquired 12/30/10 L nc		4	95 20	380 80		437 80	57 00		
Total	**2.00**	**14**		**$1,303.74**	**109.4500**	**$1,532.30**	**$228.56**	**$30.80**	**2.01**
PROCTER & GAMBLE CO PG									
Acquired 11/19/10 L nc		10	63 81	638 16		678.90	40 74		
Acquired 12/30/10 L nc		10	64 11	641 10		678 90	37 80		

THE SALLY AND TERRY RYNNE
CHARITABLE FOUNDATION
MANAGED DSIP

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 1888-2200

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 07/15/11 L		3	64 40	193.22		203.67	10 45		
Total	2.03	23		$1,472.48	67.8900	$1,561.47	$88.99	$51.70	3.31
SCANA CORP COM SCG									
Acquired 12/30/10 L nc		8	40.67	325 43		365 12	39 69		
Acquired 07/15/11 L		8	39 33	314 65		365 12	50 47		
Total	0.95	16		$640.08	45.6400	$730.24	$90.16	$31.68	4.34
SIGMA ALDRICH CORP SIAL									
Acquired 11/19/10 L nc		18	63.38	1,140.90		1,324 44	183 54		
Acquired 12/30/10 L nc		4	66 68	266 76		294 32	27 56		
Total	2.11	22		$1,407.66	73.5800	$1,618.76	$211.10	$17.60	1.09
SYSCO CORPORATION SYY									
Acquired 11/19/10 L nc		30	28 85	865 65		949 80	84 15		
Acquired 12/30/10 L nc		19	29.27	556.31		601 54	45 23		
Acquired 07/15/11 L		2	30 78	61 58		63 32	1 74		
Total	2.10	51		$1,483.54	31.6600	$1,614.66	$131.12	$57.12	3.54
TARGET CORP TGT									
Acquired 11/19/10 L nc		11	55 15	606 70		650.87	44 17		
Acquired 12/30/10 L nc		2	60 13	120 26		118.34	-1.92		
Acquired 07/15/11 L		14	50 50	707 06		828.38	121 32		
Total	2.08	27		$1,434.02	59.1700	$1,597.59	$163.57	$38.88	2.43
THE SOUTHERN COMPANY SO									
Acquired 07/28/11 L	1.95	35	39 82	1,393 91	42 8100	1,498 35	104 44	68 60	4 57
V F CORPORATION VFC									
Acquired 07/11/11 L		10	113 28	1,132 80		1,509 70	376 90		
Acquired 07/15/11 L		1	112 51	112.51		150 97	38.46		
Total	2.16	11		$1,245.31	150.9700	$1,660.67	$415.36	$38.28	2.31
WAL-MART STORES INC WMT									
Acquired 11/19/10 L nc		9	54.08	486 77		614 07	127 30		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 12/30/10 L nc		12	53 92	647.15		818 76	171 61		
Acquired 07/15/11 L		4	53 71	214 87		272.92	58 05		
Total	2.22	25		$1,348.79	68.2300	$1,705.75	$356.96	$39.75	2.33
WISCONSIN ENERGY CORP WEC									
Acquired 06/20/12 S	0 96	20	38 69	773.94	36.8500	737.00	-36 94	27 20	3 69
3M CO MMM									
Acquired 11/19/10 L nc		11	84 93	934.27		1,021.35	87.08		
Acquired 12/30/10 L nc		6	86.51	519 06		557.10	38 04		
Total	2.06	17		$1,453.33	92.8500	$1,578.45	$125.12	$40.12	2.54
Total Stocks and ETFs	96.25			$64,399.29		$73,856.30	$9,457.01	$2,107.97	2.85
Total Stocks, options & ETFs	96.25			$64,399.29		$73,856.30	$9,457.01	$2,107.97	2.85

nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

Activity detail

Income and distributions

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT
12/03	Cash	DIVIDEND		AFLAC INC 120312 94		32 90
12/03	Cash	DIVIDEND		CONOCOPHILLIPS 120312 57		37 62
12/03	Cash	DIVIDEND		GRAINGER W W INC 120112 14 AS OF 12/01/12		11 20
12/03	Cash	DIVIDEND		J M SMUCKER CO 120312 54		28.08
12/03	Cash	DIVIDEND		PHILLIPS 66 120312 50		12 50

Bonds

Corporate bonds	**Rating**	**Maturity value**	**Maturity date**	**Interest rate**	**Current value**	**Amt. invested since inception**	**Amt. withdrawn since inception**	**Estimated yield**
CITIGROUP INC SENIOR NOTE DTD 04/11/2008	A-/Baa2/A	$6,000.00	04/11/2013	5.500%	$6,061.80	~	~	5.44%
AMERICAN EXPRESS CREDIT CORP MEDIUM TERM NOTES DTD 08/20/2008	A-/A2/A+	5,000.00	08/20/2013	7.300%	5,214.80	~	~	6.99%
MERRILL LYNCH & CO INC NOTES DTD 07/19/2004	A-/Baa2/A	6,000.00	07/15/2014	5.450%	6,357.78	~	~	5.14%
DIRECTV HOLDINGS LLC / DIRECTV FINANCING INC SENIOR NOTE DTD 03/10/2011	BBB/Baa2/BBB-	6,000.00	03/01/2016	3.500%	6,356.46	~	~	3.30%
OMNICOM GROUP INC SR DEBT SECURITIES DTD 03/29/2006	BBB+/Baa1	5,000.00	04/15/2016	5.900%	5,699.35	~	~	5.17%
WAL-MART STORES INC NOTE DTD 04/05/2007	AA/Aa2/AA	5,000.00	04/05/2017	5.375%	5,919.15	~	~	4.54%
FORD MOTOR CREDIT COMPANY LLC DTD 08/04/2010	BB+/Baa3/BBB-	5,000.00	08/15/2017	6.625%	5,842.35	~	~	5.66%
INTERNATIONAL BUSINESS MACHINES CORP NOTE DTD 09/14/2007	AA-/Aa3/A+	5,000.00	09/14/2017	5.700%	6,038.30	~	~	4.71%
BEAR STEARNS COS INC SENIOR NOTE DTD 10/02/2007	A/A2/A+	5,000.00	10/02/2017	6.400%	6,005.00	~	~	5.32%
GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTES DTD 04/21/2008	AA+/A1	4,000.00	05/01/2018	5.625%	4,750.12	~	~	4.73%

Bonds

Corporate bonds, continued	Rating	Maturity value	Maturity date	Interest rate	Current value	Amt. invested since inception	Amt. withdrawn since inception	Estimated yield
VERIZON COMMUNICATIONS INC NOTE DTD 11/04/2008	A-/A3/A	$2,000.00	11/01/2018	8.750%	$2,776.94	~	~	6.30%
Total corporate bonds		**$54,000.00**			**$61,022.05**	~	~	

Government and agency securities	Rating	Maturity value	Maturity date	Interest rate	Current value	Amt. invested since inception	Amt. withdrawn since inception	Estimated yield
UNITED STATES TREASURY BOND DTD 11/15/1986	Aaa/AAA	$24,000.00	11/15/2016	7.500%	$30,416.16	~	~	5.91%
UNITED STATES TREASURY INFLATION PROTECTED SECURITIES DTD 01/15/2008 INFLATION RATIO = 1.10417	Aaa/AAA	5,000.00	01/15/2018	1.625%	6,402.92	~	~	1.40%
UNITED STATES TREASURY NOTE DTD 11/15/2009	Aaa/AAA	10,000.00	11/15/2019	3.375%	11,497.70	~	~	2.93%
UNITED STATES TREASURY NOTES DTD 08/15/2012 F/C 02/15/2013	Aaa	6,000.00	08/15/2022	1.625%	5,960.64	~	~	1.63%
Total government and agency securities		**$45,000.00**			**$54,277.42**	~	~	
Total Bonds		**$99,000.00**			**$115,299.47**	~	~	

Total estimated asset value	**$123,021.09**

Estimated Yield
The Estimated Yield (EY) in the preceding sections(s) compares the anticipated earnings on your investments in the coming year to the current price of the investments. It is based on past interest and dividend payments made by the securities held in your account. Changes in the price of a security over time or in the amount of the investment held in your account will cause the EY to vary. The EY is only an estimate and cannot be guaranteed by Edward Jones or the issuers of the securities. Your actual yield may be higher or lower than the estimated amounts. Estimates for any securities that have a return of principal or capital gain may be overstated. Income cannot be estimated for any securities that do not have an annual payment amount or frequency available at the time of estimation. Yield to Maturity is typically reported for Zero Coupon Bonds as these securities do not have an annual payment.

Your Assets at Edward Jones

Cash, Insured Bank Deposit & Money Market funds	**Current Yield/Rate**	**Current value**
Tax free Money Market*	0.01%	$3,544.72
Total Cash, Insured Bank Deposit & Money Market funds		**$3,544.72**

* **Current Yield** - The average yield on the money market fund for the past seven days.

Stocks	**Asset Category**	**Current price**	**Current shares**	**Current value**	**Amt. invested since inception**	**Amt. withdrawn since inception**
ABBOTT LABORATORIES Symbol: ABT	Growth & Income	65.500	22.	$1,441.00	$1,340.30	~
AFLAC INC Symbol: AFL	Growth & Income	53.120	46.	2,443.52	7,647.00	-5,269.03
ALTRIA GROUP INC Symbol: MO	Aggressive	31.440	53.	1,666.32	1,996.59	-547.01
AMERICAN EXPRESS CO Symbol: AXP	Growth	57.480	38.	2,184.24	7,413.86	-3,980.09
BANK OF AMERICA CORP Symbol: BAC	Aggressive	11.610	88.	1,021.68	927.17	~
BHP BILLITON LTD SPONSORED ADR Symbol: BHP	Growth	78.440	7.	549.08	1,265.60	-600.72
BLACKROCK INC CL A Symbol: BLK	Growth	206.710	13.	2,687.23	3,133.82	-671.28
BRISTOL-MYERS SQUIBB CO Symbol: BMY	Growth & Income	32.590	28.	912.52	1,724.39	-1,119.22
BROADCOM CORP Symbol: BRCM	Aggressive	33.210	56.	1,859.76	2,765.66	-554.52

Stocks, continued	**Asset Category**	**Current price**	**Current shares**	**Current value**	**Amt. Invested since inception**	**Amt. withdrawn since inception**
CAPITAL ONE FINANCIAL CORP Symbol: COF	Aggressive	57.930	29.	$1,679.97	$1,895.13	–$315.28
CHEVRON CORP Symbol: CVX	Growth & Income	108.140	13.	1,405.82	7,054.52	–8,566.35
CISCO SYSTEMS INC Symbol: CSCO	Aggressive	19.6494	54.	1,061.07	997.38	~
COACH INC Symbol: COH	Aggressive	55.510	28.	1,554.28	2,049.84	–429.73
CONOCOPHILLIPS Symbol: COP	Growth & Income	57.990	35.	2,029.65	2,569.23	–840.36
COVIDIEN PLC Symbol: COV	Growth	57.740	29.	1,674.46	1,560.36	~
EMC CORP Symbol: EMC	Aggressive	25.300	36.	910.80	994.02	~
ENSCO INTERNATIONAL PLC NEW CL A ORD Symbol: ESV	Aggressive	59.280	46.	2,726.88	2,421.24	~
EXPRESS SCRIPTS HOLDING CO Symbol: ESRX	Growth	54.000	42.	2,268.00	2,200.31	~
EXXON MOBIL CORP Symbol: XOM	Growth & Income	86.550	17.	1,471.35	1,463.42	~
GENERAL ELECTRIC CO Symbol: GE	Growth & Income	20.990	108.	2,266.92	2,221.42	~
GENUINE PARTS CO Symbol: GPC	Growth & Income	63.580	17.	1,080.86	1,201.24	–585.02
GOOGLE INC CL A Symbol: GOOG	Aggressive	707.380	4.	2,829.52	2,909.70	–1,113.54
HOME DEPOT INC Symbol: HD	Growth & Income	61.850	15.	927.75	1,476.90	–1,456.16

Stocks, continued	Asset Category	Current price	Current shares	Current value	Amt. invested since inception	Amt. withdrawn since inception
IBM Symbol: IBM	Growth & Income	191.550	10.	$1,915.50	$2,863.45	-$2,732.93
ILLINOIS TOOL WORKS INC Symbol: ITW	Growth & Income	60.810	39.	2,371.59	5,067.73	-3,349.75
INTEL CORP Symbol: INTC	Growth	20.620	117.	2,412.54	6,416.61	-3,100.51
JPMORGAN CHASE & CO Symbol: JPM	Growth	43.9691	36.	1,582.89	2,350.36	-964.82
MARATHON OIL CORP Symbol: MRO	Growth & Income	30.660	72.	2,207.52	2,633.07	-701.74
MARATHON PETE CORP Symbol: MPC	Growth & Income	63.000	13.	819.00	1,904.43	-1,741.76
MCDONALDS CORP Symbol: MCD	Growth & Income	88.210	16.	1,411.36	4,728.01	-6,150.96
MCKESSON CORP Symbol: MCK	Growth	96.960	24.	2,327.04	3,990.99	-3,402.64
MERCK & CO INC NEW Symbol: MRK	Growth & Income	40.940	21.	859.74	927.69	~
MICROSOFT CORP Symbol: MSFT	Growth & Income	26.7097	57.	1,522.45	8,386.38	-7,732.67
NEXTERA ENERGY INC Symbol: NEE	Growth & Income	69.190	15.	1,037.85	964.52	~
NORFOLK SOUTHERN CORP Symbol: NSC	Growth & Income	61.840	13.	803.92	935.24	~
NOVARTIS AG ADR Symbol: NVS	Growth & Income	63.300	18.	1,139.40	5,557.42	-4,341.30
ORACLE CORP Symbol: ORCL	Growth	33.320	84.	2,798.88	4,164.70	-3,695.96

Stocks, continued	**Asset Category**	**Current price**	**Current shares**	**Current value**	**Amt. invested since inception**	**Amt. withdrawn since inception**
PEPSICO INC Symbol: PEP	Growth & Income	68.430	20.	$1,368.60	$5,254.80	–$3,871.47
PFIZER INC Symbol: PFE	Growth & Income	25.0793	78.	1,956.19	1,838.67	~
PHILIP MORRIS INTL INC Symbol: PM	Aggressive	83.640	38.	3,178.32	3,997.50	–1,333.96
PHILLIPS 66 Symbol: PSX	Aggressive	53.100	16.	849.60	1,316.23	-996.56
PRAXAIR INC Symbol: PX	Growth & Income	109.450	17.	1,860.65	3,581.05	–2,637.04
QUALCOMM INC Symbol: QCOM	Aggressive	61.8596	43.	2,659.96	6,249.48	–4,680.06
ROSS STORES INC Symbol: ROST	Growth	54.150	35.	1,895.25	4,260.74	–4,899.76
STATE STREET CORP Symbol: STT	Growth	47.010	24.	1,128.24	4,218.34	–2,737.34
TE CONNECTIVITY LTD Symbol: TEL	Growth	37.120	27.	1,002.24	3,026.94	–2,979.06
UNION PACIFIC CORP Symbol: UNP	Growth & Income	125.720	24.	3,017.28	5,387.35	–5,690.36
UNITEDHEALTH GROUP INC Symbol: UNH	Growth	54.240	42.	2,278.08	2,560.63	–1,275.93
VODAFONE GROUP PLC SPONSORED ADR Symbol: VOD	Growth & Income	25.190	53.	1,335.07	1,931.94	–487.98
WALGREEN CO Symbol: WAG	Growth & Income	37.010	27.	999.27	954.20	~
WELLS FARGO & CO Symbol: WFC	Growth & Income	34.180	58.	1,982.44	1,924.39	~

Stocks, continued	Asset Category	Current price	Current shares	Current value	Amt. invested since inception	Amt. withdrawn since inception
YUM BRANDS INC Symbol: YUM	Growth	66.400	37.	$2,456.80	$2,548.49	-$757.77
Total Stocks				**$89,830.35**	$159,170.45	-$96,310.64
Total estimated asset value				**$93,375.07**		

Summary of Your Investment Activity

Total Cash, Insured Bank Deposit & Money Market funds on Dec 01	$4,340.50
Additions	
Income	$326.66
Proceeds from securities sold	$4,681.34
Total additions	$5,008.00
Subtractions	
Withdrawals to purchase securities	-$5,695.08
Fees	-$108.70
Total subtractions	-$5,803.78
Total Cash, Insured Bank Deposit & Money Market funds on Dec 31	**$3,544.72**

Detail of Your Investment Activity

Additions

	Type	Tax Info.	Date		Quantity	Amount per share	Rate	Amount	Where Invested
Income	Dividends	Q	12/03	AFLAC INC	51.	0.35		$17.85	Tax free mnymkt
		Q	12/03	WELLS FARGO & CO	55.	0.22		12.10	Tax free mnymkt
		Q	12/03	PHILLIPS 66	37.	0.25		9.25	Tax free mnymkt