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

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

2012

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

THE LINVILLE FAMILY FOUNDATION

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

724 VALENCIA RD

A Employer identification number

20-6386091

B Telephone number

941-445-5678

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 ►

City or town, state, and ZIP code

VENICE, FL 34285

G Check all that apply

<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Initial return of a former public charity
<input type="checkbox"/>	Final return	<input type="checkbox"/>	Amended return
<input type="checkbox"/>	Address change	<input type="checkbox"/>	Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method Cash Accrual

(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)
1	Contributions, gifts, grants, etc., received	7,630.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	22,024.	22,024.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	31,554.			
b	Gross sales price for all assets on line 6a	633,609.			
7	Capital gain net income (from Part IV, line 2)		31,554.		
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	61,208.	53,578.	RECEIVED	0.
13	Compensation of officers, directors, trustees, etc	0.	0.		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,246.	1,246.	E2-625	MAY 21 2013
c	Other professional fees				RS-CSC
17	Interest				
18	Taxes	45.	45.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	7,268.	7,268.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	8,559.	8,559.		0.
25	Contributions, gifts, grants paid	36,044.			36,044.
26	Total expenses and disbursements. Add lines 24 and 25	44,603.	8,559.		36,044.
27	Subtract line 26 from line 12	16,605.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		45,019.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Operating and Administrative Expenses

Assets	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
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		71,062.	54,419.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less. allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 5	662,989.	696,237.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers)		734,051.	750,656.
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 ► <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		904,876.	904,876.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		<170,825.>	<154,220.>
	30 Total net assets or fund balances		734,051.	750,656.
	31 Total liabilities and net assets/fund balances		734,051.	750,656.

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	734,051.
2 Enter amount from Part I, line 27a	2	16,605.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	750,656.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	750,656.

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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 SEE ATTACHED STATEMENT			P	VARIOUS	VARIOUS
b SEE ATTACHED STATEMENT			P	VARIOUS	VARIOUS
c SEE ATTACHED STATEMENT			P	VARIOUS	VARIOUS
d SEE ATTACHED STATEMENT			P	VARIOUS	VARIOUS
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 380,380.		376,154.		4,226.	
b 45,847.		43,912.		1,935.	
c 172,603.		172,708.		<105. >	
d 34,779.		9,281.		25,498.	
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				4,226.	
b				1,935.	
c				<105. >	
d				25,498.	
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		31,554.
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	34,482.	735,376.	.046890
2010	30,516.	712,120.	.042852
2009	41,944.	617,657.	.067908
2008	44,917.	850,598.	.052806
2007	46,437.	1,016,270.	.045694

2 Total of line 1, column (d)

2 .256150

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 .051230

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 750,733.

5 Multiply line 4 by line 3

5 38,460.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 450.

7 Add lines 5 and 6

7 38,910.

8 Enter qualifying distributions from Part XII, line 4

8 36,044.

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	1	900.
	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 type="checkbox"/> and enter 1% of Part I, line 27b		
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	900.
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	900.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	520.
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	520.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	380.
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 ►	11	Refunded

Part VII-A Statements 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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	X	
	<i>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</i>		
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1)	On the foundation. ► \$ _____ 0. (2) On foundation managers. ► \$ _____ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
	<i>If "Yes," attach a detailed description of the activities</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i>	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?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	6	X
●	By language in the governing instrument, or	7	X
●	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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year?		
	<i>If "Yes," complete Part II, col. (c), and Part XV.</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
IN			
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 <i>General Instruction G?</i> If "No," attach explanation	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	<input checked="" type="checkbox"/>
12	<input checked="" type="checkbox"/>
13	<input checked="" type="checkbox"/>
Website address ► <u>N/A</u>	
14	► <u>KATHRYN S LINVILLE</u> Telephone no. <u>941-445-5678</u>
	Located at ► <u>724 VALENCIA RD, VENICE, FL</u> ZIP+4 ► <u>34285</u>
15	► <input type="checkbox"/>
16	<input checked="" type="checkbox"/>

► 15 N/A ► 16 Yes No

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign

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.

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 instructions)?	N/A	
	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?		
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 ► _____, _____, _____, _____,		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
	► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 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

6b



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

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

7b



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

N/A

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
WILLIAM E LINVILLE 724 VALENCIA RD VENICE, FL 34285	TRUSTEE 3.00	0.	0.	0.
KATHRYN S LINVILLE 724 VALENCIA RD VENICE, FL 34285	TRUSTEE 10.00	0.	0.	0.

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

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

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



0

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

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

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



0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

	Amount
1	N/A
2	
3	
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	692,123.
b Average of monthly cash balances	1b	70,042.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	762,165.
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	762,165.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,432.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	750,733.
6 Minimum investment return. Enter 5% of line 5	6	37,537.

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	37,537.
2a Tax on investment income for 2012 from Part VI, line 5	2a	900.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	900.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	36,637.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	36,637.
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	36,637.

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	36,044.
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	36,044.
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	36,044.

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				36,637.
2 Undistributed income, if any, as of the end of 2012			36,044.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 36,044.			36,044.	
a Applied to 2011, but not more than line 2a				
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				0.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				36,637.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2007 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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.

c. 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	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				
A BETTER CHICAGO 1366 NORTH DEARBORN STREET, #7A CHICAGO, IL 60610	N/A	501(C)(3)	UNRESTRICTED	2,000.
COALITION OF CHILDREN IN NEED ASSOCIATION P.O. BOX 12695 COLUMBUS, OH 43212	N/A	501(C)(3)	UNRESTRICTED	8,000.
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	N/A	501(C)(3)	UNRESTRICTED	1,000.
GLOBE MED 620 LIBRARY PLACE EVANSTON, IL 60208	N/A	501(C)(3)	UNRESTRICTED	1,500.
HOWARD AREA COMMUNITY CENTER 7648 NORTH PAULINA STREET CHICAGO, IL 60626	N/A	501(C)(3)	UNRESTRICTED	1,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 36,044.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	22,024.	
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	31,554.	
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.		53,578.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		53,578.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

THE LINVILLE FAMILY FOUNDATION

20-6386091

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

22,544

223631
05-01-12

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT

1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO ADVISORS	22,024.	0.	22,024.
TOTAL TO FM 990-PF, PART I, LN 4	22,024.	0.	22,024.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAX PREPARATION	1,246.	1,246.		0.
TO FORM 990-PF, PG 1, LN 16B	1,246.	1,246.		0.

FORM 990-PF

TAXES

STATEMENT

3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	45.	45.		0.
TO FORM 990-PF, PG 1, LN 18	45.	45.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	7,268.	7,268.		0.
TO FORM 990-PF, PG 1, LN 23	7,268.	7,268.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO ADVISORS	696,237.	697,586.
TOTAL TO FORM 990-PF, PART II, LINE 10B	696,237.	697,586.

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 THE LINVILLE FAMILY FOUNDATION
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Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
	50.00000	41.8115	07/25/11	04/20/12	1,852.47 ^b	2,090.58
Subtotal	100.00000				3,704.92	4,226.70
MEDTRONIC INC CUSIP 585055106	300 00000	37.5887	12/28/11	10/02/12	12,353.71 ^b	11,276.63
MOSAIC COMPANY CUSIP 61945C103	200 00000	72.6794	07/26/11	01/20/12	10,399.79 ^b	14,535.89
	200 00000	54.9471	01/25/12	07/20/12	10,926.06 ^b	10,989.42
Subtotal	400.00000				21,325.85	25,525.31
NATIONAL OILWELL VARCO INC CUSIP 637071101	100 00000	78.7345	04/21/11	02/17/12	7,670.56 ^b	7,873.45
SOUTHERN COPPER CORP CUSIP 84265V105	400 00000	30.5941	07/25/12	11/05/12	13,840.18 ^b	12,237.68
STARBUCKS CORP CUSIP 855244109	300 00000	41.4754	11/01/11	04/20/12	14,416.23 ^b	12,442.63
TJX COS INC NEW CUSIP 872540109	400 00000	29.0256	10/26/11	06/22/12	14,199.67 ^b	11,610.27
VALERO ENERGY CORP NEW (VALERO REFGNG & MKTING) CUSIP 91913Y100	400.00000	28.8995	03/24/11	03/16/12	9,287.83 ^b	11,559.82
WESTERN DIGITAL CORP CUSIP 958102105	300.00000	29.8258	07/02/12	08/17/12	10,264.78 ^b	8,947.76
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					\$380,380.22	\$376,153.94
						\$4,226.28



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THE LINVILLE FAMILY FOUNDATION
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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
APPLIED MATERIALS INC CUSIP 038222105	500.00000	11.5444	10/13/11	12/14/12	5,556.87	5,772.20	-215.33
FINANCIAL SELECT SECTOR SPDR CUSIP 813697605	600.00000	12.3200	10/10/11	10/19/12	9,269.77 _b	7,392.00	1,877.77
MARATHON PETROLEUM CORP CUSIP 56585A102	100.00000	41.7726	03/28/11	04/20/12	3,704.91 _b	4,177.26	-472.35
MICROSOFT CORP CUSIP 594918104	500.00000	28.9374	01/26/11	04/20/12	15,189.66 _b	14,468.74	720.92
ORACLE CORPORATION CUSIP 68389X105	200.00000	32.2800	01/24/11	09/21/12	6,217.84 _b	6,456.00	-238.16
TYSON FOODS INC CLA CUSIP 902494103	300.00000	18.8208	10/25/11	12/14/12	5,908.26	5,646.24	262.02
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					\$45,847.31	\$43,912.44	\$1,934.87
LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
AMER EXPRESS CREDIT CO MEDIUM TERM NOTES SER C CPN 7.300% DUE 08/20/13 DTD 08/20/08 FC 02/20/09 CUSIP 0258M0CY3	5,000.00000	113.2298	03/23/10	06/14/12	5,351.80	5,661.49	-309.69
CBS CORP 6.75% SR NOTE DUE 3/27/2056 CALL STARTING 3/27/2012 CUSIP 124857400	240.00000	23.4499	03/17/10	03/28/12	6,000.00	5,627.98	372.02
	20.00000	24.6200	12/22/10	03/28/12	500.00	492.40	7.60
Subtotal	260.00000				6,500.00	6,120.38	379.62

2012 ENHANCED SUMMARY

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Acquisition Date	Open Date/ Acquisition Date	Date of Sale or Exchange	Continued Proceeds
COMCAST CORP 6.625% PFD DUE 5/15/2056	255 00000	25.3404	12/22/10	07/23/12	6,375.00	6,461.80
CALL STARTING 5/15/12 CUSIP 20030N507						-86.80
DEERE & CO CUSIP 244199105	200 00000	83.5271	12/27/10	12/21/12	16,669.61 _B	16,705.42
DIRECTV CLASS A COMMON CUSIP 25490A101	200 00000	41.8405	11/22/10	03/16/12	9,392.74 _B	8,368.11
EMERSON ELECTRIC CO CUSIP 291011104	200 00000	56.3298	12/08/10	09/21/12	9,889.76 _B	11,265.97
FINANCIAL SELECT SECTOR SPDR CUSIP 81369Y605	700 00000	15.6865	03/12/10	10/19/12	10,814.72 _B	10,980.55
HEWLETT-PACKARD CO SENIOR NOTES CALLABLE CPN 5.500% DUE 03/01/18 DTD 03/03/08 FC 09/01/08 CUSIP 428236AS2	5,000 00000 5,000.00000 10,000.00000	110.3100 110.1700	03/16/10 04/23/10	11/27/12 11/27/12	5,284.35 5,284.35 10,568.70	5,515.50 5,508.50 11,024.00
Subtotal						-165.83
METLIFE INC NOTES CPN 5.000% DUE 06/15/15 DTD 06/12/3/05 FC 12/15/05 CUSIP 59156RAN8	5,000.00000	105.9227	03/23/10	06/14/12	5,460.15	5,296.14
MICROSOFT CORP CUSIP 594918104	500.00000	31.2493	04/20/10	04/20/12	15,189.65 _B	15,624.65
						-435.00



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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Continued Proceeds	Adjusted Cost/ Original Cost
NATIONAL OILWELL VARCO INC CUSIP 637071101	200 00000	65.3480	12/21/10	02/17/12	15,341.10 _B	13,069.61
PEPSICO INCORPORATED CUSIP 713448108	200 00000	64.4865	03/11/10	09/04/12	13,845.67 _B	12,897.30
	100.00000	66.3857	05/17/10	09/04/12	6,922.85 _B	6,638.57
Subtotal	300.00000				20,768.52	19,535.87
PUBLIC STORAGE 6.45% PERPETUAL CUMULATIVE PFD CALL STARTING 8/23/2010 CUSIP 74460D380	245 00000	23.3899	03/17/10	10/15/12	6,125.00	5,730.53
	20.00000	24.1800	12/22/10	10/15/12	500.00	483.60
Subtotal	265.00000				6,625.00	6,214.13
RENAISSANCE RE HLDGS XXX PARTIAL CALL G7498P40-8 CALL STARTING 12/15/2011 CUSIP G7498P978	133.00000	24.5436	12/22/10	12/28/12	3,325.00	3,264.30
SOUTHWESTERN ENERGY CO CUSIP 845467109	200 00000	36.7580	11/23/10	07/20/12	6,131.84 _B	7,351.61
SYSCO CORPORATION CUSIP 871829107	300 00000	28.5563	03/10/10	06/15/12	8,519.79 _B	8,566.89
TARGET CORP GLOBAL NOTES CALLABLE CPN 5.875% DUE 03/01/12 DTD 03/11/02 FC 09/01/02 CUSIP 87612EAH9	5,000 00000	109.2673	03/23/10	03/01/12	5,000.00	5,463.37
TEXAS INSTRUMENTS INC CUSIP 882508104	200.00000	32.0057	11/23/10	08/17/12	5,643.85 _B	6,401.14
						-47.10
						-757.29
						-463.37

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES		Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Continued Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Description	Verizon Communications							
SR UNSECURED CALLABLE CPN 4 350% DUE 02/15/13 DTD 02/12/08 FC 08/15/08 CUSIP 92343VAJ3		5,000 00000	106.6430	03/16/10	12/11/12	5,035 60	5,332.15	-296 55
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						\$172,602.83	\$172,707.58	-\$104.75

Option Activity Gain/Loss Detail for Year

SHORT TERM OPTIONS		Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Continued Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Description	Verizon Communications							
C ADM 031712 31		-4.00000	0.6453	01/03/12 03/15/12	03/16/12	258 13	208 00	50.13
C ADM 092212 34		-4.00000	1.0700	03/15/12	09/22/12	427.99	0.00	427.99
C AMAT 012112 12 50		-8 00000	0.3909	10/17/11 01/20/12	01/23/12	312.73	40.00	272.73
C AMAT 042013 12		-5 00000	0 2500	10/24/12 12/14/12	12/17/12	124.98	160 02	-35 04
C AMAT 042112 13		-8.00000	0.4400	01/20/12 03/08/12	03/09/12	351.99	104.00	247.99
C AMAT 102012 13		-8 00000	0.7100	03/08/12	10/20/12	567.98	0.00	567.98
C BAX 051912 55		-2.00000	2.8700	01/26/12	05/19/12	573.98	0.00	573.98
		-1.00000	3 8000	03/01/12	05/19/12	379.99	0.00	379.99
Subtotal		-3.00000				953.97	0.00	953.97
C BBBY 092212 70		-2 00000	0 7042	08/24/12	09/22/12	140.82	0.00	140.82
C BBBY 092212 20		-6.00000	0 7000	07/27/12	09/22/12	419.97	0.00	419.97



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Realized Gain/Loss

SHORT TERM OPTIONS		Continued	Share Quantity	Adjusted Price/Original Price	Open Date/Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
C BBY 102012 20	-6.00000	0 2730	10/04/12	10/20/12	163.78		0.00	163.78	
C BBY 122212 19	-6.00000	1.1034	10/22/12	12/22/12	662.01		0.00	662.01	
C CSCO 051912 22	-6.00000	0 2700	02/23/12	05/19/12	161.99		0.00	161.99	
C CSCO 111712 21	-5.00000	0 3100	08/28/12	11/17/12	154.97		0.00	154.97	
C DD 012112 55	-2.00000	1 6700	06/14/11	01/21/12	333.99		0.00	333.99	
C DD 072112 52 50	-2.00000	1 5200	01/23/12	07/21/12	303.99		0.00	303.99	
C DE 061612 90	-2.00000	3 9500	02/01/12	06/16/12	789.98		0.00	789.98	
C DFS 072112 35	-3.00000	1 3250	05/01/12	07/18/12	397.49		129.45	268.04	
C DFS 102012 37	-3.00000	1 0531	07/17/12	10/15/12	315.91		552.01	-236.10	
C DG 061612 50	-3.00000	0 6000	05/04/12	06/15/12	179.99		250.44	-70.45	
C DG 111712 55	-3.00000	1 8582	06/14/12	11/17/12	557.43		0.00	557.43	
C DG 122212 50	-3.00000	0 7750	11/19/12	12/22/12	232.48		0.00	232.48	
C DHR 092212 57 50	-2.00000	2.1000	02/03/12	09/22/12	419.99		0.00	419.99	
C EMR 012112 49	-2.00000	1 9200	12/15/11	01/20/12	383.99		152.00	231.99	
C EMR 061612 52 50	-2.00000	1 8100	01/19/12	06/16/12	361.99		0.00	361.99	
C EXC 102012 40	-4.00000	0 8000	03/22/12	10/20/12	319.99		0.00	319.99	
C FCX 051912 42	-3.00000	3.0000	01/10/12	05/19/12	899.98		0.00	899.98	
C FCX 061612 33	-3.00000	1 0300	05/22/12	06/18/12	308.98		347.27	-38.29	
C FCX 081812 35	-3.00000	1 7214	06/15/12	08/20/12	516.40		192.89	323.51	
C FCX 111712 37	-3.00000	1.5929	08/17/12	11/14/12	477.85		624.01	-146.16	

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Realized Gain/Loss

SHORT TERM OPTIONS	Continued	Share Quantity	Adjusted Price/Original Price	Open Date/Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
C HAL 011913 40	-2.00000	0.8600	08/17/12 12/14/12	08/17/12 12/14/12	12/17/12	171.99	4.01	167.98
C HAL 042112 36	-3.00000	2.9037	01/09/12 03/08/12	01/09/12 03/08/12	03/09/12	871.11	312.00	559.11
	-1.00000	2.0100	03/01/12 03/08/12	03/01/12 03/08/12	03/09/12	200.99	104.00	96.99
Subtotal	-4.00000					1,072.10	416.00	656.10
C HAL 081812 35	-3.00000	0.2700	07/30/12 08/17/12	07/30/12 08/17/12	08/20/12	80.98	54.01	26.97
C HAL 102012 38	-4.00000	2.6400	03/08/12	03/08/12	10/20/12	1,055.98	0.00	1,055.98
C INTC 072112 30	-4.00000	0.4300	03/28/12	03/28/12	07/21/12	171.99	0.00	171.99
C INTC 102012 27	-4.00000	0.5100	08/01/12	08/01/12	10/20/12	203.97	0.00	203.97
C INTC 102012 29	-3.00000	1.1800	05/07/12	05/07/12	10/20/12	353.99	0.00	353.99
C JNJ 012112 67 50	-2.00000	2.1400	05/03/11	05/03/11	01/21/12	427.99	0.00	427.99
C JPM 051912 47	-3.00000	0.5700	04/04/12	04/04/12	05/19/12	170.99	0.00	170.99
C JPM 072112 36	-3.00000	1.1000	05/23/12	05/23/12	07/21/12	329.98	0.00	329.98
C MAT 102012 36	-3.00000	0.9500	07/26/12 10/19/12	07/26/12 10/19/12	10/22/12	284.98	426.01	-141.03
C MDT 051912 40	-3.00000	1.6733	01/04/12	01/04/12	05/19/12	502.00	0.00	502.00
C MDT 061612 39	-3.00000	0.1700	05/22/12	05/22/12	06/16/12	50.98	0.00	50.98
C MET 032212 41	-3.00000	1.5600	03/23/12	03/23/12	09/22/12	467.99	0.00	467.99
C MOS 061612 60	-2.00000	3.3251	01/27/12	01/27/12	06/16/12	665.00	0.00	665.00
C MSFT 102012 34	-4.00000	0.8300	04/27/12	04/27/12	10/20/12	331.99	0.00	331.99
C ORCL 061612 30	-2.00000	1.3200	01/23/12	01/23/12	06/16/12	263.99	0.00	263.99
C ORCL 072112 29	-2.00000	0.2600	06/19/12 07/17/12 07/16/12	06/19/12 07/17/12 07/16/12	51.98	158.01	-106.03	



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Realized Gain/Loss

SHORT TERM OPTIONS		Continued	Share Quantity	Adjusted Price/Original Price	Open Date/Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
C PEP	042112 65	-3 00000	1 7300	11/01/11 04/20/12	04/23/12	518 99	486.00	32.99	
C QCOM	072112 65	-3.00000	2 8800	02/21/12	07/21/12	863 98	0.00	863.98	
C SNDK	042112 55	-4.00000	4.7500	10/27/11 04/11/12	04/12/12	1,899 96	10.12	1,889.84	
C SNDK	072112 45	-4 00000	2 6039	04/11/12	07/21/12	1,041 56	0.00	1,041.56	
C SNDK	102012 43	-4.00000	1.5392	07/23/12 10/18/12	10/19/12	615.65	929.26	-313.61	
C STX	081812 32	-3.00000	0 4400	08/06/12 08/08/12	08/09/12	131 98	363.01	-231.03	
C STX	092212 31	-4 00000	2 8517	05/08/12 09/06/12	09/07/12	1,140 66	516.43	624.23	
C STX	122212 35	-3.00000	2.2400	08/08/12	12/22/12	671 97	0.00	671.97	
		-4.00000	1 4910	09/06/12	12/22/12	596 37	0.00	596.37	
Subtotal		-7.00000				1,268.34	0.00	1,268.34	
C SWN	031712 34	-2.00000	1 2582	01/23/12 03/16/12	03/19/12	251.65	114.00	137.65	
C SWN	061612 36	-2 00000	1.5700	03/16/12	06/16/12	313.99	0.00	313.99	
C SYY	021812 29	-3 00000	0.3500	11/23/11 02/09/12	02/10/12	104.99	154.24	-49.25	
C SYY	051912 30	-3 00000	0 5641	02/09/12	05/19/12	169.23	0.00	169.23	
C TEVA	012112 45	-2 00000	0 3000	01/03/12 01/20/12	01/23/12	59 99	209.11	-149.12	
C TEVA	061612 47 50	-2 00000	1 9255	01/20/12	06/16/12	385.10	0.00	385.10	
C TEVA	072112 40	-2 00000	0 4586	06/22/12 07/16/12	07/17/12	91.71	176.01	-84.30	

2012 ENHANCED SUMMARY

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Account Number: 1341-2276
 Command Account Number: 9088055315
 THE LINVILLE FAMILY FOUNDATION
 CAPSTONE CUSTOM BALANCED

Realized Gain/Loss

SHORT TERM OPTIONS		Continued	Share Quantity	Adjusted Price/ Original Price	Acquisition Date	Open Date/ Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Description			-2 00000	1 5317	07/16/12 08/07/12	08/08/12	306.32	153.84	152.48
C TEVA 081812 40			-2.00000	1.1340	08/07/12	12/22/12	226.79	0.00	226.79
C TGT 042112 55			-2.00000	2.9600	11/02/11 04/20/12	04/23/12	591.98	420.00	171.98
C TSN 011913 17 50			-3.00000	0.4000	10/24/12 12/14/12	12/17/12	119.99	705.01	-585.02
C TSN 042112 21			-5.00000	0.7903	11/01/11 03/07/12	03/08/12	395.16	75.00	320.16
C TXN 102012 21			-5.00000	0.8500	03/07/12	10/20/12	424.99	0.00	424.99
C TXN 042112 32			-2.00000	0.7534	09/22/11 04/20/12	04/23/12	150.68	156.00	-5.32
C TXN 072112 34			-2.00000	0.8800	04/20/12	07/21/12	175.99	0.00	175.99
C UNH 061612 55			-4.00000	2.2300	12/23/11 06/01/12	06/04/12	891.98	636.02	255.96
C UNH 072112 57.50			-4.00000	2.3400	06/01/12	07/21/12	935.95	0.00	935.95
C UNH 122212 60			-4.00000	1.5999	07/24/12	12/22/12	639.94	0.00	639.94
C UPL 031712 33			-1.00000	1.5500	12/23/11	03/17/12	154.99	0.00	154.99
C UPL 051912 25			-1.00000	0.6500	03/27/12	05/19/12	64.99	0.00	64.99
C UPL 061612 21			-1.00000	0.4500	05/24/12	06/16/12	44.98	0.00	44.98
C UPL 072112 24			-1.00000	0.2500	06/21/12	07/21/12	24.98	0.00	24.98
C UPL 081812 24			-1.00000	0.5251	07/24/12	08/18/12	52.49	0.00	52.49
C UPL 122212 24			-1.00000	1.7000	08/20/12	12/22/12	169.98	0.00	169.98
C USB 122212 34			-3.00000	1.4630	05/03/12	12/22/12	438.90	0.00	438.90
C WFC 072112 33			-4.00000	1.0800	02/06/12 07/17/12	07/18/12	431.99	358.90	73.09



2012 ENHANCED SUMMARY

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Account Number: 1341-2276
Command Account Number: 9088055315
THE LINVILLE FAMILY FOUNDATION
CAPSTONE CUSTOM BALANCED

Realized Gain/Loss

SHORT TERM OPTIONS		<i>Continued</i>	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
C WFC 102012 35			-4 00000	1 0700	07/17/12	10/20/12	427.97	0.00	427.97
C XLF 021812 15			-13 00000	0.3100	11/08/11	02/18/12	402.99	0.00	402.99
C XLF 051912 16			-13.00000	0.3700	03/15/12	05/19/12	480.99	0.00	480.99
C XLF 072112 15			-13.00000	0.1579	05/30/12	07/21/12	205.26	0.00	205.26
TOTAL SHORT TERM OPTIONS							\$34,778.67	\$9,281.08	\$25,497.59

B Option premiums are included in the proceeds when the underlying option results in a sale. Similarly, option premiums are included in the cost basis when the underlying option results in a purchase.