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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation Noble Lane Foundation		A Employer identification number 20-8088745	
Number and street (or P O box number if mail is not delivered to street address) 401 Tree Farm Drive		B Telephone number (see instructions) (970) 963-0744	
City or town, state, and ZIP code Carbondale, CO 81623		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,330,994		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	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.	31,504	31,504	31,504	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	29,735			
	b Gross sales price for all assets on line 6a _____ 134,422				
	7 Capital gain net income (from Part IV , line 2)		29,735		
	8 Net short-term capital gain			26,097	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	61,239	61,239	57,601	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,662	2,331		2,331
	c Other professional fees (attach schedule)	1,862	1,862		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,742	608		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10	5		5
	24 Total operating and administrative expenses. Add lines 13 through 23	8,276	4,806		2,336
	25 Contributions, gifts, grants paid	51,137			51,137
	26 Total expenses and disbursements. Add lines 24 and 25	59,413	4,806		53,473
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,826			
	b Net investment income (if negative, enter -0-)		56,433		
	c Adjusted net income (if negative, enter -0-)			57,601	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,962	2,020	2,020
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,303,933	1,307,701	1,328,974
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,307,895	1,309,721	1,330,994
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,521,605	1,521,605	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-213,710	-211,884	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,307,895	1,309,721	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,307,895	1,309,721	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,307,895
2	Enter amount from Part I, line 27a	2	1,826
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,309,721
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,309,721

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)
1 a	Capital Gain Distribution AT	P	2012-01-01	2011-12-31
b	1788 9090 Pimco Investment Grad Corp Bond Fund	P	2011-01-01	2012-12-21
c	2812 7830 CRM Mid Cap Value FD Institutional	P	2011-01-01	2012-12-20
d	37 128 CRM Mid Cap Value FD Institutional	P	2012-12-31	2012-12-20
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 26,075			26,075
b 20,000		18,994	1,006
c 87,196		84,564	2,632
d 1,151		1,129	22
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			26,075
b			1,006
c			2,632
d			22
e			

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7</div><div>If (loss), enter -0- in Part I, line 7</div></div>	2	29,735
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	26,097
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	65,319	1,317,392	0 04958
2010	75,532	1,197,645	0 06307
2009	56,649	1,063,307	0 05328
2008	63,253	1,328,279	0 04762
2007	36,155	1,574,566	0 02296

2	Total of line 1, column (d).	2	0 23651
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 04730
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,274,012
5	Multiply line 4 by line 3.	5	60,262
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	564
7	Add lines 5 and 6.	7	60,826
8	Enter qualifying distributions from Part XII, line 4.	8	53,473

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,129
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	1,129
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,129
6		Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	600		
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	600
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	529
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 <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• 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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CO _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶David L Marrs Telephone no ▶(970) 963-0744 Located at ▶401 Tree Farm Drive Carbondale CO ZIP +4 ▶81623			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a

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

(1)

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

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

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

YesNo

(5)

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

YesNo

b

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

5b

No

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?

YesNo

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?

YesNo

b

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

6b

No

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

7a

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

YesNo

b

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

7b

No

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jennifer Lane	Secretary	0		
201 Tree Farm Drive Carbondale, CO 81623	0 00			
Andrew N Lane	President	0		
201 Tree Farm Drive Carbondale, CO 81623	0 00			

2

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

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

Total

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). 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.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,293,413
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,293,413
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	
3	Subtract line 2 from line 1d.	3	1,293,413
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	19,401
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,274,012
6	Minimum investment return. Enter 5% of line 5.	6	63,701

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	63,701
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,129
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,129
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	62,572
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	62,572
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	62,572

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	53,473
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	53,473
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	53,473
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				62,572
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			22,262	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 53,473				
a Applied to 2011, but not more than line 2a			22,262	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				31,211
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				31,361
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.				
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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

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

See Additional Data Table

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	51,137
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	31,504	
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	29,735	
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). .				61,239	
13 Total. Add line 12, columns (b), (d), and (e).					61,239

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			




[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.		
	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Date	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P00440462
	Cyndy A Heiner CPA	Cyndy A Heiner CPA			
	Firm's name 	HEINER & ASSOCIATES LLC		Firm's EIN 	
		2990 Baylor Drive			
Firm's address 	BOULDER, CO 80305		Phone no (303) 497-9900		


Form 990PF Part XV Line 1a - 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).

Jennifer Lane
Andrew N Lane

Form 990PF Part XV Line 1b - 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.

Jennifer Lane
Andrew N Lane

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Komen Aspen PO Box 4810 Aspen, CO 80612	None	501(c)(3)	General Fund	100
Aspen Community School PO Box 336 Woody Creek, CO 81656	None	501(c)(3)	General Fund	500
Return to Freedom PO Box 926 Lompoc, CA 93438	None	501(c)(3)	General Fund	800
Rocky Mountain Nordic 2613 Arroyo Drive Durango, CO 81301	None	501(c)(3)	General Fund	300
World Cup Dream Foundation PO Box 684017 Park City, UT 84068	None	501(c)(3)	General Fund	1,400
Aspen Vail Ski Snowboard Club PO Box C-3 Aspen, CO 81612	None	501(c)(3)	General Fund	48,037
Total  3a				51,137

TY 2012 Accounting Fees Schedule**Name:** Noble Lane Foundation**EIN:** 20-8088745**Software ID:** 12000229**Software Version:** 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax Preparation	1,410	705	0	705
Geronimo Ventures-Acctg	3,252	1,626	0	1,626

TY 2012 General Explanation Attachment**Name:** Noble Lane Foundation**EIN:** 20-8088745**Software ID:** 12000229**Software Version:** 2012v2.0

Identifier	Return Reference	Explanation
		Noble Lane FoundationStatement Regarding Part VII-BQuestion 1(a)(4)-Self DealingTax Year 2012During 2012, The Noble Lane Foundation paid a fee to Geronimo Ventures LLC of \$3,252 for accounting and related services. Because Andrew Lane, a substantial contributor to the Foundation owns 100% of this single-member management company, the Foundation is reporting the payment of fees under IRC Section 4941, Form 990-PF Part VII-B, Line 1(a)(4). Pursuant to IRC Section 4941(d)(2)(E), the fees paid by the private foundation to a "disqualified person" for personal services are reasonable and necessary to carry out the exempt purpose of the foundation and are therefore not an act of self-dealing under Section 4941 for which a excise tax would be assessed.

TY 2012 Other Expenses Schedule

Name: Noble Lane Foundation

EIN: 20-8088745

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Registration Fees	10	5		5

TY 2012 Other Professional Fees Schedule**Name:** Noble Lane Foundation**EIN:** 20-8088745**Software ID:** 12000229**Software Version:** 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	1,862	1,862	0	0

TY 2012 Taxes Schedule**Name:** Noble Lane Foundation**EIN:** 20-8088745**Software ID:** 12000229**Software Version:** 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	608	608		
Federal Taxes	1,134			

A. ANTIC TRUST

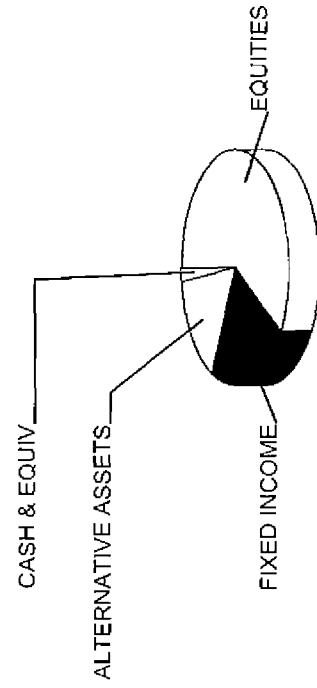
PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO SUMMARY

VALUE OF PORTFOLIO



DESCRIPTION	MARKET VALUE	% OF ACCOUNT
CASH & EQUIV	24,656.88	1.9%
FIXED INCOME	308,995.05	23.3%
EQUITIES	787,306.85	59.2%
ALTERNATIVE ASSETS	208,015.27	15.7%
TOTAL PORTFOLIO	\$ 1,328,974.05	100.0%

MARKET RECONCILEMENT

	CURRENT PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	\$ 1,308,381.17	\$ 1,214,115.56
RECEIPTS		
DIVIDENDS	13,482.59	31,623.79 ✓
DISBURSEMENTS		
DISBURSEMENTS TO/FOR BENEFICIARY	0.00	-55,000.00
FEES AND EXPENSES	0.00	-1,862.49 ✓
CHANGE IN MARKET VALUE	7,110.29	140,097.19
ENDING MARKET VALUE	\$ 1,328,974.05	\$ 1,328,974.05

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS							
ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD	
CASH & EQUIVALENTS							
CASH							
INCOME CASH		69,221.43	69,221.43	0.00			
PRINCIPAL CASH		-69,221.43	-69,221.43	0.00			
TOTAL CASH		\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	0.00%	
CASH EQUIVALENTS							
INVESCO SHORT TERM LIQUID ASSET FUND	24,656.88	24,656.88 1.00	24,656.88 1.00	0.00	35.00	0.14%	
TOTAL CASH EQUIVALENTS		\$ 24,656.88	\$ 24,656.88	\$ 0.00	\$ 35.00	0.14%	
TOTAL CASH & EQUIVALENTS		\$ 24,656.88	\$ 24,656.88	\$ 0.00	\$ 35.00	0.14%	
FIXED INCOME							
FIXED INCOME MUTUAL FUNDS							
TAXABLE BOND FUNDS							
TEMPLETON GLOBAL BOND FUND - AD	5,408.46	72,148.86 13.34	72,825.34 13.47	-676.48	3,207.00	4.45%	

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS							
ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD	
TOTAL TAXABLE BOND FUNDS		\$ 72,148.86	\$ 72,825.34	\$ -676.48	\$ 3,207.00	4.45%	
CORP & GOVT DAILY ACCRUAL FUNDS							
PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I #56	18,956.813	210,799.76 11 12	200,794.87 10.59	10,004.89	8,413.00	3.99%	
PRUDENTIAL HIGH YIELD FUND CLASS Z #408	4,553.571	26,046.43 5.72	25,500.00 5.60	546.43	1,780.00	6.84%	
TOTAL CORP & GOVT DAILY ACCRUAL FUNDS		\$ 236,846.19	\$ 226,294.87	\$ 10,551.32	\$ 10,193.00	4.30%	
TOTAL FIXED INCOME MUTUAL FUNDS		\$ 308,995.05	\$ 299,120.21	\$ 9,874.84	\$ 13,400.00	4.34%	
TOTAL FIXED INCOME		\$ 308,995.05	\$ 299,120.21	\$ 9,874.84	\$ 13,400.00	4.34%	
EQUITIES							
EQUITY MUTUAL FUNDS							
MID CAP EQUITY GROWTH FUNDS							
MANAGERS AMG FUNDS - TIMESSQUARE MID CAP GROWTH FUND - IN	6,658.761	100,214.35 15.05	97,610.43 14.66	2,603.92			
TOTAL MID CAP EQUITY GROWTH FUNDS		\$ 100,214.35	\$ 97,610.43	\$ 2,603.92	\$ 0.00	0.00%	
MID CAP EQUITY VALUE FUNDS							

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
JP MORGAN MID CAP VALUE FUND CL I #758	3,137,255	87,811.77 27.99	88,000.00 28.05	-188.23	1,273.00	1.45%
TOTAL MID CAP EQUITY VALUE FUNDS		\$ 87,811.77	\$ 88,000.00	\$ -188.23	\$ 1,273.00	1.45%
LARGE CAP EQUITY VALUE FUND						
INVESCO DISCIPLINED EQUITY FD CL Y #8542	32,090,999	365,195.57 11.38	340,898.67 10.62	24,296.90	4,043.00	1.11%
TOTAL LARGE CAP EQUITY VALUE FUND		\$ 365,195.57	\$ 340,898.67	\$ 24,296.90	\$ 4,043.00	1.11%
INTL EQUITY FUNDS						
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND CL I #1212	2,990,634	48,717.43 16.29	43,424.00 14.52	5,293.43	1,516.00	3.11%
TOTAL INTL EQUITY FUNDS		\$ 48,717.43	\$ 43,424.00	\$ 5,293.43	\$ 1,516.00	3.11%
INTL EQUITY FUNDS - DEVELOPED MKTS						
HARBOR INTERNATIONAL FUND INST #2011	404,076	25,101.20 62.12	24,969.62 61.79	131.58	507.00	2.02%
TOTAL INTL EQUITY FUNDS - DEVELOPED MKTS		\$ 25,101.20	\$ 24,969.62	\$ 131.58	\$ 507.00	2.02%
INTL EQUITY FUNDS - EMERGING MKTS						
LAZARD EMERGING MARKETS EQUITY PORT - INSTL #638	8,201,972	160,266.53 19.54	165,902.64 20.23	-5,636.11	2,919.00	1.82%

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD
TOTAL INTL EQUITY FUNDS - EMERGING MKTS		\$ 160,266.53	\$ 165,902.64	\$ -5,636.11	\$ 2,919.00	1.82%
TOTAL EQUITY MUTUAL FUNDS		\$ 787,306.85	\$ 760,805.36	\$ 26,501.49	\$ 10,258.00	1.30%
TOTAL EQUITIES		\$ 787,306.85	\$ 760,805.36	\$ 26,501.49	\$ 10,258.00	1.30%
ALTERNATIVE ASSETS ENHANCED YIELD EQUITY						
JPMORGAN CHASE & CO ALERIAN MLP INDEX ETN BASED ON WAP	1,700	65,382.00 38.46	63,920.00 37.60	1,462.00	3,439.00	5.26%
TOTAL EQUITY		\$ 65,382.00	\$ 63,920.00	\$ 1,462.00	\$ 3,439.00	5.26%
FIXED INCOME						
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083	3,657.313	56,103.18 15.34	53,332.69 14.58	2,770.49	782.00	1.40%
RIDGEWORTH CLASSIC SEIX FLOATING RATE HIGH INCOME FUND CL I #5203	3,028.005	27,191.48 8.98	27,315.51 9.02	-124.03	1,169.00	4.30%
TOTAL FIXED INCOME		\$ 83,294.66	\$ 80,648.20	\$ 2,646.46	\$ 1,951.00	2.34%

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER:
STATEMENT PERIOD:

64-0105-00-3
12/01/12 - 12/31/12

PORTFOLIO INVESTMENTS							
ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME	CUR. YIELD	
TOTAL ENHANCED YIELD		\$ 148,676.66	\$ 144,568.20	\$ 4,108.46	\$ 5,390.00	3.63%	
COMMODITY DIRECTIONAL							
PIMCO COMMODITY REALRETURN STRATEGY FD INS #45	8,936.537	59,338.61 6.64	80,936.32 9.06	-21,597.71	1,572.00	2.65%	
TOTAL DIRECTIONAL		\$ 59,338.61	\$ 80,936.32	\$ -21,597.71	\$ 1,572.00	2.65%	
TOTAL COMMODITY		\$ 59,338.61	\$ 80,936.32	\$ -21,597.71	\$ 1,572.00	2.65%	
TOTAL ALTERNATIVE ASSETS		\$ 208,015.27	\$ 225,504.52	\$ -17,489.25	\$ 6,962.00	3.35%	
TOTAL MARKET VALUE		\$ 1,328,974.05	\$ 1,310,086.97	\$ 18,887.08	\$ 30,655.00	2.31%	

ALANTIC TRUST

PRIVATE EALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

RECEIPTS			
	DATE	INCOME CASH	PRINCIPAL CASH
DIVIDEND INCOME			
INVESCO DISCIPLINED EQUITY FD CL Y #8542			
DIV .125 PER SH ON 30,623 SHS	12/10/12	3,849.40	
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083			
DIV .091 PER SH ON 3,606 SHS	12/04/12	328.20	
DIV .123 PER SH ON 3,628 SHS	12/31/12	446.27	
HARBOR INTERNATIONAL FUND INST #2011			
DIV 1.256 PER SH ON 46 SHS	12/18/12	58.71	
JPMORGAN CHASE & CO ALERIAN MLP INDEX ETN BASED ON WAP			
DIV .522 PER SH ON 1,700 SHS	12/07/12	888.25	

A' ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

RECEIPTS			
	DATE	INCOME CASH	PRINCIPAL CASH
LAZARD EMERGING MARKETS EQUITY PORT - INSTL #638			
DIV .356 PER SH ON 7,796 SHS	12/26/12	2,777.68	
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND CLI #1212			
DIV .099 PER SH ON 2,990 SHS	12/13/12	296.60	
PIMCO COMMODITY REALRETURN STRATEGY FD INS #45			
DIV .019 PER SH ON 8,910 SHS	12/31/12	174.02	
PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I #56			
DIV TO 12/02/12	12/03/12	858.76	
DIV TO 12/27/12	12/28/12	1,061.53	
PRUDENTIAL HIGH YIELD FUND CLASS Z #408			
DIV TO 11/30/12	12/03/12	146.51	

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

RECEIPTS			
	DATE	INCOME CASH	PRINCIPAL CASH
DIV TO 12/02/12	12/03/12	9.82	
RIDGEWORTH CLASSIC SEIX FLOATING RATE HIGH INCOME FUND CL I #5203			
DIV TO 11/30/12	12/04/12	103.38	
DIV TO 12/20/12	12/21/12	2.05	
INVESCO SHORT TERM LIQUID ASSET FUND			
DIV TO 11/30/12	12/03/12	5.95	
TEMPLETON GLOBAL BOND FUND - AD			
DIV 042 PER SH ON 5,238 SHS	12/19/12	224.72	
DIV 214 PER SH ON 5,238 SHS	12/19/12	1,122.05	
CRM MID CAP VALUE FD INSTITUTIONAL			
DIV .401 PER SH ON 2,812 SHS	12/13/12	1,128.69	

TOTAL DIVIDEND INCOME	\$ 13,482.59	\$ 0.00
TOTAL RECEIPTS	\$ 13,482.59	\$ 0.00

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

LANE, NOBLE FOUNDATION-IMA

PURCHASES			
ASSETS HELD	DATE	INCOME CASH	PRINCIPAL CASH
INVESCO DISCIPLINED EQUITY FUND CLASS I #8542			
RECD 341.865 SHS AS A REINVESTED DIV OF \$ 11.260 PER SH	12/10/12		-3,849.40
RECD 1125.409 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/10/12		-12,672.10
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083			
RECD 21.692 SHS AS A REINVESTED DIV OF \$ 15.130 PER SH	12/04/12		-328.20
RECD 29.073 SHS AS A REINVESTED DIV OF \$ 15.350 PER SH	12/31/12		-446.27
JP MORGAN MID CAP VALUE FUND CLASS I #758			
PURCHASED 3137.255 SHS 12/21/12 @ 28.05	12/24/12		-88,000.00

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PURCHASES				
	DATE	INCOME CASH	PRINCIPAL CASH	
HARBOR INTERNATIONAL FUND INST #2011				
RECD 958 SHS AS A REINVESTED DIV OF \$ 61 270 PER SH	12/18/12		-58.71	
PURCHASED 356.392 SHS 12/21/12 @ 61.73	12/24/12		-22,000.00	
LAZARD EMERGING MARKETS EQUITY PORT - INSTL #638				
RECD 145.200 SHS AS A REINVESTED DIV OF \$ 19 130 PER SH	12/26/12		-2,777 68	
RECD 260.430 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/26/12		-4,982.02	
MANAGERS AMG FUNDS - TIMES SQUARE MID CAP GROWTH FUND - IN				
RECD 330.343 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/27/12		-4,925.41	

A. ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PURCHASES				
	DATE	INCOME CASH	PRINCIPAL CASH	
PIMCO COMMODITY REALRETURN STRATEGY FD INS #45				
RECD 26.058 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/17/12		-176.67	
RECD 64.190 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/17/12		-435.21	
RECD 26.168 SHS AS A REINVESTED DIV OF \$ 6.650 PER SH	12/31/12		-174.02	
PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I #56				
RECD 75.396 SHS AS A REINVESTED DIV AT \$ 11.390 PER SH	12/03/12		-858.76	
RECD 217.478 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/17/12		-2,429.23	
RECD 196.288 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/17/12		-2,192.54	
RECD 95.290 SHS AS A REINVESTED DIV AT \$ 11.140 PER SH	12/28/12		-1,061.53	

AL ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PURCHASES				INCOME CASH	PRINCIPAL CASH
	DATE				
RIDGEWORTH CLASSIC SEIX FLOATING RATE HIGH INCOME FUND CL I #5203					
RECD 11 538 SHS AS A REINVESTED DIV AT \$ 8 960 PER SH	12/04/12				-103 38
RECD .228 SHS AS A REINVESTED DIV AT \$ 8 980 PER SH	12/21/12				-2 05
INVESCO SHORT TERM LIQUID ASSET FUND					
PURCHASES (4) 12/01/12 TO 12/31/12	12/31/12				-89,694.37
TEMPLETON GLOBAL BOND FUND - AD					
RECD 17.024 SHS AS A REINVESTED DIV OF \$ 13.200 PER SH	12/19/12				-224 72
RECD 67 423 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/19/12				-889 99
RECD .675 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/19/12				-8.91
RECD 85.004 SHS AS A REINVESTED DIV OF \$ 13.200 PER SH	12/19/12				-1,122.05

ALANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

PURCHASES			
	DATE	INCOME CASH	PRINCIPAL CASH

CRM MID CAP VALUE FD INSTITUTIONAL

RECD 37,128 SHS AS A REINVESTED DIV OF \$ 30.400 PER SH	12/13/12		-1,128.69
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TOTAL PURCHASES

\$ 0.00 \$ -240,541.91

SALES			
	DATE	PROCEEDS	COST
			REALIZED GAIN/LOSS

ASSETS HELD

INVESCO DISCIPLINED EQUITY FD CL Y
#8542

LONG TERM CAPITAL GAINS DIST OF \$ 413 PER SH ON 30,623 SH	12/10/12	12,672.10	12,672.10
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LAZARD EMERGING MARKETS EQUITY
PORT - INSTL #638

LONG TERM CAPITAL GAINS DIST OF \$ 639 PER SH ON 7,796 SH	12/26/12	4,982.02	4,982.02
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AL ANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

SALES				
	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
MANAGERS AMG FUNDS - TIMESSQUARE				
MID CAP GROWTH FUND - IN				
LONG TERM CAPITAL GAINS DIST OF \$.778 PER SH ON 6,328 SH	12/27/12	4,925.41		4,925.41
PIMCO COMMODITY REAL RETURN STRATEGY				
FD INS #45				
LONG TERM CAPITAL GAINS DIST OF \$.020 PER SH ON 8,820 SH	12/17/12	176.67		176.67
SHORT TERM CAPITAL GAINS DIST OF \$.049 PER SH ON 8,820 SH	12/17/12	435.21		435.21
PIMCO INVESTMENT GRADE CORP				
BOND FUND CLASS I #56				
LONG TERM CAPITAL GAINS DIST OF \$.120 PER SH ON 20,236 SH	12/17/12	2,429.23		2,429.23
SHORT TERM CAPITAL GAINS DIST OF \$.108 PER SH ON 20,236 SH	12/17/12	2,192.54		2,192.54
SOLD 1788 909 SHS 12/21/12 @ 11.18	12/24/12	20,000.00	-18,994.42	1,005.58

ALANTIC TRUST

PRIVATE WEALTH MANAGEMENT

LANE, NOBLE FOUNDATION-IMA

ACCOUNT NUMBER: 64-0105-00-3
STATEMENT PERIOD: 12/01/12 - 12/31/12

SALES				
	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
INVESTCO SHORT TERM LIQUID ASSET FUND				
SALES (1) 12/01/12 TO 12/31/12	12/31/12	90,000.00	-90,000.00	
TEMPLETON GLOBAL BOND FUND - AD				
LONG TERM CAPITAL GAINS DIST OF \$.169 PER SH ON 5,238 SH	12/19/12	889.99		889.99
SHORT TERM CAPITAL GAINS DIST OF \$.001 PER SH ON 5,238 SH	12/19/12	8.91		8.91
CRM MID CAP VALUE FD INSTITUTIONAL				
SOLD 2849.911 SHS 12/20/12 @ 31	12/21/12	88,347.24	-85,692.75	2,654.49
TOTAL SALES		\$ 227,059.32	\$ -194,687.17	\$ 32,372.15