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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning , 2012, and ending

VIOLET HORDES FOUNDATION
C/O ARTHUR S GEIGER & CO PO BOX 309
MORRISTOWN, NJ 07963

A Employer identification number
22-3000783

B Telephone number (see the instructions)
(973) 285-5500

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

G Check all that apply

<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 foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 1,386,626.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	59,819.	59,819.	59,819.	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	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/(loss) (att sch)					
11 Other income (attach schedule)					
See Statement 1		2,148.			
12 Total. Add lines 1 through 11		61,967.	59,819.	59,819.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	5,000.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 2	800.			800.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		5,800.			800.
25 Contributions, gifts, grants paid Part XV		48,000.			48,000.
26 Total expenses and disbursements. Add lines 24 and 25		53,800.	0.	0.	48,800.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		8,167.			
b Net investment income (if negative, enter -0)			59,819.		
c Adjusted net income (if negative, enter -0)				59,819.	

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6

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		2,946.	566.	566.
	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 instructions)				
	7	Other notes and loans receivable (attach sch) ▶				
		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)					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ See Statement 3)			1,347,513.	1,386,060.	1,386,060.
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)			1,350,459.	1,386,626.	1,386,626.
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)			0.	0.
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24	Unrestricted		1,350,459.	1,386,626.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)			1,350,459.	1,386,626.	
31	Total liabilities and net assets/fund balances (see instructions)			1,350,459.	1,386,626.	

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	1,350,459.
2	Enter amount from Part I, line 27a	2	8,167.
3	Other increases not included in line 2 (itemize) ▶ See Statement 4	3	28,000.
4	Add lines 1, 2, and 3	4	1,386,626.
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	1,386,626.

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 shares MLC Company)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]	3	

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

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

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

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

(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 (column (b) divided by column (c))
2011	75,689.	1,347,513.	0.056169
2010	70,768.	1,305,288.	0.054216
2009	74,424.	1,323,610.	0.056228
2008	57,578.	1,294,366.	0.044484
2007	52,141.	1,287,681.	0.040492

2 Total of line 1, column (d)	2	0.251589
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	0.050318
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,188,409.
5 Multiply line 4 by line 3	5	59,798.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	598.
7 Add lines 5 and 6	7	60,396.
8 Enter qualifying distributions from Part XII, line 4	8	48,800.

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)

1 a 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 instrs)			
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	1,196.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,196.
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	1,196.
6 Credits/Payments			
a 2012 estimated tax prmts and 2011 overpayment credited to 2012	6 a	1,200.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	1,200.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		5.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1.
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-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ SDGR Telephone no ▶ (973) 285-5500 Located at ▶ 105 EISENHOWER PKWY ROSELAND NJ ZIP + 4 ▶ 07068			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ▶		Yes	No
		16		X

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

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

	Yes	No
1 a 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	N/A
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <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)	2 b	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 ▶ 20 __, 20 __, 20 __, 20 __		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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Form 990-PF (2012)

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

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

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

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

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

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

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

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

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)

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

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

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? **7 b** 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 (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
RABBI KENNETH BRICKMAN 2419 KENNEDY BLVD JERSEY CITY, NJ 07304	Trustee 0	5,000.	0.	0.
JANE CANTER 11 COLLEGE DRIVE JERSEY CITY, NJ 07304	Trustee 0	0.	0.	0.
JEFF KAPLOWITZ 56 CHERRY STREET JERSEY CITY, NJ 07304	Trustee 0	0.	0.	0.

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 **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 (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		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 (see instructions)

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	1,204,751.
b Average of monthly cash balances	1 b	1,756.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,206,507.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,206,507.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	18,098.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,188,409.
6 Minimum investment return. Enter 5% of line 5	6	59,420.

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	59,420.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	1,196.
b Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	1,196.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	58,224.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	58,224.
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	58,224.

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	1 a	48,800.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	48,800.
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	48,800.

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				58,224.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009	9,777.			
d From 2010	6,868.			
e From 2011				
f Total of lines 3a through e	16,645.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 48,800.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount				48,800.
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))	9,424.			9,424.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,221.			
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 instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	7,221.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009	353.			
c Excess from 2010	6,868.			
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i></p> <p>SEE ATTACHED LISTING SEE ATTACHED LISTING SEE ATTACHED LISITNG, NJ 07963</p>	<p>see attached</p>	<p>see attac</p>	<p>see attached listing</p>	<p>48,000.</p>
<p>Total</p>			<p>▶ 3 a</p>	<p>48,000.</p>
<p><i>b Approved for future payment</i></p>				
<p>Total</p>			<p>▶ 3 b</p>	

VIOLET HORDES FOUNDATION

22-3000783

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 2,148.		
Total	<u>\$ 2,148.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL 990 PF	\$ 800.			\$ 800.
Total	<u>\$ 800.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 800.</u>

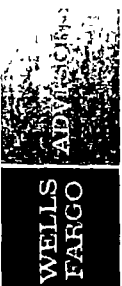
Statement 3
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
SECURITIES	\$ 1,386,060.	\$ 1,386,060.
Total	<u>\$ 1,386,060.</u>	<u>\$ 1,386,060.</u>

Statement 4
Form 990-PF, Part III, Line 3
Other Increases

Total	<u>\$ 28,000.</u>
-------	-------------------

Violet Zall-Hordes Foundation Inc. - Recipient Name & Address	2012 Amount	2011 Amount
Jewish Family Counseling Service 256 Columbia Turnpike - Suite 105 Florham Park NJ 07932	\$ 3,000	\$ 2,000
Congregation B'nai Jacob 176 West Side Ave Jersey City NJ 07305	\$ 10,500	\$ 10,000
Temple Beth El of Jersey City 2419 Kennedy Boulevard, Jersey City, NJ 07304	\$ 10,000	\$ 10,000
National Jewish Girl Scouts 33 Central Drive, Bronxville, NY 10708	\$ 7,500	\$ 7,000
United Synagogue of Hoboken 115 Park Avenue, Hoboken, NJ 07030	\$ 7,500	\$ 7,000
Camp Vacamos 256 Macopin Road, West Milford, NJ 07480	\$ 1,000	\$ 4,000
Holocaust Study Tour Program 346 Claremont Avenue Jersey City NJ 07305		\$ 4,800
Touching Humanity 55 East 9th Street NY NY 10003	\$ 5,000	\$ 4,500
Sandhills Jewish Congregation Beth Shalom PO Box 2121 Pinehurst, NC 28370	\$ 3,500	
Total Grants	\$ 48,000	\$ 49,300



SNAPSHOT

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 8585-0249

Progress summary

	THIS PERIOD	THIS YEAR
Opening value	\$1,399,016.92	\$1,347,513.40
Income earned	6,535.61	59,842.38
Change in value	-19,492.60	-21,295.85
Closing value	\$1,386,059.93	\$1,386,059.93

As a Wells Fargo Advisors Client, you can easily simplify your finances by combining all your investing and banking into a single, easy-to-manage relationship. By upgrading to the Command Asset Program, you'll have access to many more features and benefits to help you manage your finances. You'll see all your investing and banking activity on one comprehensive monthly statement. It's as simple as talking with Your Financial Advisor. Ask them today about the Command Asset Program.

Portfolio summary

ASSETS	ASSET TYPE	PREVIOUS VALUE ON NOV 30	%	CURRENT VALUE ON DEC 31	%	ESTIMATED ANN INCOME
Cash and sweep balances		270,863.02	19.36	2,618.42	0.19	0
Stocks, options & ETFs		0.00	0.00	0.00	0.00	0
Fixed income securities		1,128,153.90	80.64	1,383,441.51	99.81	55,257
Mutual funds		0.00	0.00	0.00	0.00	0
Asset value		\$1,399,016.92	100%	\$1,386,059.93	100%	\$55,257

SNAPSHOT

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Cash flow summary

	THIS PERIOD	THIS YEAR
Opening value of cash and sweep balances	\$270,863.02	
Income and distributions	6,535.61	59,842.38
Securities sold and redeemed	0 00	678,832.58
Other additions	49.79	45,187.95
Net additions to cash	\$6,585.40	\$783,862.91
Securities purchased	-274,830 00	-730,707.56
Electronic funds transfers	0 00	-56,000 00
Other subtractions	0 00	-72.02
Net subtractions from cash	-\$274,830.00	-\$786,779.58
Closing value of cash and sweep balances	\$2,618.42	

Income summary

	THIS PERIOD	THIS YEAR
TAXABLE Money market/sweep funds	1.13	8 71
Interest	6,534 48	59,809 91
Total taxable income	\$6,535.61	\$59,818.62
Total federally tax-exempt income	\$0.00	\$0.00
Total income	\$6,535.61	\$59,818.62

Gain/loss summary

	THIS PERIOD REALIZED	THIS YEAR REALIZED
Short term (S)	0 00	-5.00
Long term (L)	0.00	2,153.92
Total	\$0.00	\$2,148.92





SNAPSHOT

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 8585-0249

Your Financial Advisor

JAMES REILLY
Phone 973-467-4000 / 800-225-0174

OFFICE CENTER AT SHORT HILLS
51 JFK PARKWAY
FOURTH FLOOR
SHORT HILLS NJ 07078

Please visit us at www.wellsfargoadvisors.com.

Account profile

Full account name:
Account type
Brokerage account number.
Tax status.
Investment objective/Risk tolerance *
Time horizon *
Liquidity needs *
Cost Basis Election:
Sweep option:

VIOLET ZALL-HORDES FOUNDATION
Standard Brokerage
8585-0249
Non-Profit
CONSERVATIVE INCOME
Please Provide
Please Provide
First in, First out
BANK DEPOSIT SWEEP

*For more information, go to www.wellsfargoadvisors.com/disclosures.

Per your instructions, copies of this statement have been sent to an interested party. Please contact Your Financial Advisor for details.

For your consideration

Go paperless. Accessing all of your account documents online is easy and costs nothing. To participate, go to wellsfargoadvisors.com and click on the Access Online "Client Login" link in the upper right hand corner of the homepage. If you already have a User ID and Password, please log in and click on the "Delivery Preferences" link found under the Accounts & Services tab to turn off paper delivery of your account documents. If you do not have a User ID and Password, please click on the "Sign up online" link on the right side of the Access Online login page or call 877-879-2495 for assistance.

Document delivery status

Statements:
Trade confirmations:
Tax documents
Shareholder communications:

	Paper	Electronic
Statements:	X	
Trade confirmations:	X	
Tax documents	X	
Shareholder communications:		X

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Additional information

	THIS PERIOD	THIS YEAR	THIS PERIOD	THIS YEAR
Accrued interest on sales	0.00	51.67	49.79	45,121.39
Accrued interest on purchases	0.00	-989.08	0.00	678,780.91
Return of principal				
Gross proceeds				

Portfolio detail

Cash and Sweep Balances

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

DESCRIPTION	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP	0.01	2,618.42	0.26
Interest Period 12/01/12 - 12/31/12			
Total Cash and Sweep Balances		\$2,618.42	\$0.26

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

Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value.

Corporate Bonds

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
							ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
MORGAN STANLEY MULTI STEP UP MEDIUM TERM NOTES CALLABLE CPN 4.000% DUE 09/22/20 DTD 09/22/10 FC 03/22/11 CALL 09/22/13 @ 100 000 Moody BAA1, S&P A- CUSIP 61745EE31 Acquired 11/27/12 nc	24,000	102.76	24,669.08	100.6010	24,144.24	-524.84	264.00	960.00	3.97



VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Fixed Income Securities
Corporate Bonds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GOLDMAN SACHS GRP INC MULTI STEP UP CPN MEDIUM TERM NOTES CALLABLE CPN 3.000% DUE 12/10/27 DTD 12/10/12 FC 06/10/13 CALL 06/10/13 @ 100.000 Moody A3, S&P A- CUSIP 38141GJZ8 Acquired 12/05/12 nc	100,000	100.00	100,000.00	98.0440	98,044.00	-1,956.00	175.00	3,000.00	3.05
JPMORGAN CHASE & CO MEDIUM TERM NOTES MULTI STP UP CPN CALLABLE CPN 3.000% DUE 10/31/32 DTD 10/31/12 FC 04/30/13 CALL 10/31/22 @ 100.000 Moody A2, S&P A CUSIP 48126DX6 Acquired 10/24/12 nc Acquired 11/30/12 nc	100,000 120,000 220,000	100.00 100.34	100,000.00 120,413.00 \$220,413.00	97.9580	\$215,507.60	-\$4,905.40	\$1,100.00	\$6,600.00	3.06
JPMORGAN CHASE & CO MULTI STEP UP CPN MEDIUM TERM NOTES CALLABLE CPN 3.150% DUE 12/12/32 DTD 12/12/12 FC 06/12/13 CALL 12/12/17 @ 100.000 Moody A2, S&P A CUSIP 48126DLR8 Acquired 12/07/12 nc	135,000	100.00	135,000.00	98.5390	133,027.65	-1,972.35	224.44	4,252.50	3.19
FICS PRUDENTIAL FINL INC MULTI STEP UP CPN BOND CALLABLE CPN 0.000% DUE 12/01/37 DTD 06/11/12 FC 12/01/12 CALL 06/01/17 @ 100.000 S&P A CUSIP 33834CAG1									

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Fixed Income Securities
Corporate Bonds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 12/26/12 nc	45,000	88.50	39,830.00	86.6690	39,001.05	-828.95	N/A	N/A	N/A
Total Corporate Bonds	524,000		\$519,912.08		\$509,724.54	-\$10,187.54	\$1,763.44	\$14,812.50	2.91

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

Government Asset Backed/CMO Securities

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GNMA PASS THRU POOL 336758 CPN 7.000% DUE 10/15/22 DTD 10/01/92 FC 11/15/92 REMAIN BAL 223.71 DEC FACTOR 0.00223714 CUSIP 36224SB35 Acquired 10/29/92 nc	100,000	91.93 99.37	205.68 2,867.59	115.5350	258.46	52.78	1.31	15.65	6.05
GOVT NATL MTG ASSN POOL #367587 CPN 6.000% DUE 10/15/23 DTD 10/01/93 FC 11/15/93 REMAIN BAL 1,502.60 DEC FACTOR 0.06010414 CUSIP 36204EJ81 Acquired 10/26/93 nc	25,000	107.50 101.50	1,615.40 7,632.39	112.5530	1,691.22	75.82	7.51	90.15	5.33





VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 8585-0249

Fixed Income Securities

Government Asset Backed/CMO Securities continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FEDL NATL MTG ASSN POOL #50994 CPN 7.000% DUE 03/01/24 DTD 03/01/94 FC 04/25/94 REMAIN BAL 1,484.70 DEC FACTOR 0.01237253 CUSIP 313615UT1 Acquired 03/23/94 nc	120,000	97.12 99.50	1,442.00 8,498.70	115.4940	1,714.74	272.74	8.66	103.92	6.06
Total Government Asset Backed/CMO Securities			\$3,263.08 \$18,998.68		\$3,664.42	\$401.34	\$17.48	\$209.72	5.72
Total Remaining Balance on all Government Asset Backed/CMO Securities: \$3,211.01									

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

Taxable Municipal Bonds

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
HUDSON CNTY NJ IMPT AUTH SOLID WASTE SYS REV RFDG TAXABLE CNTY GTD SER C CPN 4.000% DUE 01/01/15 DTD 12/29/10 FC 07/01/11 Moody AA3 CUSIP 443731BW3 Acquired 12/30/10 nc	100,000	99.98 99.97	99,987.45 99,976.00	101.6350	101,635.00	1,647.55	2,000.00	4,000.00	3.93
LINDEN NJ RFDG PENSION G/O UNLTD B/E MBIA TXBL CPN 5.630% DUE 04/01/21 DTD 04/01/03 FC 10/01/03 Moody BAA2, S&P NR CUSIP 535392PU2 Acquired 07/23/09 nc	100,000	99.71	99,723.00	103.3700	103,370.00	3,647.00	1,407.50	5,630.00	5.44

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Fixed Income Securities

Taxable Municipal Bonds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
BALTIMORE MD TAXABLE CONS PUB IMPT C G/O B/E TXBL BAB CPN 4.289% DUE 10/15/21 DTD 06/09/10 FC 10/15/10 Moody AA2, S&P AA- CUSIP 059189NP1 Acquired 05/28/10 nc	50,000	101.02	50,517.50	114.3740	57,187.00	6,669.50	452.73	2,144.50	3.74
KNOX CNTY KY REF TXBL KNOX CNTY HOSP PJ G/O UNLTD B/E OID RADIAN CPN 5.800% DUE 12/01/22 DTD 12/01/06 FC 06/01/07 CALL 12/01/16 @ 100.000 S&P NR CUSIP 499422DJ9 Acquired 04/27/09 nc	30,000	94.00 92.59	28,201.22 27,783.80	99.2510	29,775.30	1,574.08	145.00	1,740.00	5.84
VIRGINIA BCH VA PUB IMPT SER A 2 BUILD AMER BDS G/O B/E TXBL CPN 4.450% DUE 03/15/23 DTD 05/25/10 FC 09/15/10 CALL 03/15/20 @ 100.000 Moody NR, S&P AAA CUSIP 927734VNO Acquired 05/28/10 nc	75,000	100.75	75,567.50	114.1130	85,584.75	10,017.25	982.71	3,337.50	3.89
NEWTON NJ TAXABLE REDEV AREA SER A G/O B/E TXBL CPN 4.300% DUE 05/15/23 DTD 10/28/10 FC 05/15/11 CALL 05/15/21 @ 100.000 Moody NR, S&P AA- CUSIP 653148EH5 Acquired 10/29/10 nc	50,000	103.75	51,880.00	107.8060	53,903.00	2,023.00	274.72	2,150.00	3.98



VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Fixed Income Securities

Taxable Municipal Bonds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
COOK CNTY IL SCH DIST 155 TXBL SER C G/O UNLTD B/E TXBL CPN 5.300% DUE 06/01/32 DTD 08/15/12 FC 12/01/12 CALL 12/01/22 @ 100.000 S&P A+	40,000	102.51	41,011.00	99.6830	39,873.20	-1,137.80	176.67	2,120.00	5.31
CUSIP 215219LG9 Acquired 07/26/12 nc									
ILLINOIS ST TXBL PENSION G/O UNLTD CUS AGM CR CPN 5.100% DUE 06/01/33 DTD 06/12/03 FC 12/01/03 Moody AA3, S&P AA- CUSIP 452152FP1 Acquired 11/28/11 nc	10,000	95.40	9,545.00	101.0030	10,100.30	555.30	42.50	510.00	5.04
ILLINOIS ST TXBL G/O UNLTD B/E OY=5.1%									
CPN 5.100% DUE 06/01/33 DTD 06/12/03 FC 12/01/03 S&P A									
CUSIP 452151LF8 Acquired 09/29/11 nc	15,000	92.03	13,804.80	98.6640	14,799.60	994.80			
Acquired 05/31/12 nc	100,000	91.74	13,766.45	98.6640	98,664.00	1,323.00			
	115,000	97.33	97,341.00						
Total			\$111,145.80		\$113,463.60	\$2,317.80	\$488.75	\$5,865.00	5.17
			\$111,107.45						
ILLINOIS ST. TXBL G/O UNLTD XLCA-ICR CPN 5.100% DUE 06/01/33 DTD 06/12/03 FC 12/01/03 Moody A2, S&P A CUSIP 452151LL5 Acquired 10/25/11 nc	15,000	92.12 91.85	13,818.78 13,783.10	98.6640	14,799.60	980.82	63.75	765.00	5.16





VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Fixed Income Securities

Taxable Municipal Bonds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
ILLINOIS ST GENERAL OBLIGATION SER B TAXABLE G/O BIE CPN 5.750% DUE 01/01/37 DTD 01/20/12 FC 07/01/12 Moody A2, S&P A CUSIP 452152KQ3 Acquired 06/29/12 nc	25,000	104.65	26,168.00	100.7800	25,195.00	-973.00	718.75	1,437.50	5.70
Total Taxable Municipal Bonds	770,000		\$766,876.65 \$766,373.75		\$818,470.05	\$51,593.40	\$8,423.40	\$38,735.50	4.73

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

Certificates of Deposit

Long-term certificates of deposit (maturity beyond one year from date of issue) are priced using a market value pricing model

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
HSBC BK USA NA CD STEP UP CPN MCLEAN VA CALLABLE FDIC INSURED CPN 3.000% DUE 02/03/23 DTD 02/03/11 FC 05/03/11 CALL 02/03/15 @ 100.000 CUSIP 40431GLL1 Acquired 01/25/11 nc	50,000	100.00	50,000.00	103.1650	51,582.50	1,582.50	238.36	1,500.00	2.90
Total Certificates of Deposit	50,000		\$50,000.00		\$51,582.50	\$1,582.50	\$238.36	\$1,500.00	2.91
Total Fixed Income Securities			\$1,340,051.81 \$1,355,284.51		\$1,383,441.51	\$43,389.70	\$10,442.68	\$55,257.72	3.99

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

VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Activity detail

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			270,863.02
12/03	Cash	INTEREST		COOK CNTY IL SCH DIST 155 TXBL SER C G/O UNLTD B/E TXBL		624.22	
12/03	Cash	INTEREST		CPN 5.300% DUE 06/01/32 DTD 08/15/12 FC 12/01/12 120112 40,000 CUSIP 215219LG9		255.00	
12/03	Cash	INTEREST		ILLINOIS ST TXBL PENSION G/O UNLTD CUS AGM CR CPN 5.100% DUE 06/01/33 DTD 06/12/03 FC 12/01/03 120112 10,000 AS OF 12/01/12 CUSIP 452152FP1		2,932.50	
12/03	Cash	INTEREST		ILLINOIS ST TXBL G/O UNLTD B/E OY=5.1% CPN 5.100% DUE 06/01/33 DTD 06/12/03 FC 12/01/03 120112 115,000 CUSIP 452151LF8		382.50	
12/03	Cash	INTEREST		ILLINOIS ST TXBL G/O UNLTD XLCA-ICR CPN 5.100% DUE 06/01/33 DTD 06/12/03 FC 12/01/03 120112 15,000 CUSIP 452151LL5		870.00	
12/03	Cash	INTEREST		KNOX CNTY KY REF TXBL KNOX CNTY HOSP PJ G/O UNLTD B/E O/D RADIAN CPN 5.800% DUE 12/01/22 DTD 12/01/06 FC 06/01/07 120112 30,000 CUSIP 499422DJ9			



VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/17	Cash	PRINCIPAL		GNMA PASS THRU POOL 336758 CPN 7.000% DUE 10/15/22 DTD 10/01/92 FC 11/15/92 121512 100,000 AS OF 12/15/12 CUSIP 36224SB35		6.25	42,407.63
12/26	Cash	INTEREST		FEDL NATL MTG ASSN POOL #50994 CPN 7.000% DUE 03/01/24 DTD 03/01/94 FC 04/25/94 122512 120,000 AS OF 12/25/12 CUSIP 313615UT1		8.84	
12/26	Cash	PRINCIPAL		FEDL NATL MTG ASSN POOL #50994 CPN 7.000% DUE 03/01/24 DTD 03/01/94 FC 04/25/94 122512 120,000 AS OF 12/25/12 CUSIP 313615UT1		30.82	
12/26	Cash	PURCHASE	45,000 00000	FICS PRUDENTIAL FINL INC MULTI STEP UP CPN BOND CALLABLE CPN 0.000% DUE 12/01/37 DTD 06/11/12 FC 12/01/12 CALL 06/01/17 @ 100.000 CUSIP 33834CAG1	88 5000	-39,830.00	2,617.29
12/31	Cash	INTEREST		BANK DEPOSIT SWEEP 123112 2,617		1.13	2,618.42

Cash sweep activity

Our Cash Sweep program allows you to earn a return on the idle cash balances in your account by automatically investing such balances into one of our cash sweep options. These 'sweep transactions' may represent a net amount for the day and occur on settlement date. The following section displays transfers into and out of your sweep option. Transactions displayed here are Transfer To, Transfer From and Reinvested Dividends and Interest. These transaction amounts are not included in your cash flow summary.

DATE	TRANSACTION	DESCRIPTION	AMOUNT	TRANSACTION	DESCRIPTION	AMOUNT
12/01	BEGINNING BALANCE		391,626.02	TRANSFER FROM	BANK DEPOSIT SWEEP	-100,000.00
12/04	TRANSFER TO	BANK DEPOSIT SWEEP	6,516.72	TRANSFER FROM	BANK DEPOSIT SWEEP	-135,000.00
12/05	TRANSFER FROM	BANK DEPOSIT SWEEP	-120,763.00	TRANSFER TO	BANK DEPOSIT SWEEP	27.89





VIOLET ZALL-HORDES FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 8585-0249

Cash sweep activity continued

DATE	TRANSACTION	DESCRIPTION	AMOUNT	DATE	TRANSACTION	DESCRIPTION	AMOUNT
12/31	REINVEST INT	BANK DEPOSIT SWEEP	1 13				
12/31	TRANSFER FROM	BANK DEPOSIT SWEEP	-39,790 34				
				12/31		ENDING BALANCE	2,618 42

Specific instructions and disclosures

Income on non-reportable accounts

Your income summary is categorized into taxable and tax-exempt income based upon the securities that you hold. Please be aware that, since this is a 1099 non-reportable account, this income will NOT be reported to the IRS, but is being provided to you for informational purposes only.

Callable bonds and preferred stock

Bonds and preferred stock that are subject to a partial call will be selected by an impartial lottery process pursuant to NYSE Rule 402.30 in which the probability of your securities being selected for redemption is proportional to the holdings of all shareholders of such securities held in street name. If a security is called prior to maturity it may affect the yield you receive. Additional information is available upon request.

Cost basis - To add or update information or modify your reporting options, please contact Your Financial Advisor.

This statement presents estimated unrealized or realized gains or losses for your information only. If acquisition or other information is not available, the gain/loss information may not be displayed and summary totals may not reflect your complete portfolio. Cost basis information is not verified by FCC or Wells Fargo Advisors and should not be relied upon for legal or tax purposes. Revisions to this information (due to corporate mergers, tenders and other reorganizations) may be required from time to time.

Cost basis for factored bonds (GNMA, CMO, etc) will be adjusted for paydown of principal. Systematic investments in mutual funds and reinvested dividends for mutual funds and stocks have been consolidated for each position. Unit cost data for systematic investments and dividend reinvestment securities is provided for informational purposes only and is a non-weighted average.

Your account statement should not be used for tax preparation without assistance from your tax consultant. We do not report capital gains or losses for non-covered securities to the IRS.

Cost basis options

Unless specific tax lots are selected at trade time, sales of tax lots will occur using the cost basis election reflected in the Account profile section