[redacted]NDAT[redacted] 04/26/2013 4 24 PM

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: The Kemmerer Family Foundation Inc.

A Employer identification number: 22-3706044

Number and street (or P O box number if mail is not delivered to street address): 323 Main Street | Room/suite:

B Telephone number (see instructions): 973-635-1760

City or town, state, and ZIP code: Chatham NJ 07928

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 42,531,365

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	4	4		
	4	Dividends and interest from securities	966,125	966,125		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	1,364,089			
	b	Gross sales price for all assets on line 6a 16,688,711				
	7	Capital gain net income (from Part IV, line 2)		1,576,066		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 2	21,462	525		
	12	**Total.** Add lines 1 through 11	2,351,680	2,542,720	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) Stmt 3	80,000	60,000		20,000
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 4	52,976	2,213		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 5	2,018	1,956		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	134,994	64,169	0	20,000
	25	Contributions, gifts, grants paid	2,110,000			2,110,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,244,994	64,169	0	2,130,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	106,686			
	b	**Net investment income** (if negative, enter -0-)		2,478,551		
	c	**Adjusted net income** (if negative, enter -0-)			0	

SCANNED MAY 2 8 2013

RECEIVED MAY 2 2013 OGDEN, UT

For Paperwork Reduction Act Notice, see instructions.

DAA

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	Savings and temporary cash investments	5,365,824	7,642,290	7,642,290
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	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) See Stmt 6	27,547,996	26,393,108	28,242,558
	c	Investments – corporate bonds (attach schedule) See Stmt 7	3,472,844	2,457,952	2,590,942
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 8	4,003,374	4,003,374	4,055,575
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	40,390,038	40,496,724	42,531,365
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	40,390,038	40,496,724	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	40,390,038	40,496,724	
	31	**Total liabilities and net assets/fund balances** (see instructions)	40,390,038	40,496,724	

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	40,390,038
2	Enter amount from Part I, line 27a	2	106,686
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	40,496,724
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	40,496,724

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Statement 1			
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) 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				
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.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	2,025,000	43,415,349	0.046642
2010	1,820,000	40,732,198	0.044682
2009	2,149,697	36,791,508	0.058429
2008	2,545,078	43,860,682	0.058026
2007	2,428,551	51,782,098	0.046899

2 **Total** of line 1, column (d)	2	0.254678
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	0.050936
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	43,164,609
5 Multiply line 4 by line 3	5	2,198,633
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,786
7 Add lines 5 and 6	7	2,223,419
8 Enter qualifying distributions from Part XII, line 4	8	2,130,000

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

DAA

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	49,571
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	49,571
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	49,571
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	47,900		
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	47,900
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	107
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,778
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶			11	

Part VII-A **Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ N/A

14 The books are in care of ▶ Kemmerer Resources Corp. Telephone no ▶ 973-635-1760
323 Main Street
Located at ▶ Chatham NJ ZIP+4 ▶ 07928-2281

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 |

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

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

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

FOUNDA[illegible]N 04/26/2013 4 24 PM

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

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
John L. Kemmerer, III Chatham Kemmerer Res Corp -323 Main Street NJ 07928	President 0.00	0	0	0
Elizabeth K. Gray Chatham Kemmerer Res Corp- 323 Main Street NJ 07928	Asst Trsurer 0.00	0	0	0
Constance A. Kemmerer Chatham Kemmerer Res Corp-323 Main Street NJ 07928	Asst Scrtry 0.00	0	0	0
Peter F. Nejes Chatham Kemmerer Res Corp-323 Main Street NJ 07928	Trsurer,Scrt 0.00	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 ▶		

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 ▶	

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	43,650,890
b	Average of monthly cash balances	1b	38,235
c	Fair market value of all other assets (see instructions)	1c	132,813
d	**Total** (add lines 1a, b, and c)	1d	43,821,938
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	43,821,938
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	657,329
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	43,164,609
6	**Minimum investment return.** Enter 5% of line 5	6	2,158,230

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	2,158,230
2a	Tax on investment income for 2012 from Part VI, line 5	2a	49,571		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	49,571
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,108,659
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,108,659
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	2,108,659

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	2,130,000
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	2,130,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,130,000

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,108,659
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			2,105,785	
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 ▶ $ 2,130,000				
a Applied to 2011, but not more than line 2a			2,105,785	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				24,215
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				2,084,444
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 XIV Private 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

Check here ▶ [X] 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 9				2,110,000
Total			▶ 3a	2,110,000
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4	
4 Dividends and interest from securities			14	966,125	
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			14	525	
8 Gain or (loss) from sales of assets other than inventory			18	1,364,089	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b Penn Virginia Resource Partne			14	20,937	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		2,351,680	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,351,680

(See worksheet in line 13 instructions to verify calculations)

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

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

DAA

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

Signature of officer or trustee: [signature] Date: 5/7/13 Title: President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Steven Minolfo	[signature]	5/7/13	

Firm's name ▶	Kemmerer Resources Corp.	PTIN	P00083377
Firm's address ▶	323 Main St Chatham, NJ 07928-2200	Firm's EIN ▶	
		Phone no	973-635-1760

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
3M Company	4/11/06	7/25/12	Purchase	$ 352,648	$ 323,390	$	$	$ 29,258
American Tower REIT	2/01/11	8/07/12	Purchase	355,026	259,163			95,863
American Tower REIT	3/21/11	8/07/12	Purchase	355,026	229,750			125,276
Anadarko Petroleum	10/05/10	12/11/12	Purchase	304,569	230,317			74,252
Apple Computer Inc	8/04/10	3/29/12	Purchase	490,140	210,198			279,942
Apple Computer Inc	11/15/10	3/29/12	Purchase	428,872	216,406			212,466
Apple Computer Inc	11/15/10	7/20/12	Purchase	61,085	30,915			30,170
Apple Computer Inc	1/19/11	7/20/12	Purchase	244,342	136,498			107,844
Apple Computer Inc	4/04/11	7/20/12	Purchase	610,855	341,233			269,622
Apple Computer Inc	6/16/11	7/20/12	Purchase	244,342	131,353			112,989
Apple Computer Inc	6/16/11	8/07/12	Purchase	373,017	197,030			175,987
Apple Computer Inc	5/17/12	8/07/12	Purchase	248,678	215,815			32,863
Apple Computer Inc	5/17/12	10/05/12	Purchase	722,489	593,491			128,998
Apple Computer Inc	7/25/12	10/05/12	Purchase	591,128	518,512			72,616
Apple Computer Inc	7/25/12	12/10/12	Purchase	530,826	576,125			-45,299
Apple Computer Inc	9/24/12	12/10/12	Purchase	106,165	137,319			-31,154
Arcelor Mittal	3/22/12	8/17/12	Purchase	79,451	98,109			-18,658

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Arcelor Mittal	3/22/12	9/17/12	Purchase	$ 84,199	$ 98,109	$	$	$ -13,910
Arcelor Mittal	4/11/12	9/17/12	Purchase	168,397	176,147			-7,750
Bank of New York Mellon	9/03/03	3/29/12	Purchase	46,847	63,605			-16,758
Bank of New York Mellon	8/05/04	3/29/12	Purchase	189,623	244,677			-55,054
Caterpillar	4/28/10	8/20/12	Purchase	179,870	139,519			40,351
Caterpillar	10/05/10	8/20/12	Purchase	179,870	158,884			20,986
Caterpillar	5/02/11	9/17/12	Purchase	185,161	231,707			-46,546
CF Industries Holdings, Inc.	11/18/11	8/21/12	Purchase	1,069,336	776,563			292,773
Chesapeake Energy	5/02/12	5/14/12	Purchase	191,396	210,115			-18,719
Citigroup	3/14/12	8/20/12	Purchase	295,088	353,844			-58,756
Deere	11/19/10	8/20/12	Purchase	154,659	156,103			-1,444
Deere	12/01/10	8/20/12	Purchase	77,330	75,611			1,719
Deere	12/01/10	8/27/12	Purchase	76,174	75,611			563
Deere	12/06/10	8/27/12	Purchase	76,174	78,050			-1,876
Exxon Mobil	10/28/10	7/27/12	Purchase	173,582	132,998			40,584
Freeport Mcmoran Copper & Go	1/21/10	8/21/12	Purchase	184,498	201,131			-16,633
General Motors	11/18/10	8/17/12	Purchase	65,589	102,990			-37,401

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
General Motors			Purchase				
	11/23/10	8/17/12	$ 65,589	$ 100,677	$	$	$ -35,088
General Motors			Purchase				
	12/06/10	8/17/12	87,452	138,554			-51,102
General Motors			Purchase				
	3/04/11	8/17/12	109,316	163,650			-54,334
General Motors			Purchase				
	10/11/11	8/17/12	109,316	112,650			-3,334
Genuine Parts			Purchase				
	4/07/06	8/06/12	321,746	228,471			93,275
Intel			Purchase				
	3/29/10	8/23/12	75,816	67,560			8,256
Intel			Purchase				
	4/14/10	8/23/12	50,544	47,020			3,524
iShares MSCI Emerging Mkts I			Purchase				
	5/23/11	8/20/12	200,845	230,150			-29,305
iShares MSCI Emerging Mkts I			Purchase				
	12/09/11	8/20/12	120,507	118,140			2,367
iShares MSCI Emerging Mkts I			Purchase				
	2/06/12	8/20/12	80,338	86,819			-6,481
J P Morgan Chase			Purchase				
	10/13/10	8/22/12	113,548	120,054			-6,506
J. C. Penney Company			Purchase				
	6/19/12	7/31/12	225,811	220,664			5,147
Juniper Networks Inc			Purchase				
	4/29/10	8/07/12	18,805	29,390			-10,585
Juniper Networks Inc			Purchase				
	6/02/10	8/07/12	56,414	75,328			-18,914
Juniper Networks Inc			Purchase				
	3/23/11	8/07/12	112,827	240,797			-127,970
Kellogg			Purchase				
	12/21/09	1/30/12	395,350	418,400			-23,050
Kraft Foods Group Inc Com			Purchase				
	10/04/10	10/05/12	31	22			9

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Market Vectors Gold Miners E			Purchase				
	8/04/11	8/17/12	$ 135,568	$ 173,798	$	$	$ -38,230
Market Vectors Gold Miners E			Purchase				
	9/07/11	8/17/12	135,568	190,917			-55,349
Market Vectors Gold Miners E			Purchase				
	9/20/11	8/17/12	180,757	258,715			-77,958
Market Vectors Gold Miners E			Purchase				
	11/02/11	8/17/12	90,378	120,363			-29,985
Merck			Purchase				
	6/14/10	2/01/12	116,693	105,415			11,278
Merck			Purchase				
	6/21/10	2/01/12	116,693	107,550			9,143
Merck			Purchase				
	7/08/10	2/01/12	77,795	71,503			6,292
Mondelez Intl Inc Cl A			Purchase				
	10/04/10	12/05/12	101,931	81,267			20,664
Mondelez Intl Inc Cl A			Purchase				
	10/18/10	12/05/12	101,931	82,680			19,251
Occidental Petroleum			Purchase				
	10/05/10	12/03/12	373,754	407,368			-33,614
Oracle Sys Corp			Purchase				
	10/28/10	7/19/12	123,711	114,944			8,767
Pfizer			Purchase				
	2/25/00	8/22/12	165,123	14,647			150,476
Phillips 66 Com			Purchase				
	4/25/11	8/20/12	64,407	55,084			9,323
Phillips 66 Com			Purchase				
	5/31/11	8/20/12	42,938	33,915			9,023
Procter & Gamble			Purchase				
	8/26/03	1/30/12	126,193	87,030			39,163
Procter & Gamble			Purchase				
	11/21/08	1/30/12	189,289	178,685			10,604
Qualcomm			Purchase				
	3/15/10	8/21/12	189,223	116,724			72,499

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Southwestern Energy	5/25/10	1/30/12	Purchase	$ 126,852	$ 143,580	$	$	$ -16,728
Southwestern Energy	6/14/10	1/30/12	Purchase	63,426	88,351			-24,925
Southwestern Energy	7/26/10	1/30/12	Purchase	63,426	75,753			-12,327
Southwestern Energy	9/15/10	1/30/12	Purchase	63,426	65,220			-1,794
SPDR Financial Select Sector	1/27/12	8/06/12	Purchase	149,097	140,700			8,397
SPDR Financial Select Sector	1/30/12	8/17/12	Purchase	120,317	111,740			8,577
SPDR Financial Select Sector	4/10/12	8/17/12	Purchase	180,476	183,960			-3,484
SPDR Select Energy Fund	1/30/12	8/17/12	Purchase	361,808	352,587			9,221
SPDR Select Energy Fund	5/08/12	8/17/12	Purchase	361,808	337,450			24,358
US Steel Corp	3/15/12	12/03/12	Purchase	215,101	293,065			-77,964
Vanguard Short-Term Bond Ind		4/02/12	Purchase	1,145				1,145
Vanguard Short-Term Bond Ind		12/24/12	Purchase	9,157				9,157
Whirlpool Bond	5/05/09	5/01/12	Purchase	1,000,000	1,000,000			
Pine Grove Offshore Fund Adjustment	Various	Various	Purchase	13				13
Total				$ 16,688,711	$ 15,112,645	$ 0	$ 0	$ 1,576,066

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Stock Litigation Proceeds	$ 525	$ 525	$
Penn Virginia Resource Partne	20,937		
Total	$ 21,462	$ 525	$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Kemmerer Resources Corp.	$ 80,000	$ 60,000	$	$ 20,000
Total	$ 80,000	$ 60,000	$ 0	$ 20,000

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Tax on Investment Income	$ 50,763	$	$	$
Foreign Tax Withheld	2,213	2,213		
Total	$ 52,976	$ 2,213	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Bank Fee	50	50		
Statutory Representation Fee	337	337		
Delaware Filing Fees	25	25		
NJ Filing Fees	25	25		
Conference Fee	1,519	1,519		
Penn Virginia Resource Partne				
K-1 Non-deductible Expense	62			
Total	$ 2,018	$ 1,956	$ 0	$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
American Tower	$ 488,913	$		$
Anadarko Petroleum	662,060	701,248		743,100
Apache	586,012	586,012		392,500
Apple	1,263,633	3,166,977		2,660,865
AT&T	247,203	247,203		337,100
Bank of America		90,633		116,100
Bank of NY	308,282			
Caterpillar	716,962	512,032		537,651
CF Industries Holdings	776,563			
Chevron Texaco	288,325	288,325		865,120
Cisco	497,284	497,284		392,988
Conoco Phillips	388,473	299,474		289,950
Citigroup		521,359		593,400
CSX	775,766	775,766		828,660
Deere	1,252,599	867,224		864,200
Exxon	708,989	747,887		865,500
Ford	140,300	415,850		453,250
Freeport Mcmoran Copper & Gold	518,567	633,752		615,600
General Electric	1,714,454	1,714,454		1,259,400
General Mills	228,249	228,249		404,200
General Motors	618,520			
Genuine Parts	228,471			
Google	535,252	833,171		990,332
Halliburton	269,961	410,554		520,350
Home Depot	188,502	188,502		618,500
International Business Machines	757,631	757,631		1,149,300
Intel	639,779	793,199		721,700
iShares Tr MSCI Emerging Markets	348,290			
JP Morgan Chase	196,351	641,723		703,506
JC Penney		249,792		197,100
Johnson and Johnson	768,490	768,490		841,200
Juniper Networks	345,516			
Kellogg	418,400			
Kraft	252,576	453,478		484,983
Market Vectors Gold Miners	743,792			
Merk	284,469			
McDonalds		577,229		529,260

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Microsoft	$ 691,976	$ 884,450		$ 801,291
Mosiac	948,462	948,462		849,450
Occidental Petroleum	407,368			
Oracle	407,357	292,413		333,200
Penn Virginia Resource Partners	52,853	34,038		491,022
Pepsico	330,918	330,918		342,150
Pfizer	1,086,005	859,380		877,776
Potash	649,426	785,324		610,350
Procter & Gamble	265,715			
Qualcomm	747,339	630,615		927,894
Sandisk	606,161	606,161		652,500
Southwestern Energy	372,903			
SPDR S&P Dividend ETF		554,360		581,600
United Parcel Service	787,405	787,405		884,760
Vanguard Emerging Markets ETF	204,395	204,395		222,650
3M	808,474	485,084		557,100
Bank of America PR	1,022,605	1,022,605		1,135,000
Total	$ 27,547,996	$ 26,393,108		$ 28,242,558

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
JP Morgan Chase & Co. 7.9% 12/31/88	$ 1,012,505	$ 1,012,505		$ 1,133,010
Kraft Foods Inc 6.0% 2/11/2013	1,504,363	1,504,363		1,457,932
Whirlpool Corp 8.0% 5/1/2012	1,021,490			
Bond Amortization Discount/(Premium)	-65,514	-58,916		
Total	$ 3,472,844	$ 2,457,952		$ 2,590,942

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Vanguard Short Term Bond Index	$ 4,003,374	$ 4,003,374		$ 4,055,575
Total	$ 4,003,374	$ 4,003,374		$ 4,055,575

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
Sawtooth Valley Mediation Chapel Stanley ID 83278	PO Box 286	501(c)3		5,000
The Gabriella Axelrad Education Fou Los Angeles CA 90005	639 South Commonwealth	501(c)3		5,000
Institute for Global Awareness Wilson WY 83014	PO Box 1210	501(c)3		10,000
Light on the Mountains Spiritual Ce Sun Valley ID 83353	PO Box 1195	501(c)3		10,000
Community Foundation of Teton Valle Driggs ID 83422	PO Box 1523	501(c)3		20,000
OHSU Foundation - Knight Cancer Ins Portland OR 97205-2021	1121 SW Salmon Street	501(c)3		20,000
St. John's Foundation Jackson WY 83001	PO Box 428	501(c)3		185,000
University of Wisconsin Foundation Madison WI 53726-4090	1848 University Avenue	501(c)3		45,000
Community Foundation of Jackson Ho Jackson WY 83001	255 E. Simpson St.	501(c)3		100,000
Wood River Community YMCA Ketchum ID 83340	PO Box 6801	501(c)3		24,000
The Hunger Coalition Bellevue ID 83313	121 Honeysuckle Street	501(c)3		25,000
Ecosystem Sciences Foundation Boise ID 83702	200 N. 9th	501(c)3		25,000
Wood River Land Trust Hailey ID 83333	119 E. Bullion Street	501(c)3		25,000
Direct Relief International Santa Barbara CA 93117	27 S. La Patera Lane	501(c)3		25,000
Santa Barbara Bird Sanctuary Santa Barbara CA 93067	PO Box 454	501(c)3		26,000
Community School Sun Valley ID 83353	PO Box 2118	501(c)3		50,000
Idaho Community Foundation Boise ID 83702	210 W. State Street	501(c)3		100,000

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
Earth Thunder Fund Houston TX 77098-3401	1925 Richmond Ave	501(c)3		10,000
New Jersey Family Policy Council Parsippany NJ 07054	PO Box 6011	501(c)3		10,000
Institute for Ethno Medicine Jackson Hole WY 83001	240 East Deloney Avenue	501(c)3		10,000
Machik Washington DC	1609 Connecticut Avenue	501(c)3		35,000
Vermont Foodbank South Barre VT 05670	PO Box 254	501(c)3		10,000
University of Santa Monic Santa Monica CA 90403	2107 Wilshire Blvd.	501(c)3		10,000
Salisbury School Salisbury CT 06068	251 Canaan Rd	501(c)3		20,000
University of Denver Denver CO 80208	2190 East Asbury Ave	501(c)3		20,000
Partners in Faith, Diocese of Pater Clifton NJ 07013	777 Valley Road	501(c)3		25,000
Corpus Christi Parish Chatham NJ 07928	234 Southern Blvd.	501(c)3		25,000
Kemmerer Library Harding New Vernon NJ 07976-0283	19 Blue Mill Road	501(c)3		25,000
Market Street Mission Morristown NJ 07960	9 Market Street	501(c)3		25,000
Oak Knoll School of the H Summit NJ 07901	44 Blackburn Road	501(c)3		25,000
Friends of Hearts for Honduras Liberty Corner NJ 07938	PO Box 118	501(c)3		25,000
College of the Atlantic Bar Harbor MN 04609	105 Eden Street	501(c)3		50,000
American Red Cross Washington DC 20006	2025 E. Street, NW	501(c)3		25,000
City Harvest New York NY 10016	6 East 32nd Street	501(c)3		25,000

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
Tragedy Assistance Program for Surv Arlington VA 22201	3033 Wilson Blvd.	501(c)3		25,000
Boys and Girls Club of Dubois Dubois WY 82513	PO Box 65			25,000
Ring Lake Ranch Dubois WY 82513	PO Box 806	501(c)3		25,000
Wyoming Community Foundation Laramie WY 82070	313 S. 2nd Street	501(c)3		250,000
St. Luke's Wood River Foundation Ketchum ID 83340	PO Box 7005	501(c)3		50,000
Jackson Hole Historical Society & M Jackson WY 83001-1005	PO Box 1005	501(c)3		50,000
Mind & Life Institute Hadley MA 01035	4 Bay Road	501(c)3		50,000
Friends of Pathways Jackson Hole WY 83001	PO Box 2062	501(c)3		50,000
Steadman Philippon Research Institu Vail CO 81657-5059	181 West Meadow Drive	501(c)3		50,000
Catholic Charities - Diocese of Tre Trenton NJ 08607-1423	PO Box 1423	501(c)3		60,000
Jersey Shore Rescue Mission Asbury Park NJ 07712	701 Memorial Drive	501(c)3		100,000
Center Management, Inc Jackson WY 83002	PO Box 10965	501(c)3		300,000
Total				2,110,000

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
JP Morgan	$ 4		14		
Total	$ 4				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
Credit Suisse	$ 775,017		14		
Bond interest	191,108		14		
Total	$ 966,125				

Other Investment Income

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
Stock Litigation Proceeds	$ 525		14	
Total	$ 525			