RETURN ON EXTENSION UNTIL AUGUST 15, 2013 (COPY ATTACHED)

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 JOAN M. WISMER FOUNDATION

A Employer identification number
23-3089181

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O JOHN ISKRANT ESQ 1600 MARKET ST | 3600

B Telephone number
(215) 751-2338

City or town, state, and ZIP code
PHILADELPHIA, PA 19103-7286

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)* ▶$ 12,457,618.

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))	(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	702,629.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	146.	146.		STATEMENT 1
	4	Dividends and interest from securities	245,309.	245,309.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	25,183.			
	b	Gross sales price for all assets on line 6a 423,552.				
	7	Capital gain net income (from Part IV, line 2)		25,183.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	973,267.	270,638.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	78,416.	23,524.		54,892.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	6,865.	2,060.		4,805.
	b	Accounting fees				
	c	Other professional fees STMT 4	90,375.	90,375.		0.
	17	Interest				
	18	Taxes STMT 5	1,279.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	8,871.	2,661.		6,210.
	22	Printing and publications				
	23	Other expenses STMT 6	120.	105.		15.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	185,926.	118,725.		65,922.
	25	Contributions, gifts, grants paid	483,600.			483,600.
	26	**Total expenses and disbursements.** Add lines 24 and 25	669,526.	118,725.		549,522.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	303,741.			
	b	**Net investment income** (if negative, enter -0-)		151,913.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
AUG 0 8 2013
OGDEN, UT
IRS-OSC

SCANNED AUG 13 2013

918
14

223501
12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.**

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	2,101,649.	2,163,367.	2,163,367.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	1,158,041.	1,777,346.	2,741,465.
	c	Investments - corporate bonds STMT 9	1,436,286.	224,078.	233,576.
	11	Investments - land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	5,482,783.	6,319,204.	7,319,210.
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	10,178,759.	10,483,995.	12,457,618.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	10,178,759.	10,483,995.	
	30	**Total net assets or fund balances**	10,178,759.	10,483,995.	
	31	**Total liabilities and net assets/fund balances**	10,178,759.	10,483,995.	

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	10,178,759.
2	Enter amount from Part I, line 27a	2	303,741.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,495.
4	Add lines 1, 2, and 3	4	10,483,995.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,483,995.

Form **990-PF** (2012)

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
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	423,552.		393,367.	25,183.

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				25,183.

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 25,183.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	375,030.	11,140,682.	.033663
2010	559,796.	9,827,630.	.056961
2009	522,076.	8,251,110.	.063273
2008	435,737.	9,464,611.	.046039
2007	597,858.	10,357,069.	.057725

2	**Total** of line 1, column (d)	2	.257661
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	.051532
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,652,983.
5	Multiply line 4 by line 3	5	600,502.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,519.
7	Add lines 5 and 6	7	602,021.
8	Enter qualifying distributions from Part XII, line 4	8	549,522.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	3,038.
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	3,038.
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	3,038.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,880.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,320.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	6,200.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,162.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 3,162. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

Form **990-PF** (2012)

223531
12-05-12

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ SCHNADER HARRISON SEGAL & LEWIS LLP Telephone no. ▶ (215) 751-2338

Located at ▶ 1600 MARKET STREET, SUITE 3600, PHILADELPHIA, PA ZIP+4 ▶ 19103

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

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

		Yes	No
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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)? N/A	1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOAN M. WISMER C/O 1600 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103	TRUSTEE 6.00	0.	0.	0.
N. JACK DILDAY C/O 1600 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103	TRUSTEE 6.00	39,208.	0.	0.
JOHN D. ISKRANT C/O 1600 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103	TRUSTEE 6.00	39,208.	0.	0.

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

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

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

Form **990-PF** (2012)

223551
12-05-12

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2012)

223561
12-05-12

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	9,833,405.
b	Average of monthly cash balances		1b	1,997,035.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	11,830,440.
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	11,830,440.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	177,457.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	11,652,983.
6	**Minimum investment return.** Enter 5% of line 5		6	582,649.

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	582,649.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 3,038.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	3,038.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	579,611.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	579,611.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	579,611.

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	549,522.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	549,522.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	549,522.

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				579,611.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			380,818.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 549,522.				
a Applied to 2011, but not more than line 2a			380,818.	
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				168,704.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				410,907.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

JOAN M. WISMER

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:

SEE STATEMENT 11

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE		PUBLIC	GENERAL	483,600.
Total			▶ 3a	483,600.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	146.	
4 Dividends and interest from securities			14	245,309.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	25,183.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		270,638.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 270,638.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 8-5-13 — Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS R. PUZYCKI		8/2/13		P01335193

Firm's name ▶ SCHNADER HARRISON SEGAL & LEWIS LLP — Firm's EIN ▶ 23-1383844

Firm's address ▶ 1600 MARKET STREET, SUITE 3600
PHILADELPHIA, PA 19103

Phone no. (215) 751-2085

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization

THE JOAN M. WISMER FOUNDATION

Employer identification number

23-3089181

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE JOAN M. WISMER FOUNDATION	23-3089181

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOAN WISMER	$ 702,629.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE JOAN M. WISMER FOUNDATION	23-3089181

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

THE JOAN M. WISMER FOUNDATION

Employer identification number

23-3089181

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

CONTINUATION FOR 990-PF, PART IV

THE JOAN M. WISMER FOUNDATION 23-3089181 PAGE 1 OF 2

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	RETURN OF PRINCIPAL CIT GROUP INC SECURED 7% DUE	P		01/23/12
b	RETURN OF PRINCIPAL CIT GROUP INC SECURED 7% DUE	P		02/21/12
c	SEE ATTACHED SCHEDULE- TRUST COMPANY OF AMERICA	P		
d	SEE ATTACHED SCHEDULE - FIRST FINANCIAL EQUITY CO	P		
e	SEE ATTACHED SCHEDULE - RBC WEALTH MANAGEMENT	P		
f	SEE ATTACHED SCHEDULE - FIRST FINANCIAL EQUITY CO	P		
g	.664 SHARES AIR PRODUCTS & CHEMICALS INC	P	05/14/12	05/15/12
h	.266 SHARES AT&T INC	P	05/01/12	05/02/12
i	.255 SHARES DOW CHEMICAL CO	P	04/30/12	05/02/12
j	.276 SHARES ISHARES DOW JONES US REAL ESTATE INDE	P	12/13/10	04/23/12
k	.477 SHARES ISHARES RUSSELL 2000 VALUE INDEX FUND	P	12/13/10	04/23/12
l	.119 SHARES ISHARES S&P NORTH AMERICAN NATURAL RE	P	12/13/10	04/23/12
m	.896 SHARES ISHARES TR S&P LATIN AMER 40 INDEX FU	P	12/13/10	04/23/12
n	.066 SHARES ISHARES TRUST DOW JONES US ENERGY SEC	P	12/13/10	04/23/12
o	.668 SHARES ISHARES TRUST S&P GLOBAL ENERGY SECTO	P	12/13/10	04/23/12

	(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	5,169.		5,554.	<385.>
b	6,490.		6,973.	<483.>
c	48,861.		59,159.	<10,298.>
d	1,022.		1,023.	<1.>
e				<5,002.>
f	317,930.		320,504.	<2,574.>
g	55.		55.	0.
h	9.		9.	0.
i	9.		9.	0.
j	17.		15.	2.
k	34.		26.	8.
l	5.		2.	3.
m	41.		14.	27.
n	3.		1.	2.
o	26.		14.	12.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<385.>
b				<483.>
c				<10,298.>
d				<1.>
e				<5,002.>
f				<2,574.>
g				0.
h				0.
i				0.
j				2.
k				8.
l				3.
m				27.
n				2.
o				12.

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). If (loss), enter "-0-" in Part I, line 8	}	3	

223591
05-01-12

THE JOAN M. WISMER FOUNDATION

CONTINUATION FOR 990-PF, PART IV

23-3089181 PAGE 2 OF 2

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	.324 SHARES MORGAN STANLEY INCOME SECS INC	P	04/27/12	05/02/12
b	.247 SHARES PIMCO HIGH INCOME FUND	P	08/03/11	05/08/12
c	.074 SHARES UNITED PARCEL SERVICE INC CLASS B	P	08/24/01	04/23/12
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6.		6.	0.
b	3.		3.	0.
c	6.			6.
d	43,866.			43,866.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				0.
b				0.
c				6.
d				43,866.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	25,183.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

THE JOAN M. WISMER FOUNDATION
EIN: 23-3089181
FORM 990-PF, CALENDAR 2012

PART X, LINE 1a - AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES

NOTE: The fair market value of securities (excluding cash) determined by averaging the fair market value of the entire securities portfolio on the first and last days of each month.

DATE	BEGINNING OF MONTH	ENDING OF MONTH	AVERAGE
01/12	8,981,184.68	9,393,874.35	9,187,529.52
02/12	9,393,874.35	9,623,148.76	9,508,511.56
03/12	9,623,148.76	10,152,099.13	9,887,623.95
04/12	10,152,099.13	10,021,179.92	10,086,639.53
05/12	10,021,179.92	9,385,759.84	9,703,469.88
06/12	9,385,759.84	9,784,780.50	9,585,270.17
07/12	9,784,780.50	9,828,349.57	9,806,565.04
08/12	9,828,349.57	10,043,965.59	9,936,157 58
09/12	10,043,965.59	10,120,000.72	10,081,983.16
10/12	10,120,000.72	10,077,181.25	10,098,590.99
11/12	10,077,181.25	9,932,807.67	10,004,994.46
12/12	9,932,807.67	10,294,252.13	10,113,529.90
TOTAL			118,000,865.71
Average Fair Market Value of Securities			9,833,405.48

THE JOAN M. WISMER FOUNDATION
EIN: 23-3089181
FORM 990-PF, CALENDAR 2012

PART X, LINE 1b - AVERAGE OF MONTHLY CASH BALANCES

DATE	BEGINNING OF MONTH	ENDING OF MONTH	AVERAGE
01/12	2,101,648.51	2,070,759.07	2,086,203.79
02/12	2,070,759.07	2,134,883.15	2,102,821.11
03/12	2,134,883.15	1,896,830.16	2,015,856.66
04/12	1,896,830.16	1,882,248.59	1,889,539.38
05/12	1,882,248.59	1,853,719.28	1,867,983.94
06/12	1,853,719.28	1,856,608.97	1,855,164.13
07/12	1,856,608.97	1,824,212.52	1,840,410.75
08/12	1,824,212.52	1,766,908.95	1,795,560.74
09/12	1,766,908.95	2,184,833.14	1,975,871 05
10/12	2,184,833.14	2,110,929 25	2,147,881.20
11/12	2,110,929.25	2,249,982 33	2,180,455.79
12/12	2,249,982.33	2,163,366.91	2,206,674.62
TOTAL			23,964,423.12
Average Monthly Cash Balance			1,997,035.26

THE JOAN M. WISMER FOUNDATION
EIN: 23-3089181
FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)
- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

	DATE	NAME AND ADDRESS	STATUS RECIPIENT	PURPOSE	AMOUNT
1	01/09/12	St. Jude Children's Research Hospital 262 Danny Thomas Place Memphis, TN 38105	Public	General	5,000.00
2	01/09/12	Kappa Alpha Theta Foundation 8740 Founders Road Indianapolis, IN 46268	Public	General	5,000.00
3	01/18/12	Marshall Legacy Institute 2425 Wilson Boulevard, Suite 313 Arlington, VA 22201	Public	General	40,000.00
4	01/24/12	University Southern California Foundation 3551 Trousdale Parkway, Suite 252 Los Angeles, CA 90089-0015	Public	General	5,000 00
5	02/16/12	Daughters of the Nile Foundation 411 Windsor Lane - Northwoods New Braunfels, TX 78132-3837	Public	General	5,000.00
6	03/05/12	International Medical Corps 1919 Santa Monica Blvd, Suite 400 Santa Monica, CA 90404	Public	General	3,000.00
7	03/06/12	Kappa Alpha Theta Foundation 8740 Founders Road Indianapolis, IN 46268	Public	General	5,000 00
8	03/12/12	The Rotary Foundation of Rotary International 1560 Sherman Avenue Evanston, IL 60201	Public	General	2,000.00
9	03/12/12	Greenwich Chaplaincy Services Inc 70 Parsonage Road Greenwich, CT 06830	Public	General	25,000 00
10	03/13/12	Daughters of the Nile Foundation 411 Windsor Lane - Northwoods New Braunfels, TX 78132-3837	Public	General	5,000.00
11	03/14/12	Las Floristas Inc c/o Rancho Los Amigos Hospital Dept. of Pediatrics 7601 Imperial E Highway Downey, CA 92801	Public	General	25,000.00

THE JOAN M. WISMER FOUNDATION
EIN: 23-3089181
FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)
- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

	DATE	NAME AND ADDRESS	STATUS RECIPIENT	PURPOSE	AMOUNT
12	03/14/12	Las Floristas Inc c/o Rancho Los Amigos Hospital Dept. of Pediatrics 7601 Imperial E. Highway Downey, CA 92801	Public	General	25,000.00
13	03/19/12	Marshall Legacy Institute 2425 Wilson Boulevard, Suite 313 Arlington, VA 22201	Public	General	40,000.00
14	03/21/12	YMCA of Greater Long Beach 3605 Long Beach Blvd, Suite 210 Long Beach, CA 90807	Public	General	25,000 00
15	03/26/12	31st District Parent/Teacher School Association 17445 Cantlay Street Van Nuys, CA 91406	Public	General	35,000.00
16	05/09/12	Gift of Life International 475 Northern Boulevard #25 Great Neck, NY 11021-4802	Public	General	10,000.00
17	08/08/12	YMCA of Greater Long Beach 3605 Long Beach Blvd, Suite 210 Long Beach, CA 90807	Public	General	75,000.00
18	08/24/12	Marshall Legacy Institute 2425 Wilson Boulevard, Suite 313 Arlington, VA 22201	Public	General	40,000 00
19	09/17/12	Kappa Alpha Theta Foundation 8740 Founders Road Indianapolis, IN 46268	Public	General	500.00
20	09/24/12	Las Floristas Inc c/o Rancho Los Amigos Hospital Dept. of Pediatrics 7601 Imperial E Highway Downey, CA 92801	Public	General	600.00
21	10/17/12	Marshall Legacy Institute 2425 Wilson Boulevard, Suite 313 Arlington, VA 22201	Public	General	45,000 00

THE JOAN M. WISMER FOUNDATION
EIN: 23-3089181
FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)
- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

	DATE	NAME AND ADDRESS	STATUS RECIPIENT	PURPOSE	AMOUNT
22	11/02/12	Long Beach Memorial Medical Center Foundation 2801 Atlantic Avenue Long Beach, CA 90806	Public	General	22,500.00
23	11/06/12	First United Methodist Church of North Hollywood 4832 Tujunga Avenue North Hollywood, CA 91601	Public	General	5,000.00
24	11/06/12	Connecticut Friends of Bosnia Inc. 65 Perkins Road Greenwich, CT 06830	Public	General	10,000.00
25	11/16/12	Segebrush Equine Training Center for the Handicapped 131 Buttercup Road Hailey, ID 83333	Public	General	25,000.00
		TOTAL			483,600 00

Account 305066
Joan M Wismer Foundation
N Jack Dilday
6454 Los Santos Drive
Long Beach, CA 90815
Tax ID **-***9181

Long-Term Gains and Losses on Noncovered Products

Transactions from 01/01/2012 through 12/31/2012

Information Provided by
Trust Company of America
7103 S Revere Pkwy
Centennial, CO 80112
Tax ID 84-6179736
303-705-6400

Description (CUSIP)	Date of Sale or Exchange	Date of Acquisition	Shares Sold	Sales Proceeds (*)	Purchase Value Noncovered Only	Gain/Loss
DFA EMERGING MKTS VALUE FUND INST'L CLASS (DFEV X) (233203587)						
	01/11/2012	04/11/2007	10 6480	289 30	378.32	-89.02
	10/10/2012	04/11/2007	10 2770	289 82	365 14	-75 32
DFA INT'L CORE EQUITY PORTFOLIO INSTL CLASS (DFIE X) (233203371)						
	01/11/2012	04/02/2007	308 8530	2,906 31	4,299.23	-1,392 92
	10/10/2012	04/02/2007	309.2290	3,073.74	4,304.47	-1,230.73
DFA INTL SMALL CAP VALUE FUND INST'L CLASS (DISV X) (233203736)						
	01/11/2012	10/16/2006	100.4400	1,397.12	2,033 91	-636 79
	10/10/2012	10/16/2006	100 1230	1,488 83	2,027 49	-538 66
DFA REAL ESTATE SECURITIES FUND (DFRE X) (233203835)						
	01/11/2012	10/16/2006	181.4000	4,237.52	5,813.87	-1,576 35
DFA TAX MGD INTL VALUE FUND (DTMI X) (233203546)						
	01/11/2012	10/16/2006	113.0620	1,387.27	2,147 05	-759 78
	10/10/2012	10/16/2006	117 3850	1,490.79	2,229.14	-738.35
DFA TAX MGD MKTWIDE VALUE FUND (DTMM X) (233203561)						
	01/11/2012	10/16/2006	575.3260	8,624.15	9,901 36	-1,277 21
	10/10/2012	10/16/2006	504 0640	8,458.20	8,674.94	-216.74
DFA US CORE EQUITY 2 PORTFOLIO INST'L CLASS (DFQT X) (233203397)						
	01/11/2012	04/02/2007	808.6110	8,886.64	9,687.16	-800.52
DFA US LARGE CAP VALUE FUND INST'L CLASS (DFLV X) (233203827)						
	01/11/2012	10/16/2006	107.1880	2,149.12	2,657 19	-508.07
	10/10/2012	10/16/2006	94 5700	2,118.38	2,344.39	-226.01
DFA US TARGETED VALUE PORTFOLIO INST'L CLASS (DFFV X) (233203595)						
	01/11/2012	04/02/2007	129 7300	2,064.00	2,294.92	-230 92
				48,861.19	59,158.58	-10,297.39

*Sales proceeds less commissions and option premiums.

FFEC LONG BEACH - MANAGED
REALIZED CAPITAL GAINS AND LOSSES
01/01/2012 - 12/31/2012

v. 7.0.101

Joan M Wismer Foundation
Attn Joan M Wismer
6454 Los Santos Dr
Long Beach CA 90815

Entity: FFEC Long Beach - Managed
Account Executive: N. Jack Dilday, Jr
Managed
Phone: N/A
Account Number: 399353599 basl
Current Accounting Method. FIFO
Run Date & Time: 07/18/2013 07:24:08

SECURITY ACCOUNTING METHOD	DESCRIPTION QUANTITY *CURRENT FACE	S/L TERM	PURCHASE DATE	UNIT COST	TOTAL COST	DATE SOLD	SELL PRICE	TOTAL PROCEEDS	REALIZED GAIN (LOSS)	PERCENT GAIN (LOSS)
CORPORATE BONDS										
.06050XPA5	BANK OF AMERICA CORP SERIES NOTZ FULL CALL 08/15/12 @ 100 CALLABLE 2/15/07 @ 100 4 850% Due: 2/15/2014									
	70,000.000	LT	02/04/2004	100.00	70,000.00	08/15/2012	100.00	70,000.00	0.00	0.00%
74456QAJ5	PUBLIC SERVICE ELEC & GAS 1ST MTG SER B CALL @ MAKE WHOLE +20BP 5 125% Due: 9/1/2012									
	50,000.000	LT	12/30/2009	101.00792	50,503.96	09/04/2012	100.00	50,000 00	(503 96)	(1.00)%
CORPORATE BONDS.										
TOTAL SHORT TERM	0.000				$0.00			$0.00	$0.00	N/A
TOTAL LONG TERM.	120,000 000				$120,503.96			$120,000.00	$(503.96)	(0 42)%
MUTUAL FUNDS										
HSTGX	JP MORGAN SHORT TERM BOND FD II CL A CLOSED TO ALL PURCHASES									
	22,675.737	LT	12/29/2009	8.82	200,000.00	11/29/2012	8.7287	197,929.70	(2,070.30)	(1 04)%
	20 756	ST	05/02/2012	8.740123	181.41	11/29/2012	8.7287	181.17	(0.24)	(0 13)%
	18.199	ST	06/04/2012	8.73015	158.88	11/29/2012	8.7287	158 85	(0.03)	(0.02)%
	18 234	ST	07/03/2012	8.719974	159.00	11/29/2012	8.7287	159.16	0.16	0.10%
	18 207	ST	08/02/2012	8.740045	159.13	11/29/2012	8.7287	158.92	(0.21)	(0.13)%
	18 222	ST	09/05/2012	8.739985	159.26	11/29/2012	8.7287	159.05	(0 21)	(0.13)%
	15.632	ST	10/02/2012	8.739765	136 62	11/29/2012	8.7287	136.45	(0.17)	(0 12)%
	7 838	ST	11/02/2012	8.720337	68.35	11/29/2012	8.7287	68.42	0.07	0.10%
	22,792 825				$201,022.65			$198,951.72	$(2,070.93)	(1.03)%
MUTUAL FUNDS:										
TOTAL SHORT TERM	117 088				$1,022.65			$1,022.02	$(0.63)	(0.06)%
TOTAL LONG TERM	22,675.737				$200,000.00			$197,929.70	$(2,070 30)	(1 04)%
SHORT TERM / LONG TERM ACCOUNT TOTALS:										
TOTAL SHORT TERM.	117.088				$1,022.65			$1,022.02	$(0.63)	(0.06)%
TOTAL LONG TERM	142,675 737				$320,503.96			$317,929.70	$(2,574 26)	(0 80)%
SHORT POSITIONS / LONG POSITIONS ACCOUNT TOTALS:										
NET LONG POSITIONS	142,792.825				$321,526.61			$318,951.72	$(2,574.89)	(0 80)%

Joan M Wismer Foundation
Attn. Joan M Wismer
6454 Los Santos Dr
Long Beach CA 90815

Entity FFEC Long Beach - Managed
Account Executive: N. Jack Dilday, Jr
Managed
Phone N/A
Account Number: 399353599 basl
Current Accounting Method FIFO
Run Date & Time: 07/18/2013 07 24:09

SECURITY ACCOUNTING METHOD	DESCRIPTION QUANTITY *CURRENT FACE	S/L TERM	PURCHASE DATE	UNIT COST	TOTAL COST	DATE SOLD	SELL PRICE	TOTAL PROCEEDS	REALIZED GAIN (LOSS)	PERCENT GAIN (LOSS)
GRAND TOTAL·	142,792.825				$321,526.61			$318,951.72	$(2,574.89)	(0.80)%

WASH SALE DEFERRED LOSS GRAND TOTAL:

DEFERRED LOSS· 0 00*

This report is given as a courtesy to our clients. Southwest Securities makes no warranties as to the completeness or accuracy of this information and specifically disclaims any liability arising from your use or reliance on this information. Southwest Securities, Inc does not offer tax advice . You are solely responsible for the accuracy of cost basis and gain/loss information reported to tax authorities.

ACCOUNT STATEMENT
2012 ANNUAL STATEMENT
DUPLICATE COPY

0.58

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
0 704	AFLAC INC	AFL	08/12/09	29.69	04/23/12	29.80	0.11
0.111	AIR PRODUCTS & CHEMICALS INC	APD	10/11/04	6.03	04/23/12	9.91	3.88
0.294	AT&T INC	T	12/23/09	8.22	04/23/12	9.04	0.82
0.651	BEAM INC	BEAM	10/11/04	34.61	04/23/12	36.81	2.20
0.385	BP P L C SPONSORED ADR (FRM BP AMOCO PLC)	BP	06/08/04	20.89	04/23/12	16.39	-4.50
0.683	CALIFORNIA WATER SERVICE GROUP	CWT	08/12/09	13.40	04/23/12	12.02	-1.38
0 369	CARNIVAL CORP COMMON PAIRED STOCK	CCL	10/11/04	18.07	04/23/12	12.05	-6.02

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
0.103	CHEVRON CORPORATION	CVX	05/02/03	3.34	04/23/12	10.64	7.30
7,517.000	CIT GROUP INC SECURED	125581FV5	05/16/03	8,287.02	01/23/12	7,517.00	-770.02
7,427.000	CIT GROUP INC SECURED	125581FV5	02/04/04	8,287.02	01/23/12	7,427.00	-860.02
12,529.000 *	CIT GROUP INC SECURED	125581FW3	05/16/03	2,777.18	01/23/12	2,600.29	-176.89
12,529.000 *	CIT GROUP INC SECURED	125581FW3	05/16/03	3,486.72	02/21/12	3,264.64	-222.08
12,529.000	CIT GROUP INC SECURED	125581FW3	05/16/03	7,117.40	03/09/12	6,664.06	-453.34
12,379.000 *	CIT GROUP INC SECURED	125581FW3	02/04/04	2,777.18	01/23/12	2,569.16	-208.02
12,379.000 *	CIT GROUP INC SECURED	125581FW3	02/04/04	3,486.73	02/21/12	3,225.56	-261.17
12,379.000	CIT GROUP INC SECURED	125581FW3	02/04/04	7,117.40	03/09/12	6,584.28	-533.12
17,541.000	CIT GROUP INC SECURED	125581FX1	05/16/03	18,295.61	03/09/12	17,541.00	-754.61
17,331.000	CIT GROUP INC SECURED	125581FX1	02/04/04	18,295.61	03/09/12	17,331.00	-964.61
50,000.000	DEERE JOHN CAPITAL CORP	244217BG9	12/30/09	50,000.00	03/15/12	50,000.00	0.00
0.237	DOW CHEMICAL CO.	DOW	10/11/04	8.31	04/23/12	8.31	0.00
0.324	DUN & BRADSTREET CORP NEW	DNB	02/11/04	17.55	04/23/12	25.46	7.91
0.422	INTEL CORP	INTC	06/10/03	9.24	04/23/12	11.70	2.46
0.754	INTERNATIONAL BUSINESS MACHINES CORP	IBM	05/02/03	64.83	04/23/12	150.61	85.78
0.157	ISHARES DOW JONES U S REAL ESTATE INDEX FUND	IYR	05/02/03	6.39	04/23/12	9.75	3.36
0.157	ISHARES INC MSCI UNITED KINGDOM INDEX FD	EWU	11/13/03	2.29	04/23/12	2.71	0.42
0.612	ISHARES INC MSCI EMU INDEX FD	EZU	11/13/03	17.05	04/23/12	17.75	0.70

ACCOUNT STATEMENT
2012 ANNUAL STATEMENT
DUPLICATE COPY

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
0.398	ISHARES MSCI EAFE INDEX FUND	EFA	11/13/03	16.80	04/23/12	21.07	4.27
0.350	ISHARES NASDAQ BIOTECHNOLOGY INDEX FD	IBB	11/13/03	24.48	04/23/12	42.31	17.83
0.792	ISHARES RUSSELL 1000 VALUE INDEX FUND	IWD	12/30/09	45.82	04/23/12	54.19	8.37
0.038	ISHARES TR RUSSELL MICROCAP INDEX FUND	IWC	08/26/05	1.89	04/23/12	1.89	0.00
0.511	ISHARES TRUST BARCLAYS 1-3 YEAR TREASURY BD FD	SHY	10/29/03	42.18	04/23/12	43.22	1.04
0.005	ISHARES TRUST BARCLAYS 20+YEAR TREASURY BD FD	TLT	10/29/03	0.48	04/23/12	0.66	0.18
0.376	ISHARES TRUST BARCLAYS 7-10 YEAR TREASURY BOND FD	IEF	10/29/03	31.97	04/23/12	39.61	7.64
0.739	ISHARES TRUST DOW JONES US INDUSTRIAL SECTOR INDEX FUND	IYJ	12/30/09	39.74	04/23/12	51.46	11.72
0.701	ISHARES TRUST DOW JONES US TELECOMM SECTOR INDEX FUND	IYZ	11/13/03	13.67	04/23/12	15.08	1.41
0.018	ISHARES TRUST MSCI EMERGING MARKETS INDEX FUND	EEM	11/13/03	0.31	04/23/12	0.79	0.48
0.704	ISHARES TRUST RUSSELL 3000 VALUE INDEX FUND	IWW	12/30/09	53.26	04/23/12	63.06	9.80
0.224	ISHARES TRUST S&P GLOBAL HEALTHCARE SECTOR INDEX FUND	IXJ	11/13/03	10.02	04/23/12	13.44	3.42
0.221	ISHARES TRUST S&P GLOBAL FINLS SECTOR INDEX FUND	IXG	11/13/03	12.37	04/23/12	9.02	-3.35
70,000.000	JOHN HANCOCK LIFE INSURANCE CO	41013MJ35	02/04/04	70,000.00	02/15/12	70,000.00	0.00
0.103	KIMBERLY CLARK CORP	KMB	10/11/04	6.51	04/23/12	7.78	1.27
0.791	MEDTRONIC INC	MDT	05/02/03	30.00	04/23/12	30.00	0.00
0.013	MEDTRONIC INC	MDT	04/27/12	0.64	05/02/12	0.52	-0.12
0.882	MICROSOFT CORP	MSFT	05/02/03	22.86	04/23/12	27.37	4.51
0.260	MORGAN STANLEY INCOME SECS INC	ICB	12/30/09	4.17	04/23/12	4.62	0.45
0.343	PFIZER INC	PFE	12/04/01	14.87	04/23/12	7.67	-7.20

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
Long Term							
0.590	PIMCO HIGH INCOME FUND	PHK	12/08/09	6.03	04/23/12	7.56	1.53
0.724	TEXAS INSTRUMENTS INCORPORATED	TXN	11/15/04	18.04	04/23/12	23.66	5.62
0.942	UNITEDHEALTH GROUP INC	UNH	02/11/04	27.90	04/23/12	55.36	27.46
0.104	US BANCORP DEL COM NEW	USB	10/31/03	2.83	04/23/12	3.27	0.44
0.910	VIACOM INC NEW CLASS B	VIAB	12/11/02	43.03	04/23/12	43.03	0.00
0.439	WELLS FARGO & CO	WFC	02/11/04	12.74	04/23/12	14.57	1.83
Long Term Subtotal							-5,002.24

** Return of principal, quantity represents face value*

A - Certain cost basis information is not available for this tax lot, therefore, gain/loss and term are not known. Please contact your Financial Advisor for more information.

DUPLICATE STATEMENTS

This statement is a duplicate. The original was sent to:

JOAN M WISMER FOUNDATION
6454 LOS SANTOS DRIVE
LONG BEACH CA 90815-3409

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

SOURCE	AMOUNT
FIRST FINANCIAL EQUITY CORP - INTEREST	134.
TRUST COMPANY OF AMERICA - INTEREST	12.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	146.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST FINANCIAL EQUITY CORP - DIVIDENDS	60,320.	0.	60,320.
FIRST FINANCIAL EQUITY CORP - INTEREST	13,403.	0.	13,403.
FIRST FINANCIAL EQUITY CORP - QUALIFIED 5 YEAR GAIN	1,122.	1,122.	0.
FIRST FINANCIAL EQUITY CORP - SHORT TERM CAPITAL GAIN DIVIDENDS	396.	0.	396.
RBC DAIN RAUSCHER ACCT - DIVIDENDS	22,559.	0.	22,559.
RBC DAIN RAUSCHER ACCT - INTEREST	8,469.	0.	8,469.
RBC DAIN RAUSCHER ACCT - LONG TERM CAPITAL GAIN DIVIDENDS	29.	29.	0.
RBC DAIN RAUSCHER ACCT - SHORT TERM CAPITAL GAIN DIVIDENDS	88.	0.	88.
TRUST COMPANY OF AMERICA - DIVIDENDS	138,472.	0.	138,472.
TRUST COMPANY OF AMERICA - LONG TERM CAPITAL GAIN DIVIDENDS	42,715.	42,715.	0.
TRUST COMPANY OF AMERICA - SHORT TERM CAPITAL GAIN DIVIDENDS	1,602.	0.	1,602.
TOTAL TO FM 990-PF, PART I, LN 4	289,175.	43,866.	245,309.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SCHNADER HARRISON SEGAL & LEWIS LLP	6,865.	2,060.		4,805.
TO FM 990-PF, PG 1, LN 16A	6,865.	2,060.		4,805.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RBC DAIN RAUSCHER - INVESTMENT MANAGEMENT FEE	17,713.	17,713.		0.
TRUST COMPANY OF AMERICA - INVESTMENT ADVISOR FEE	38,676.	38,676.		0.
TRUST COMPANY OF AMERICA - CUSTODIAN FEE	3,122.	3,122.		0.
FIRST FINANCIAL EQUITY CORP - INVESTMENT ADVISORY FEE	30,864.	30,864.		0.
TO FORM 990-PF, PG 1, LN 16C	90,375.	90,375.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 ESTIMATED EXCISE TAX	1,279.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,279.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMMONWEALTH OF PA - FILING FEE	15.	0.		15.
CHECK FEE	23.	23.		0.
BOOKKEEPING	82.	82.		0.
TO FORM 990-PF, PG 1, LN 23	120.	105.		15.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
ADJUSTMENT TO BOOK VALUE OF SECURITIES	1,495.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,495.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
US EQUITIES HELD AT FIRST FINANCIAL	1,777,346.	2,741,465.
INTERNATIONAL EQUITIES	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,777,346.	2,741,465.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME SECURITIES HELD AT FIRST FINANCIAL	224,078.	233,576.
TOTAL TO FORM 990-PF, PART II, LINE 10C	224,078.	233,576.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS HELD AT TRUST COMPANY OF AMERICA	COST	5,991,911.	6,962,869.
OTHER ASSETS HELD AT TRUST COMPANY OF AMERIC	COST	66,967.	82,780.
MUTUAL FUNDS HELD AT FIRST FINANCIAL	COST	260,326.	273,561.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,319,204.	7,319,210.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN D. ISKRANT
1600 MARKET STREET, SUITE 3600
PHILADELPHIA, PA 19103

TELEPHONE NUMBER

(215) 751-2338

EMAIL ADDRESS

JISKRANT@SCHNADER.COM

FORM AND CONTENT OF APPLICATIONS

THERE IS NO REQUIRED FORM. ALL INFORMATION REQUESTING ORGANIZATION DEEMS APPROPRIATE SHOULD BE SUBMITTED.

ANY SUBMISSION DEADLINES

APPLICATIONS WILL BE CONSIDERED WHEN RECEIVED.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THERE ARE NO RESTRICITONS OR LIMITATIONS, OTHER THAN THEY BE FOR QUALIFIED USES.