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POSTMARK

Form 990-PF

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

2012

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

POSTMARK DATE MAY 09 2013

Name of foundation: EARL KOONS SCHOLARSHIP; Employer identification number: 23-6419827; Telephone number: 888-866-3275; City: PROVIDENCE, RI 02901-1802; Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total 9,525) and Operating and Administrative Expenses (Total 5,763).

SCANNED MAY 16 2013

Stamp: MAY 13 2013 OGDEN UT

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	NONE		
	2	Savings and temporary cash investments	6,730.	7,270.	7,270.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	NONE		
	b	Investments - corporate stock (attach schedule) STMT 5	90,061.	89,689.	92,074.
	c	Investments - corporate bonds (attach schedule)	NONE		
	11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)	NONE			
12	Investments - mortgage loans	NONE			
13	Investments - other (attach schedule) STMT 6	NONE	3,009.	3,250.	
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)	NONE			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	96,791.	99,968.	102,594.	
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)		NONE		
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. X				
	27	Capital stock, trust principal, or current funds	96,791.	99,968.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE			
30	Total net assets or fund balances (see instructions)	96,791.	99,968.		
31	Total liabilities and net assets/fund balances (see instructions)	96,791.	99,968.		

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)	96,791.
2	Enter amount from Part I, line 27a	3,762.
3	Other increases not included in line 2 (itemize) ROUNDING	3.
4	Add lines 1, 2, and 3	100,556.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 7	588.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	99,968.

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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 22,279.		23,130.	-851.		
b 23,057.		15,764.	7,293.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col. (h))		
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			-851.		
b			7,293.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	6,443.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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			
2010			
2009			
2008			
2007			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 36.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns for Yes/No. Includes questions about political campaigns, tax returns, and substantial contributors.



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 ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>US TRUST FIDUCIARY TAX SERVICES</u> Telephone no. ▶ <u>(888) 866-3275</u> Located at ▶ <u>P.O. BOX 1802, PROVIDENCE, RI</u> ZIP+4 ▶ <u>02901</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input checked="" type="checkbox"/>	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
				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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>			
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ <u>2010</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	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)? (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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA, NA PO BOX 1802, PROVIDENCE, RI 02901	TRUSTEE 1	108.		- 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

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



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

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE ----- -----	
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 NONE ----- -----	
2 ----- -----	
All other program-related investments See instructions 3 NONE ----- -----	

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	92,819.
b	Average of monthly cash balances	1b	9,390.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	102,209.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	102,209.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,533.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	100,676.
6	Minimum investment return. Enter 5% of line 5	6	5,034.

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	5,034.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	188.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	188.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,846.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	4,846.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,846.

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	5,543.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,543.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,543.

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				4,846.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			4,783.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		1,385.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ \$ <u>5,543.</u>				
a Applied to 2011, but not more than line 2a			4,783.	
b Applied to undistributed income of prior years (Election required - see instructions)		760.		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		625.		
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		625.		
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				4,846.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			



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

NOT APPLICABLE

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)

Table with 5 columns: Tax year (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts used for active conduct), 2e (Qualifying distributions for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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 [] 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:

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 <i>Paid during the year</i> SEE ATTACHMENT	NONE	PUBLIC	SCHOLARSHIP	5,500.
Total ▶ 3a				5,500.
b <i>Approved for future payment</i>				
Total ▶ 3b				

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ARTIO GLOBAL HIGH INCOME FUND CL I	84.	82.
BOFA MONEY MARKET RESERVES INSTITUTIONAL	12.	12.
BOFA MONEY MARKET RESERVES CAPITAL CLASS	2.	2.
INTERM GOVT/CREDIT BOND CTF	580.	580.
INTERNATIONAL EQUITY CTF	139.	139.
LARGE CAP VALUE QUANTITATIVE CTF	202.	202.
SMALL CAP GROWTH LEADERS CTF (FORMERLY S	12.	12.
EMERGING MARKETS STOCK COMMON TRUST FUND	81.	81.
MID CAP VALUE CTF	42.	42.
SMALL CAP VALUE CTF	29.	29.
MID CAP GROWTH CTF	18.	18.
DIVIDEND INCOME COMMON TRUST FUND	3.	3.
IVY ASSET STRATEGY FUND CL I	29.	29.
MFS EMERGING MKTS DEBT FUND CL I	10.	10.
PIMCO HIGH YIELD FUND	413.	413.
PERMANENT PORTFOLIO	11.	11.
PIMCO COMMODITY REALRETURN STRATEGY FUND	40.	40.
PIMCO ALL ASSET ALL AUTH FUND INSTL CL	221.	221.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	59.	59.
VANGUARD REIT ETF	40.	27.
LARGE CAP GROWTH CTF	93.	93.
GOVERNMENT CREDIT CTF	967.	967.
TOTAL	3,087.	3,072.

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SMALL CAP GROWTH LEADERS CTF (FORMERLY S EMERGING MARKETS STOCK COMMON TRUST FUND POWERSHARES DB COMMODITY INDEX TRACKING	2. -7.	2. -7. 1.
TOTALS	-5.	-4.

TOTALS

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	30.	30.
EXCISE TAX ESTIMATES	125.	
	-----	-----
TOTALS	155.	30.
	=====	=====

FILED

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP EXPENSES		14.
TOTALS	-----	14. =====

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
922908553 VANGUARD REIT ETF	2,000.	1,974.
466001864 IVY ASSET STRATEGY F	970.	980.
693390841 PIMCO HIGH YIELD FD	8,872.	9,246.
714199106 PERMANENT PORTFOLIO	1,972.	1,986.
72200Q182 PIMCO ALL ASSET ALL	3,940.	4,115.
77956H104 ROWE T PRICE INTL FD	2,991.	3,028.
1261291M7 INTERM GOVT/CREDIT B	17,605.	17,886.
993361880 GOVERNMENT CREDIT CT	26,463.	26,263.
1261292H7 INTERNATIONAL EQUITY	2,376.	3,122.
202670915 LARGE CAP VALUE QUAN	6,531.	6,114.
207543877 SMALL CAP GROWTH LEA	1,306.	1,456.
29099J109 EMERGING MARKETS STO	3,913.	4,202.
302993993 MID CAP VALUE CTF	1,662.	2,245.
303995997 SMALL CAP VALUE CTF	1,093.	1,388.
323991307 MID CAP GROWTH CTF	1,684.	1,930.
993360882 LARGE CAP GROWTH CTF	6,311.	6,139.
TOTALS	89,689.	92,074.

EARL KOONS SCHOLARSHIP

23-6419827

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
73935S105 POWERSHARES DB COMMO	C	3,009.	3,250.
TOTALS		3,009.	3,250.



FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

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DESCRIPTION -----	AMOUNT -----
CTF ADJ	200.
INC. ADJ	76.
PARTNERSHIP ADJ	312.

TOTAL	588.
	=====

EARL KOONS SCHOLARSHIP
 Schedule D Detail of Long-term Capital Gains and Losses

23 - 6419827

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
OTHER GAINS AND LOSSES					
22.607 INTERM GOVT/CREDIT BOND CTF	10/25/2002	03/31/2012	288.00	285.00	3.00
25.097 INTERM GOVT/CREDIT BOND CTF	10/25/2002	08/31/2012	326.00	321.00	5.00
22.681 INTERNATIONAL EQUITY CTF	10/24/2003	02/29/2012	432.00	502.00	-70.00
22.231 INTERNATIONAL EQUITY CTF	11/19/2004	02/29/2012	423.00	527.00	-104.00
170.07 INTERNATIONAL EQUITY CTF	10/31/2008	02/29/2012	3,239.00	2,042.00	1,197.00
88.962 INTERNATIONAL EQUITY CTF	10/31/2008	03/31/2012	1,696.00	1,082.00	614.00
233.645 LARGE CAP VALUE QUANTITATIVE	09/19/2003	02/29/2012	2,992.00	2,952.00	40.00
55.918 LARGE CAP VALUE QUANTITATIVE	09/19/2003	03/31/2012	735.00	736.00	-1.00
1.303 LARGE CAP VALUE QUANTITATIVE CTF	11/19/2004	03/31/2012	17.00	19.00	-2.00
5.516 SMALL CAP GROWTH LEADERS CTF (FORMERLY SMALL CAP GROWTH CTF)	10/31/2008	02/29/2012	86.00	69.00	17.00
44.142 SMALL CAP GROWTH LEADERS CTF	02/28/2009	02/29/2012	690.00	523.00	167.00
27.086 MID CAP GROWTH CTF	04/22/2005	02/29/2012	530.00	501.00	29.00
.032 DIVIDEND INCOME COMMON TRUST FUND	07/31/2011	09/14/2012	1.00	1.00	
12.63 LARGE CAP GROWTH CTF	11/08/2002	02/29/2012	1,118.00	993.00	125.00
2.16 LARGE CAP GROWTH CTF	04/11/2003	02/29/2012	191.00	170.00	21.00
23.956 LARGE CAP GROWTH CTF	11/19/2004	02/29/2012	2,120.00	2,057.00	63.00
8.628 LARGE CAP GROWTH CTF	11/19/2004	03/31/2012	793.00	765.00	28.00
29.433 GOVERNMENT CREDIT CTF	10/25/2002	02/29/2012	241.00	244.00	-3.00
117.166 GOVERNMENT CREDIT CTF	10/25/2002	03/31/2012	949.00	977.00	-28.00
47.168 GOVERNMENT CREDIT CTF	10/25/2002	06/30/2012	387.00	396.00	-9.00
TOTAL OTHER GAINS AND LOSSES			17,254.00	15,162.00	2,092.00
Totals			17,254.00	15,162.00	2,092.00



GAINS AND LOSSES FROM PASS-THRU ENTITIES
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NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	799.00	

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		----- 799.00 =====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	4,055.00	
PARTNERSHIPS, TRUSTS, S CORPORATIONS		
	312.00	

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		----- 4,367.00 =====



EARL KOONS SCHOLARSHIP
FORM 990PF, PART XV - LINES 2a - 2d
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23-6419827

RECIPIENT NAME:
LEHIGHTON AREA HIGH SCHOOL, PRINCIPAL
ADDRESS:
1 INDIAN LANE
LEHIGHTON, PA 18235



FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

Posting Date	Amount	Recipient Name	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
7/9/2012	\$500	BLOOMSBURG UNIVERSITY OF PA FBO NATHANIEL KRESGE	NONE	SCHOLARSHIP	PUBLIC
7/9/2012	\$500	YORK COLLEGE OF PA FBO JOSEPH A. ORIEL	NONE	SCHOLARSHIP	PUBLIC
7/23/2012	\$500	DELAWARE VALLEY COLLEGE FBO JUSTIN FREEBY	NONE	SCHOLARSHIP	PUBLIC
8/2/2012	\$500	KUTZTOWN UNIVERSITY FBO JENNIFER BARTH	NONE	SCHOLARSHIP	PUBLIC
8/22/2012	\$500	EAST STROUDSBURG UNIVERSITY FBO SARAH SHINER	NONE	SCHOLARSHIP	PUBLIC
8/22/2012	\$500	MILLERSVILLE UNIVERSITY FBO KACIE N. SMALLEY	NONE	SCHOLARSHIP	PUBLIC
8/22/2012	\$500	KUTZTOWN UNIVERSITY FBO MEGAN TURPIN	NONE	SCHOLARSHIP	PUBLIC
8/22/2012	\$500	WILKES UNIVERSITY FBO SARAH SHINER	NONE	SCHOLARSHIP	PUBLIC
9/11/2012	\$500	WEST CHESTER UNIVERSITY FBO LINDSAY SIMMONS	NONE	SCHOLARSHIP	PUBLIC
9/12/2012	\$500	UNIVERSITY OF UTAH FBO JUSTIN ZIEGENFUS	NONE	SCHOLARSHIP	PUBLIC
10/5/2012	\$500	KUTZTOWN UNIVERSITY FBO ALEXANDRA FABIAN	NONE	SCHOLARSHIP	PUBLIC