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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

RECEIVED
MAY 09 2013

For calendar year 2012 or tax year beginning

MAY 09 2013

and ending

Name of foundation

FLUCK SADIE TR

RS

A Employer identification number
23-6647563

Number and street (or P O box number if mail is not delivered to street address)

SODEN, UT

Room/suite

Wells Fargo Bank N A - 101N Indepndence Mall E MACY1372-062

City or town, state, and ZIP code

Philadelphia

PA

19106-2112

G Check all that apply Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 132,694

J Accounting method

 Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	3,484	3,432	
	5 a Gross rents			
	b Net rental income or (loss)			
	6 a Net gain or (loss) from sale of assets not on line 10	1,859		
	b Gross sales price for all assets on line 6a	49,690		
	7 Capital gain net income (from Part IV, line 2)		1,859	
	8 Net short-term capital gain			
	9 Income modifications			
	10 a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit or (loss) (attach schedule)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11	5,343	5,291	0
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,222	1,666	556
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16 a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	500		500
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	68	35	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	24 Total operating and administrative expenses. Add lines 13 through 23	2,790	1,701	0 1,056
	25 Contributions, gifts, grants paid	3,732		3,732
	26 Total expenses and disbursements Add lines 24 and 25	6,522	1,701	0 4,788
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-1,179		
	b Net investment income (if negative, enter -0-)		3,590	
	c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	207	255	255
	2 Savings and temporary cash investments	4,274	2,659	2,659
	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 ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	122,164	122,192	129,780
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	126,645	125,106	132,694
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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 ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
Part III Analysis of Changes in Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds	126,645	125,106	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	126,645	125,106	
	31 Total liabilities and net assets/fund balances (see instructions)	126,645	125,106	

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	126,645
2 Enter amount from Part I, line 27a	2	-1,179
3 Other increases not included in line 2 (itemize) ► MUTUAL FUND & CTF INCOME ADDITIONS	3	127
4 Add lines 1, 2, and 3	4	125,593
5 Decreases not included in line 2 (itemize) ► See Attached Statement	5	487
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	125,106

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
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			0	
b			0	
c			0	
d			0	
e			0	
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	1,859
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

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	4,287	131,272	0.032657
2010	3,526	121,977	0.028907
2009	5,725	107,398	0.053306
2008	8,086	131,844	0.061330
2007	6,600	156,737	0.042109

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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

2	0.218309
3	0.043662
4	129,537
5	5,656
6	36
7	5,692
8	4,788

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)1 a Exempt operating foundations described in section 4940(d)(2), check here ► 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

6a	86		
6b			
6c			
6d			

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9 0

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10 14

11 Enter the amount of line 10 to be Credited to 2013 estimated tax ► 14 Refunded ► 11 0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

8 a 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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

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 ► WELLS FARGO BANK N.A. Telephone no ► 888-730-4933
Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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.

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)? Organizations relying on a current notice regarding disaster assistance check here ► 1b X

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 ► 20_____ , 20_____ , 20_____ , 20_____

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) 2b N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____

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) 3b N/A

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 101N Independnence Mall E MACY1372-062 Phila	Trustee 4 00	2,222		

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ►
Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 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 ►

0

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 127,384
b	Average of monthly cash balances	1b 4,126
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 131,510
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
3	Subtract line 2 from line 1d	3 131,510
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 1,973
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 129,537
6	Minimum investment return. Enter 5% of line 5	6 6,477

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 6,477
2a	Tax on investment income for 2012 from Part VI, line 5	2a 72
b	Income tax for 2012 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 72 72
3	Distributable amount before adjustments Subtract line 2c from line 1	3 6,405
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 6,405
6	Deduction from distributable amount (see instructions)	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 6,405

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 4,788
b	Program-related investments—total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 4,788
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 4,788

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				6,405
2 Undistributed income, if any, as of the end of 2012			3,407	
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 4,788			3,407	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				1,381
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				
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			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**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				►																																																								
1 b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)																																																								
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="text-align: center;">Tax year</th> <th colspan="3" style="text-align: center;">Prior 3 years</th> <th rowspan="2" style="text-align: center;">(e) Total</th> </tr> <tr> <th style="text-align: center;">(a) 2012</th> <th style="text-align: center;">(b) 2011</th> <th style="text-align: center;">(c) 2010</th> <th style="text-align: center;">(d) 2009</th> </tr> </thead> <tbody> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> </tbody> </table>			Tax year	Prior 3 years			(e) Total	(a) 2012	(b) 2011	(c) 2010	(d) 2009					0					0					0					0					0					0					0					0					0
Tax year	Prior 3 years			(e) Total																																																									
	(a) 2012	(b) 2011	(c) 2010					(d) 2009																																																					
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				0																																																									
				0																																																									
2 b	85% of line 2a																																																												
2 c	Qualifying distributions from Part XII, line 4 for each year listed																																																												
2 d	Amounts included in line 2c not used directly for active conduct of exempt activities																																																												
2 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																																																												
3 a	"Assets" alternative test—enter																																																												
	(1) Value of all assets																																																												
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)																																																												
3 b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed																																																												
3 c	"Support" alternative test—enter																																																												
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)																																																												
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)																																																												
	(3) Largest amount of support from an exempt organization																																																												
	(4) Gross investment income																																																												

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	3,732
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

FLUCK SADIE TR

23-6647563 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

LIFEQUEST FOUNDATION ATTENTION: ACCOUNTING II

Street

2100 QUAKER POINTE DRIVE, SUITE 246

City QUAKERTOWN	State PA	Zip Code 18951	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
----------------------	---	--	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 933
--	---------------

Name

CHILDREN'S DEVELOPMENTAL PROGRAM INC ATTENTION BETSY NILSEN

Street

POST OFFICE BOX 8

City QUAKERTOWN	State PA	Zip Code 18951	Foreign Country
--------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status 501(C)(3)PUBLIC CHARITY		
----------------------	--	--	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 933
--	---------------

Name

UNITED MENNONITE CHURCH

Street

180 THATCHER ROAD

City QUAKERTOWN	State PA	Zip Code 18951	Foreign Country
--------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status 501(C)(3)PUBLIC CHARITY		
----------------------	--	--	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 933
--	---------------

Name

ST. JOHN'S UCC RICHLANDTOWN

Street

PO BOX 127

City COOPERSBURG	State PA	Zip Code 18036	Foreign Country
---------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
----------------------	---	--	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 933
--	---------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount	Totas		Capital Gains/Losses		Cost, Other		Gross Sales		Cost and Expenses		Net Gain or Loss		
Check 'X' to include in Part IV			Description		CUSIP #	Purchaser		Check 'X' if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	DODGE & COX INT'L STOCK FUND	256226103	0					6/19/2007	11/19/2012		944	156	1,279		0	-535	
2	X	DODGE & COX INCOME FD FUND	256226103	0					6/19/2007	2/10/2012		936	1,020	296		0	-100	
3	X	ARTISAN INTERNATIONAL FUND	04314H204	0					8/26/2011	8/8/2012		935	880			0	105	
4	X	CREDIT SUISSE COMM RT ST	25544R305	0					8/26/2011	2/10/2012		237	291			0	-34	
5	X	DODGE & COX INCOME FD FUND	256210105	0					8/26/2011	2/10/2012		3,134	3,134			0	-48	
6	X	DODGE & COX INCOME FD FUND	256210105	0					8/19/2007	2/10/2012		231	223			0	18	
7	X	DODGE & COX INCOME FD FUND	256210105	0					5/10/2012	11/19/2012		1,548	1,522			0	26	
8	X	DODGE & COX INCOME FD FUND	256210105	0					8/10/2012	11/19/2012		2,539	2,514			0	26	
9	X	DODGE & COX INCOME FD FUND	256210105	0					8/10/2012	11/19/2012		2,539	2,514			0	26	
10	X	DODGE & COX INCOME FD FUND	256210105	0					6/19/2007	11/19/2012		1,944	1,754			0	190	
11	X	J.P. MORGAN MID CAP VALUE FUND	339128100	0					12/17/2010	2/10/2012		439	400			0	-29	
12	X	J.P. MORGAN MID CAP VALUE FUND	339128100	0					12/17/2010	5/8/2012		341	306			0	-35	
13	X	J.P. MORGAN MID CAP VALUE FUND	339128100	0					12/17/2010	5/8/2012		169	165			0	24	
14	X	ISHARES S&P 500 INDEX FUND	339128100	0					10/31/2008	2/10/2012		147	94			0	53	
15	X	GOLDMAN SACHS GRTH OPP	38142Y401	0					12/12/2008	4/10/2012		1,213	606			0	607	
16	X	GOLDMAN SACHS GRTH OPP	38142Y401	0					10/31/2008	4/10/2012		2,095	1,944			0	150	
17	X	HARRISMAN STRATEGIC GROWTH FUND	448108100	0					5/25/2010	2/10/2012		195				0	10	
18	X	ISHARES S&P 500 INDEX FUND	464287700	0					10/20/2011	8/8/2012		2,304				0	-310	
19	X	ISHARES S&P 500 INDEX FUND	464287700	0					10/20/2011	2/10/2012		135	122			0	13	
20	X	KEELEY SMALL CAP VAL FD FUND	487308008	0					12/17/2010	10/20/2011		205	1706			0	199	
21	X	KEELEY SMALL CAP VAL FD FUND	487308008	0					5/10/2012	2/10/2012		298	249			0	9	
22	X	LAUDIS MONDRUN INT'L FUND	518551Q555	0					10/20/2011	8/8/2012		181	177			0	4	
23	X	MFS VALUE FUND CLASS 1.8	5622983694	0					5/25/2011	8/8/2012		215	195			0	-47	
24	X	MAINSTAY EP US EQUITY INC	5606331302	0					10/20/2011	2/10/2012		215	266			0	9	
25	X	MAINSTAY EP US EQUITY INC	5606331302	0					10/20/2011	2/10/2012		1,938	1,832			0	96	
26	X	MERINGER FD BH INT'L EQUITY INC	569509108	0					10/20/2011	8/8/2012		1,937	1,837			0	148	
27	X	PMFC TOTAL RET FD-INST 1	693390700	0					5/25/2011	2/10/2012		524	522			0	2	
28	X	PMFC TOTAL RET FD-INST 1	693390700	0					8/26/2011	2/10/2012		715	710			0	5	
29	X	PMFC FOREIGN BD FD USD	6933908082	0					8/26/2011	2/10/2012		3,773	3,226			0	47	
30	X	PMFC FOREIGN BD FD USD	6933908082	0					5/25/2011	8/8/2012		425	400			0	25	
31	X	PMFC FOREIGN BD FD USD	6933908082	0					5/25/2011	8/8/2012		124	117			0	7	
32	X	PMFC FOREIGN BD FD USD	6933908082	0					21/4/2012	8/8/2012		231	223			0	8	
33	X	PMFC FOREIGN BD FD USD	6933908082	0					8/26/2011	8/8/2012		637	632			0	-25	
34	X	RIDGEWORTH SEXY BD-1	766287645	0					8/26/2011	8/8/2012		187	181			0	10	
35	X	RIDGEWORTH SEXY BD-1	766287645	0					8/26/2011	11/19/2012		615	581			0	34	
36	X	T ROWE PRICE SHORT TERM	77957P105	0					8/29/2011	5/8/2012		1,635				0	0	
37	X	T ROWE PRICE SHORT TERM	77957P105	0					21/4/2012	5/8/2012		1,532				0	3	
38	X	T ROWE PRICE SHORT TERM	77957P105	0					21/4/2012	8/8/2012		1,748	1,538			0	-10	
39	X	T ROWE PRICE SHORT TERM	77957P105	0					21/4/2012	11/19/2012		1,843	1,839			0	4	
40	X	SPDR DJI WSHIRE INTERN	784653X63	0					5/23/2011	8/8/2012		310	317			0	2	
41	X	T ROWE PRICE SHORT TERM	81234N449	0					2/10/2010	2/10/2012		171				0	0	
42	X	T ROWE PRICE SHORT TERM	81234N449	0					5/10/2012	11/19/2012		265	283			0	-18	
43	X	T ROWE PRICE SHORT TERM	81234N449	0					12/7/2010	11/19/2012		1,248	1,387			0	-169	
44	X	T ROWE PRICE SHORT TERM	81234N449	0					12/7/2010	12/19/2012		1,849	1,831			0	-143	
45	X	T ROWE PRICE SHORT TERM	81234N449	0					8/10/2012	12/19/2012		52	53			0	0	
46	X	VANGUARD RETT VIPER	922808553	0					12/7/2010	2/10/2012		427				0	69	
47	X	VANGUARD RETT VIPER	922808553	0					12/7/2010	8/8/2012		160				0	0	
48	X	VANGUARD RETT VIPER	922808553	0					12/7/2010	12/17/2012		132	105			0	-27	

Part I, Line 16b (990-PF) - Accounting Fees

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	500	500		500

Part I, Line 18 (990-PF) - Taxes

		68	35	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	35	35		
2	ESTIMATED EXCISE PAYMENT	33			

Part II, Line 13 (990-PF) - Investments - Other

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV
1	Asset Description				End of Year
1	ARTISAN INTERNATIONAL FUND 661		0	0	
2	DODGE & COX INCOME FD COM 147		0	5,294	6,363
3	HARBOR CAPITAL APRTN-INST 2012		0	5,865	6,506
4	MERGER FD SH BEN INT 260		0	7,103	8,054
5	PIMCO TOTAL RET FD-INST 35		0	1,971	1,971
6	PIMCO FOREIGN BD FD USD H-INST 103		0	19,430	19,881
7	T ROWE PRICE SHORT TERM BD FD 55		0	2,674	2,873
8	ARTISAN MID CAP FUND-INSTL 1333		0	1,041	1,043
9	ISHARES RUSSELL 2000 GROWTH		0	3,630	3,573
10	ISHARES S & P 500 INDEX FUND		0	3,328	3,431
11	LAUDUS MONDRIAN INTL FI-INST 2940		0	4,128	4,724
12	DODGE & COX INTL STOCK FD 1048		0	3,032	2,868
13	MFS VALUE FUND-CLASS I 893		0	5,644	6,341
14	DREYFUS EMG MKT DEBT LOC C-I 6083		0	5,609	6,129
15	DRIEHAUS ACTIVE INCOME FUND		0	6,362	6,713
16	JP MORGAN MID CAP VALUE-I 758		0	1,970	2,020
17	HUSSMAN STRATEGIC GROWTH FUND 60		0	2,586	3,079
18	VANGUARD REIT VIPER		0	2,942	2,525
19	VANGUARD EMERGING MARKETS ETF		0	3,918	4,803
20	OPPENHEIMER DEVELOPING MKT-Y 788		0	4,386	4,275
21	SPDR DJ WILSHIRE INTERNATIONAL REA		0	4,214	4,286
22	DIAMOND HILL LONG-SHORT FD CL I 11		0	4,385	4,879
23	RIDGEWORTH SEIX HY BD-I 5855		0	3,088	3,405
24	GATEWAY FUND - Y 1986		0	6,171	6,695
25	CREDIT SUISSE COMM RT ST-CO 2156		0	3,280	3,244
26	KEELEY SMALL CAP VAL FD CL I 2251		0	6,950	6,411
27			0	3,191	3,688

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	127
2	Total	2	127

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	20
2	MUTUAL FUND & CTF INCOME SUBTRACTIONS	2	437
3	PY RETURN OF CAPITAL ADJUSTMENT	3	30
4	Total	4	487

Part IV (950-PF) - Capital Gains and Losses for Tax on Investment Income

Amount	Long Term CG Distributions	Short Term CG Distributions	CG IP#	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus	Expense of Sale	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Losses on Adjusted Basis or Losses
463	0	0								0	0	47,831	1,396	0	-1,396
Description of Property Sold															
1 DODGE & COX INTRL STOCK FD 1048	256205103	0			8/8/2012	11/19/2012	944			0	1,479	256	-535	0	-535
2 DODGE & COX INTRL STOCK FD 1048	256205103	0			8/19/2007	2/4/2011	198			-100	256	-100	0	0	0
3 DODGE & COX INCOME FD COM 147	256205105	0			8/19/2007	2/10/2012	1,129			1,000	256	-129	0	0	20
4 ARTISAN INTERNATIONAL FUND 661	0431441204	0			8/26/2011	8/8/2012	985			890	985	100	0	0	20
5 CREDIT SUISSE COMM RT ST CO 2156	25441305	0			8/26/2011	8/8/2012	257			251	257	-34	0	0	155
6 DODGE & COX INCOME FD COM 147	256205105	0			8/19/2007	2/10/2012	3,153			3,105	48	0	0	0	-34
7 DODGE & COX INCOME FD COM 147	256205105	0			8/19/2007	2/10/2012	241			223	18	0	0	0	48
8 DODGE & COX INCOME FD COM 147	256205105	0			5/10/2012	11/19/2012	1,548			0	1,522	256	0	0	0
9 DODGE & COX INCOME FD COM 147	256205105	0			8/10/2012	11/19/2012	2,539			2,513	256	26	0	0	26
10 DODGE & COX INCOME FD COM 147	256205105	0			6/19/2007	11/19/2012	1,944			1,754	1944	150	0	0	150
11 JP MORGAN MID CAP VALUE 758	239236100	0			12/17/2010	2/10/2012	322			300	400	0	0	0	190
12 JP MORGAN MID CAP VALUE 758	339236100	0			12/17/2010	5/8/2012	341			308	35	0	0	0	29
13 J.P. MORGAN S&P 500 INDEX FUND	129172010	0			12/17/2010	8/8/2012	189			165	0	0	0	0	35
14 GOLDMAN SACHS GRTH OP FD-113135112401	129172010	0			10/31/2007	12/10/2012	147			94	0	0	0	0	24
15 GOLDMAN SACHS GRTH OP FD-113135112401	129172010	0			12/17/2008	4/10/2012	1,213			606	606	0	0	0	53
16 GOLDMAN SACHS GRTH OP FD-113135112401	129172010	0			10/31/2008	4/10/2012	2,089			1,317	768	0	0	0	768
17 HARBOR CAPITAL APRTN INST 201	411511504	0			5/25/2011	2/10/2012	205			195	0	0	0	0	10
18 JUSSMAN STRATEGIC GROWTH FUND	448000100	0			10/26/2011	8/8/2012	2,304			2,614	-310	0	0	0	-310
19 ISHARES S&P 500 INDEX FUND	454287200	0			10/26/2011	2/10/2012	135			122	13	0	0	0	13
21 KEELEY SMALL CAP VAL FD CL 2251	487300868	0			12/17/2010	2/10/2012	1,805			1,706	198	0	0	0	198
22 KEELEY SMALL CAP VAL FD CL 2251	487300868	0			12/17/2010	2/10/2012	258			249	9	0	0	0	9
23 LAUDIS MONDRIAN INTL FINST 2940	518556555	0			5/10/2012	8/8/2012	181			177	4	0	0	0	4
24 MFC VALUE FUND CLASS 1189	55252984654	0			10/26/2008	8/8/2012	1,256			1,305	-47	0	0	0	-47
25 MASTINATE EP US EQUITY INS 1204	5680331342	0			5/25/2011	8/8/2012	231			226	9	0	0	0	9
26 MASTINATE EP US EQUITY INS 1204	5680331342	0			10/26/2011	8/8/2012	1,323			1,832	0	0	0	0	98
27 MERGER FDSH BEN INT 280	589309108	0			10/26/2011	8/8/2012	1,385			1,837	148	0	0	0	148
28 PIMCO TOTAL RETT FDSH INST 35	693390700	0			10/26/2011	2/10/2012	524			522	2	0	0	0	2
29 PIMCO TOTAL RETT FDSH INST 35	693390700	0			5/25/2011	2/10/2012	715			710	5	0	0	0	5
30 PIMCO FOREIGN BD USD HINST 10	88933900842	0			8/8/2012	2/10/2012	3,773			3,726	47	0	0	0	47
31 PIMCO FOREIGN BD USD HINST 10	88933900842	0			5/25/2011	8/8/2012	121			109	0	0	0	0	0
32 PIMCO FOREIGN BD USD HINST 10	88933900842	0			5/25/2011	2/10/2012	124			117	7	0	0	0	23
33 PIMCO FOREIGN BD USD HINST 10	88933900842	0			8/8/2012	8/8/2012	1,323			223	8	0	0	0	8
34 RIDGEWORTH SEIX HY BD-5855	765287845	0			8/26/2011	8/8/2012	657			632	25	0	0	0	25
35 RIDGEWORTH SEIX HY BD-5855	765287845	0			8/26/2011	8/8/2012	524			187	10	0	0	0	10
36 T ROWE PRICE SHORT TERM BD FD 57795767105	8723441849	0			8/8/2012	11/19/2012	615			581	34	0	0	0	34
37 T ROWE PRICE SHORT TERM BD FD 57795767105	8723441849	0			8/8/2012	2/14/2012	1,126			1,035	0	0	0	0	0
38 T ROWE PRICE SHORT TERM BD FD 57795767105	8723441849	0			2/14/2012	8/8/2012	1,352			1,329	0	0	0	0	0
39 T ROWE PRICE SHORT TERM BD FD 57795767105	8723441849	0			2/14/2012	2/14/2012	4,748			4,739	3	0	0	0	3
40 SPDR DIA WILSHIRE INTERNATIONAL R746433683	922908553	0			5/24/2011	8/8/2012	310			1,839	7	0	0	0	7
41 TCM SMALL CAP GROWTH FUND-14728732441849	922908553	0			8/8/2011	2/10/2012	177			175	0	0	0	0	0
42 TCM SMALL CAP GROWTH FUND-14728732441849	922908553	0			5/10/2012	11/19/2012	265			268	-3	0	0	0	-18
43 TCM SMALL CAP GROWTH FUND-14728732441849	922908553	0			2/17/2010	11/19/2012	1,126			1,387	-169	0	0	0	-169
44 TCM SMALL CAP GROWTH FUND-14728732441849	922908553	0			12/17/2010	12/19/2012	1,183			1,321	-143	0	0	0	-143
45 TCM SMALL CAP GROWTH FUND-14728732441849	922908553	0			8/10/2012	12/19/2012	52			53	-1	0	0	0	-1
46 VANGUARD RETT VIPER	922908553	0			2/17/2010	2/10/2012	496			427	69	0	0	0	69
47 VANGUARD RETT VIPER	922908553	0			12/17/2010	5/8/2012	196			160	36	0	0	0	36
48 VANGUARD RETT VIPER	922908553	0			12/17/2010	8/8/2012	132			105	27	0	0	0	27

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1	1	53
2	2	33
3	3	
4	4	
5	5	
6	6	0
7	7	86

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	3,407
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,407