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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 RJM FOUNDATION
C/O R. JAMES MACALEER, TRUSTEE

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
907 ROBIN DRIVE

City or town, state, and ZIP code
WEST CHESTER, PA 19382

A Employer identification number 23-6953316

B Telephone number 610-399-1016

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

H Check type of organization: [X] 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)* ▶$ 13,238,159.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

	Line	Description	(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			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	134.	134.		STATEMENT 1
	4	Dividends and interest from securities	180,316.	175,462.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	58,186.			
	b	Gross sales price for all assets on line 6a 2,973,019.				
	7	Capital gain net income (from Part IV, line 2)		58,186.		
	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	3,935.	575.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	242,571.	234,357.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	12,543.	0.		0.
	c	Other professional fees STMT 5	27,032.	27,032.		0.
	17	Interest	198.	198.		0.
	18	Taxes STMT 6	3,316.	2,707.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	11,479.	11,479.		0.
	24	**Total operating and administrative expenses** Add lines 13 through 23	54,568.	41,416.		0.
	25	Contributions, gifts, grants paid	715,500.			715,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	770,068.	41,416.		715,500.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	<527,497.>			
	b	**Net investment income** (if negative, enter -0-)		192,941.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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	1,885.	1,206.	1,206.
	2 Savings and temporary cash investments	2,161,784.	1,161,684.	1,161,684.
	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 STMT 9	794,593.	1,827,394.	1,874,018.
	b Investments - corporate stock STMT 10	2,048,962.	3,454,965.	3,891,485.
	c Investments - corporate bonds STMT 11	2,364,523.	1,632,062.	1,689,069.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	3,286,055.	2,977,546.	4,620,697.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	10,657,802.	11,054,857.	13,238,159.
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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	100.	100.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,657,702.	11,054,757.	
	30 **Total net assets or fund balances**	10,657,802.	11,054,857.	
	31 **Total liabilities and net assets/fund balances**	10,657,802.	11,054,857.	

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	10,657,802.
2	Enter amount from Part I, line 27a	2	<527,497.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	1,040,522.
4	Add lines 1, 2, and 3	4	11,170,827.
5	Decreases not included in line 2 (itemize) ▶ PALO ALTO ENERGY FUND, LP	5	115,970.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,054,857.

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 STATEMENT			
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	2,973,019.		2,914,833.	58,186.

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				58,186.

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 58,186.

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	694,416.	13,724,750.	.050596
2010	669,744.	13,448,057.	.049802
2009	645,491.	12,353,657.	.052251
2008	826,775.	15,512,249.	.053298
2007	772,974.	16,496,681.	.046856

2	**Total** of line 1, column (d)	2	.252803
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	.050561
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	12,867,518.
5	Multiply line 4 by line 3	5	650,595.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,929.
7	Add lines 5 and 6	7	652,524.
8	Enter qualifying distributions from Part XII, line 4	8	715,500.

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 ▶ [X] and enter 1% of Part I, line 27b			1	1,929.
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	1,929.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,929.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	55,300.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	55,300.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	53,371.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	53,371.	**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?	4b	X	
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

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

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

Website address ▶ N/A

14 The books are in care of ▶ C/O R. JAMES MACALEER, TRUSTEE Telephone no ▶610-399-1016
Located at ▶907 ROBIN DRIVE, WEST CHESTER, PA ZIP+4 ▶19382

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
R. JAMES MACALEER 907 ROBIN DRIVE WEST CHESTER, PA 19382	TRUSTEE 1.00	0.	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

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.

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	11,910,402.
b	Average of monthly cash balances		1b	1,153,068.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	13,063,470.
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	13,063,470.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	195,952.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	12,867,518.
6	**Minimum investment return** Enter 5% of line 5		6	643,376.

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	643,376.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 1,929.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b 1,446.		
c	Add lines 2a and 2b		2c	3,375.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	640,001.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	640,001.
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	640,001.

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	715,500.
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	715,500.
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	1,929.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	713,571.

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.

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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				640,001.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 6,098.				
b From 2008 63,367.				
c From 2009 28,826.				
d From 2010 10,716.				
e From 2011 18,346.				
f **Total** of lines 3a through e	127,353.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 715,500.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				640,001.
e Remaining amount distributed out of corpus	75,499.			
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	202,852.			
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				0.
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	6,098.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	196,754.			
10 Analysis of line 9:				
a Excess from 2008 63,367.				
b Excess from 2009 28,826.				
c Excess from 2010 10,716.				
d Excess from 2011 18,346.				
e Excess from 2012 75,499.				

223581
12-05-12

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).)

R. JAMES MACALEER

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATMENT D	N/A	CHARITABLE ORGANIZATION	GENERAL OPERATIONS	715,500.
Total			▶ 3a	715,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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			01	134.	
4 Dividends and interest from securities			14	180,316.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	3,935.	
8 Gain or (loss) from sales of assets other than inventory			18	58,186.	
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.		242,571.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 242,571.

(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

R James Macaleer 10-22-13 Sole Trustee

Signature of officer or trustee | Date | Title

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
MARIANNE INFORZATO	Marianne Inforzato	10/21/13		P00750114
Firm's name ▶ THE FAIRMAN GROUP LLC			Firm's EIN ▶ 48-1259643	
Firm's address ▶ 899 CASSATT ROAD, SUITE 115 BERWYN, PA 19312			Phone no. 610-889-7300	

223622
12-05-12

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	CHARLES SCHWAB #6880 - SEE ATTACHED STMT A	P	VARIOUS	VARIOUS
b	CHARLES SCHWAB #6880 - SEE ATTACHED STMT A	P	VARIOUS	VARIOUS
c	CHARLES SCHWAB #2722 - SEE ATTACHED STMT B	P	VARIOUS	VARIOUS
d	CHARLES SCHWAB #2722 - SEE ATTACHED STMT B	P	VARIOUS	VARIOUS
e	PALO ALTO ENERGY FUND, L.P.	P	VARIOUS	VARIOUS
f	PALO ALTO ENERGY FUND, L.P.	P	VARIOUS	VARIOUS
g	PALO ALTO HEALTHCARE FUND, L.P.	P	VARIOUS	VARIOUS
h	PALO ALTO HEALTHCARE FUND, L.P.	P	VARIOUS	VARIOUS
i	PALO ALTO GLOBAL ENERGY LIQUIDATING FUND L.P.	P	VARIOUS	VARIOUS
j	CMS TECHNOLOGY PARTNERS (Q), L.P.	P	VARIOUS	VARIOUS
k	PALO ALTO ENERGY FUND, L.P.	P	VARIOUS	12/31/12
l	CAPITAL GAINS DIVIDENDS			
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	609,406.		538,419.	70,987.
b	335,094.		322,272.	12,822.
c	1,620,212.		1,610,000.	10,212.
d	117,328.		120,482.	<3,154.>
e			6,960.	<6,960.>
f			182,061.	<182,061.>
g	2,395.			2,395.
h	148,414.			148,414.
i			1,293.	<1,293.>
j	397.			397.
k	108,818.		133,346.	<24,528.>
l	30,955.			30,955.
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				70,987.
b				12,822.
c				10,212.
d				<3,154.>
e				<6,960.>
f				<182,061.>
g				2,395.
h				148,414.
i				<1,293.>
j				397.
k				<24,528.>
l				30,955.
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	58,186.
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

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

SOURCE	AMOUNT
IRS DEPARTMENT OF THE TREASURY	31.
SUSQUEHANNA BANK	103.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	134.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROWN BROTHERS HARRIMAN #1558	15,920.	11,235.	4,685.
CHARLES SCHWAB #2722	106,716.	19,720.	86,996.
CHARLES SCHWAB #6880	95,817.	0.	95,817.
CHARLES SCHWAB #6880 - ACCRUED INTEREST PAID	<11,800.>	0.	<11,800.>
CMS TECHNOLOGY PARNTERS LP	3.	0.	3.
PALO ALTO ENERGY FUND, LP	250.	0.	250.
PALO ALTO HEALTHCARE FUND, LP	4,365.	0.	4,365.
TOTAL TO FM 990-PF, PART I, LN 4	211,271.	30,955.	180,316.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PALO ALTO ENERGY FUND, LP	<38.>	<38.>	
CMS TECHNOLOGY PARTNERS (Q) LP	529.	529.	
BROWN BROTHERS HARRIMAN #1558	84.	84.	
2011 REFUND FROM 990T	3,360.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,935.	575.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX PREPARATION FEES	12,543.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	12,543.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES - THRESHOLD	15,259.	15,259.		0.
CHARLES SCHWAB - BROKER FEES	140.	140.		0.
CHARLES SCHWAB - MANAGER FEES	10,555.	10,555.		0.
SUSQUEHANNA BANK FEES	90.	90.		0.
CHARLES SCHWAB - INVESTMENT EXPENSES	945.	945.		0.
BROWN BROTHERS HARRIMAN #1558 - MANAGEMENT FEES	43.	43.		0.
TO FORM 990-PF, PG 1, LN 16C	27,032.	27,032.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PALO ALTO ENERGY FUND, LP - FOREIGN TAXES PAID	25.	25.		0.
CHARLES SCHWAB #2722 - FOREIGN TAXES PAID	2,682.	2,682.		0.
BALANCE DUE WITH 2010 NOTICE FOR FORM 990-T	609.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,316.	2,707.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PALO ALTO HEALTHCARE FUND, LP - PORTFOLIO EXPENSES 2%	8,686.	8,686.		0.
PALO ALTO ENERGY FUND, LP - PORTFOLIO EXPENSES 2%	614.	614.		0.
CMS TECHNOLOGY PARTNERS (Q) LP - PORTFOLIO EXPENSES 2%	2,052.	2,052.		0.
PALO ALTO ENERGY LIQUIDATING FUND, LP - PORTFOLIO EXPENSES 2%	127.	127.		0.
TO FORM 990-PF, PG 1, LN 23	11,479.	11,479.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
PRIOR YEAR CONTRIBUTIONS ADJUSTMENT	26,500.
UNREALIZED GAINS/LOSSES	191,620.
SIRE GLOBAL PARTNERS, LP	822,402.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,040,522.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB #6880 - SEE ATTACHED STMT E	X		475,747.	476,487.
CHARLES SCHWAB #6880 - SEE ATTACHED STMT E		X	1,351,647.	1,397,531.
TOTAL U.S. GOVERNMENT OBLIGATIONS			475,747.	476,487.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,351,647.	1,397,531.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,827,394.	1,874,018.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BBH CORE SELECT - SEE ATTACHED STMT C	594,906.	844,973.
FIRESTAR SOFTWARE	50,000.	50,000.
AXCESS INC	100.	100.
CHARLES SCHWAB #2722 - SEE ATTACHED STMT F	2,604,702.	2,791,155.
KROMEK	205,257.	205,257.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,454,965.	3,891,485.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB #6880 - SEE ATTACHED STMT E	1,153,620.	1,182,665.
CHARLES SCHWAB #2722 - SEE ATTACHED STMT F	477,500.	489,698.
BBH ABSOLUTE RETURN FUNDS - SEE ATTACHED STMT C	942.	16,706.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,632,062.	1,689,069.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CMS STRUCTURED PRODUCTS FD III	COST	90,811.	113,916.
TACONIC OFFSHORE FUND	COST	1,074,682.	2,484,008.
CMS TECHNOLOGY PARTNERS	COST	15,537.	3,118.
PALO ALTO HEALTHCARE FUND LP	COST	934,616.	934,616.
CHARLES SCHWAB #6880 - SEE ATTACHED STMT E	COST	158,201.	158,414.
TACONIC MARKET DISLOCATION OFFSHORE FUND II	COST	0.	64,738.
PALO ALTO GLOBAL ENERGY LIQUIDATING FUND, L.P.	COST	3,699.	3,699.
CROSS SHORE OVERSEAS FUND	COST	700,000.	698,503.
BBH PEP II - SEE ATTACHED STMT C	COST	0.	159,685.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,977,546.	4,620,697.

Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Date Prepared: March 8, 2013

Recipient's Name and Address

THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR WASMER, SCHROEDER
MACALEER FAMILY OFC
31 REECEVILLE RD
COATESVILLE PA 19320

Taxpayer ID Number: 23-6953316
Account Number: 4543-6880

Payer's Name and Address

CHARLES SCHWAB & CO., INC.
211 MAIN STREET
SAN FRANCISCO, CA 94105

Telephone Number: (800) 515-2157
Federal ID Number: 94-1737782

Proceeds from Broker Transactions — 2012

CORRECTED

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss Short-term (Report on Form 8949, Part I, with **Box B** checked)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS AVAILABLE BUT NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc. (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
BANK OF AMERICA 6.5%16MED TRM NT DUE	06051GEA3	S	03/30/12 09/18/12	$ 57,850.33 50,000.00	$ 54,619.20	$ 0 00	$ 0.00
Security Subtotal				**$ 57,850.33**	**$ 54,619.20**	**$ 0.00**	**$ 0 00**
FED HOME LN BK 1XXX** CALLED **DUE	313378TS0	R	03/20/12 05/16/12	$ 30,000.00 30,000.00	$ 30,024 33	$ 0.00	$ 0.00
Security Subtotal				**$ 30,000.00**	**$ 30,024.33**	**$ 0.00**	**$ 0.00**
FED NATL MTG 0.6XXX** CALLED **DUE	3135G0DB6	R	08/23/11 03/12/12	$ 30,000.00 30,000.00	$ 30,018.78	$ 0.00	$ 0.00
Security Subtotal				**$ 30,000 00**	**$ 30,018.78**	**$ 0.00**	**$ 0.00**

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared. March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss Short-term (Report on Form 8949, Part I, with **Box B** checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS AVAILABLE BUT NOT REPORTED TO THE IRS

Statement A

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FED NATL MTG 1 05XXX** CALLED **DUE	3136FTNC9	R	01/04/12 11/21/12	$ 35,000.00 35,000.00	$ 35,019.22	$ 0.00	$ 0.00
Security Subtotal				**$ 35,000.00**	**$ 35,019.22**	**$ 0.00**	**$ 0.00**
FED NATL MTG 1.25XXX** CALLED **DUE	3136FRUX9	R	06/21/11 01/11/12	$ 35,000.00 35,000.00	$ 35,020.90	$ 0.00	$ 0.00
Security Subtotal				**$ 35,000.00**	**$ 35,020.90**	**$ 0.00**	**$ 0.00**
FED NATL MTG 1 75XXX** CALLED **DUE	3135G0EN9	R	04/09/12 10/26/12	$ 100,000.00 100,000.00	$ 100,670.26	$ 0.00	$ 0.00
Security Subtotal				**$ 100,000.00**	**$ 100,670.26**	**$ 0.00**	**$ 0.00**
FED NATL MTG 1.125XXX** CALLED **DUE	3135G0JS3	R	03/28/12 10/12/12	$ 100,000.00 100,000.00	$ 100,021.94	$ 0.00	$ 0.00
Security Subtotal				**$ 100,000.00**	**$ 100,021.94**	**$ 0.00**	**$ 0 00**
FHLMC J1-6680 3%26 DUE	3128PWM54	S	09/20/11 09/18/12	$ 26,966 43 35,000.00	$ 26,638 59	$ 0.00	$ 0.00
Security Subtotal				**$ 26,966.43**	**$ 26,638.59**	**$ 0.00**	**$ 0.00**
FHLMC J1-7774 3%27 DUE	3128PXT71	S	01/18/12 09/20/12	$ 23,536.40 25,000.00	$ 22,995.85	$ 0 00	$ 0.00
Security Subtotal				**$ 23,536.40**	**$ 22,995 85**	**$ 0.00**	**$ 0 00**

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss. Short-term (Report on Form 8949, Part I, with Box B checked)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS AVAILABLE BUT NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
GAINESVILLE FLA 4.49%14REV	362848QB2	R	03/30/12	$ 27,165 50	$ 26,851.35	$ 0 00	$ 0.00
DUE			08/02/12	25,000.00			
Security Subtotal				**$ 27,165.50**	**$ 26,851.35**	**$ 0.00**	**$ 0.00**
GOLDMAN SACHS G 5 25%13NOTES	38141GDB7	S	03/27/12	$ 51,443.00	$ 51,301.91	$ 0.00	$ 0.00
DUE			07/19/12	50,000.00			
Security Subtotal				**$ 51,443.00**	**$ 51,301.91**	**$ 0.00**	**$ 0.00**
THERMO FISHER SC 2.25%16NOTES	883556BA9	S	08/16/11	$ 25,865.25	$ 25,236 91	$ 0.00	$ 0.00
DUE			07/18/12	25,000.00			
Security Subtotal				**$ 25,865.25**	**$ 25,236.91**	**$ 0.00**	**$ 0.00**
Total Short-Term (Cost basis is available but not reported to the IRS)				**$ 542,826.91**	**$ 538,419.24**		

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No 1545-0715)

1c-Type of gain or loss. Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number 1d-Stock or other symbol	••	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 01/31/12	$ 274.88	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5 5%23	3128MCHN8	P	-- / 02/29/12	$ 316.94	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 03/31/12	$ 322.20	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5 5%23	3128MCHN8	P	-- / 04/30/12	$ 247.87	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5 5%23	3128MCHN8	P	-- / 05/31/12	$ 292.68	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5 5%23	3128MCHN8	P	-- / 06/30/12	$ 227.16	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 07/31/12	$ 346.42	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 08/31/12	$ 315.85	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 09/30/12	$ 262.56	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 10/31/12	$ 247.96	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-3637 5 5%23	3128MCHN8	P	-- / 11/30/12	$ 205.65	Not Provided	--	$ 0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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Statement A

Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No 1545-0715)

1c-Type of gain or loss. Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FHLMC G1-3637 5.5%23	3128MCHN8	P	-- / 12/31/12	$ 202.37	Not Provided	-- $	0.00 CORRECTED
Security Subtotal				$ 3,262.54	–	-- $	0.00
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 01/31/12	$ 936.75	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 02/29/12	$ 1,056.39	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 03/31/12	$ 889.35	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 04/30/12	$ 835.08	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 05/31/12	$ 842.92	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 06/30/12	$ 765.78	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 07/31/12	$ 638.45	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 08/31/12	$ 794.14	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 09/30/12	$ 776.79	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 10/31/12	$ 639.13	Not Provided	-- $	0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss: Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 11/30/12	$ 645.10	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-3888 5%25	3128MCRH0	P	-- / 12/31/12	$ 705.04	Not Provided	-- $	0.00 CORRECTED
Security Subtotal				$ 9,524.92	--	-- $	0.00
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 01/31/12	$ 324.07	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 02/29/12	$ 393.15	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 03/31/12	$ 350.13	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 04/30/12	$ 405.03	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 05/31/12	$ 388.62	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 06/30/12	$ 472.46	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 07/31/12	$ 453.17	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 08/31/12	$ 446.03	Not Provided	-- $	0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 09/30/12	$ 409.62	Not Provided	-- $	0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 20
FORM 1099 COMPOSI

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss. Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 10/31/12	$ 470.22	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 11/30/12	$ 486.38	Not Provided	--	$ 0.00 CORRECTED
FHLMC G1-4044 3%26	3128MCWD3	P	-- / 12/31/12	$ 456.19	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 5,055.07	–	–	$ 0.00
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 01/31/12	$ 571.87	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3 5%25	3128PST64	P	-- / 02/29/12	$ 724.38	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 03/31/12	$ 769.24	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 04/30/12	$ 585.03	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3 5%25	3128PST64	P	-- / 05/31/12	$ 499.78	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 06/30/12	$ 564.62	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 07/31/12	$ 785.68	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 08/31/12	$ 641.94	Not Provided	--	$ 0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Statement A

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No 1545-0715)

1c-Type of gain or loss. Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FHLMC J1-3273 3 5%25	3128PST64	P	-- / 09/30/12	$ 654.01	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-3273 3 5%25	3128PST64	P	-- / 10/31/12	$ 731.26	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 11/30/12	$ 610.73	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-3273 3.5%25	3128PST64	P	-- / 12/31/12	$ 690.94	Not Provided	-- $	0.00 CORRECTED
Security Subtotal				$ 7,829.48	--	-- $	0.00
FHLMC J1-6680 3%26	3128PWM54	P	-- / 01/31/12	$ 979.17	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-6680 3%26	3128PWM54	P	-- / 02/29/12	$ 1,267.40	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-6680 3%26	3128PWM54	P	-- / 03/31/12	$ 989.91	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-6680 3%26	3128PWM54	P	-- / 04/30/12	$ 649.62	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-6680 3%26	3128PWM54	P	-- / 05/31/12	$ 600.91	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-6680 3%26	3128PWM54	P	-- / 06/30/12	$ 941.54	Not Provided	-- $	0.00 CORRECTED
FHLMC J1-6680 3%26	3128PWM54	P	-- / 07/31/12	$ 974.53	Not Provided	-- $	0.00 CORRECTED

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Statement A

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Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FHLMC J1-6680 3%26	3128PWM54	P	-- / 08/31/12	$ 1,395.74	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 7,798.82	--	--	$ 0.00
FHLMC J1-7774 3%27	3128PXT71	P	-- / 02/29/12	$ 165.69	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-7774 3%27	3128PXT71	P	-- / 03/31/12	$ 210.75	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-7774 3%27	3128PXT71	P	-- / 04/30/12	$ 199.75	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-7774 3%27	3128PXT71	P	-- / 05/31/12	$ 349.09	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-7774 3%27	3128PXT71	P	-- / 06/30/12	$ 430.40	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-7774 3%27	3128PXT71	P	-- / 07/31/12	$ 478.01	Not Provided	--	$ 0.00 CORRECTED
FHLMC J1-7774 3%27	3128PXT71	P	-- / 08/31/12	$ 706.30	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 2,539.99	--	--	$ 0.00
FNMA PL AD9750 3.5%25	31418XZQ4	P	-- / 01/31/12	$ 314.64	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AD9750 3.5%25	31418XZQ4	P	-- / 02/29/12	$ 746.65	Not Provided	--	$ 0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss: Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FNMA PL AD9750 3.5%25	31418XZQ4	P	-- / 03/31/12	$ 996.37	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AD9750 3.5%25	31418XZQ4	P	-- / 04/30/12	$ 485.96	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AD9750 3.5%25	31418XZQ4	P	-- / 05/31/12	$ 540.84	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AD9750 3.5%25	31418XZQ4	P	-- / 06/30/12	$ 489.12	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AD9750 3 5%25	31418XZQ4	P	-- / 07/31/12	$ 1,090.40	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AD9750 3 5%25	31418XZQ4	P	-- / 08/31/12	$ 1,001.87	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 5,665.85	--	--	$ 0.00
FNMA PL AL1629 6.5%17	3138EHY30	P	-- / 08/31/12	$ 1,974.32	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AL1629 6.5%17	3138EHY30	P	-- / 09/30/12	$ 1,607.85	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AL1629 6.5%17	3138EHY30	P	-- / 10/31/12	$ 1,646.42	Not Provided	--	$ 0.00 CORRECTED
FNMA PL AL1629 6.5%17	3138EHY30	P	-- / 11/30/12	$ 2,150.29	Not Provided	--	$ 0.00 CORRECTED

Statement A

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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Statement A

charles SCHWAB

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1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 20
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with Box B checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

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8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc. (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FNMA PL AL1629 6.5%17	3138EHY30	P	-- / 12/31/12	$ 3,856.10	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 11,234.98	--	--	$ 0.00
FNMA PL 555549 5%18	31385XEW3	P	-- / 01/31/12	$ 420.02	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 555549 5%18	31385XEW3	P	-- / 02/29/12	$ 426.98	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 555549 5%18	31385XEW3	P	-- / 03/31/12	$ 475.48	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 555549 5%18	31385XEW3	P	-- / 04/30/12	$ 391.51	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 1,713.99	--	--	$ 0.00
FNMA PL 790636 6%19	31405JLR3	P	-- / 01/31/12	$ 1,175.56	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 02/29/12	$ 167.76	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 03/31/12	$ 194.85	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 04/30/12	$ 179.19	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 05/31/12	$ 449.10	Not Provided	--	$ 0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

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Statement A

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss: Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with **Box B** checked.)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FNMA PL 790636 6%19	31405JLR3	P	-- / 06/30/12	$ 166.55	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 07/31/12	$ 385.01	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 08/31/12	$ 688.02	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 09/30/12	$ 176.10	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 10/31/12	$ 163.06	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 11/30/12	$ 171.93	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 790636 6%19	31405JLR3	P	-- / 12/31/12	$ 169.77	Not Provided	--	$ 0.00 CORRECTED
Security Subtotal				$ 4,086.90	--	--	$ 0.00
FNMA PL 890358 6.5%23	31410LE73	P	-- / 01/31/12	$ 658.24	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 890358 6.5%23	31410LE73	P	-- / 02/29/12	$ 555.19	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 03/31/12	$ 554.67	Not Provided	--	$ 0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 04/30/12	$ 662.90	Not Provided	--	$ 0.00 CORRECTED

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 20 ?
FORM 1099 COMPOSI

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No 1545-0715)

1c-Type of gain or loss. Short-term (Report on Form 8949, in either Part I or Part II as appropriate, with Box B checked)

SHORT-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS MISSING AND NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc. (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FNMA PL 890358 6.5%23	31410LE73	P	-- / 05/31/12	$ 620.24	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6.5%23	31410LE73	P	-- / 06/30/12	$ 891.61	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 07/31/12	$ 714.68	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6.5%23	31410LE73	P	-- / 08/31/12	$ 830.35	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 09/30/12	$ 767.49	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 10/31/12	$ 516.55	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 11/30/12	$ 670.16	Not Provided	-- $	0.00 CORRECTED
FNMA PL 890358 6 5%23	31410LE73	P	-- / 12/31/12	$ 424.57	Not Provided	-- $	0.00 CORRECTED
Security Subtotal				$ 7,866.65	--	-- $	0.00
Total Short-Term (Cost basis is missing and not reported to the IRS)				$ 66,579.19	--		
Total Short-Term Sales Price of Stocks, Bonds, etc.				$ 609,406.10	$ 538,419.24	ST gain = 70987	

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss Long-term (Report on Form 8949, Part II, with **Box B** checked.)

LONG-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS AVAILABLE BUT NOT REPORTED TO THE IRS

8-Description	CUSIP Number 1d-Stock or other symbol	**	1b-Date of acquisition 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc. (less commissions and options premiums) 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
ATLANTA GA DEV AU 6.3%16** CALLED **DUE	04780NBS5	R	04/30/09 01/01/12	$ 25,000.00 25,000.00	$ 25,000.00	$ 0.00	$ 0.00
Security Subtotal				**$ 25,000.00**	**$ 25,000.00**	**$ 0.00**	**$ 0.00**
BANK OF AMERICA 6 5%16MED TRM NT DUE	06051GEA3	S	12/11/09 09/18/12	$ 28,925.17 25,000.00	$ 26,431.85	$ 0.00	$ 0.00
Security Subtotal				**$ 28,925.17**	**$ 26,431.85**	**$ 0.00**	**$ 0.00**
CATERPILLAR FINL 5.75XXX**MATURED** DUE	14912L4G3	MT	05/05/09 02/15/12	$ 25,000 00 25,000.00	$ 25,000.00	$ 0.00	$ 0.00
Security Subtotal				**$ 25,000.00**	**$ 25,000.00**	**$ 0.00**	**$ 0.00**
EL PASO TEX 5 181%22COMB LTX DUE	283734MU2	S	10/06/09 07/09/12	$ 41,418.50 35,000.00	$ 35,237.90	$ 0 00	$ 0.00
Security Subtotal				**$ 41,418.50**	**$ 35,237.90**	**$ 0.00**	**$ 0.00**
FED NATL MTG 1XXX** CALLED **DUE	3136FPRH2	R	01/07/11 10/22/12	$ 30,000.00 30,000.00	$ 30,000.00	$ 0.00	$ 0.00
Security Subtotal				**$ 30,000.00**	**$ 30,000.00**	**$ 0.00**	**$ 0 00**
FED NATL MTG 1 65XXX** CALLED **DUE	3136FTEH8	R	10/07/11 11/02/12	$ 30,000 00 30,000.00	$ 30,020.16	$ 0 00	$ 0.00
Security Subtotal				**$ 30,000.00**	**$ 30,020.16**	**$ 0.00**	**$ 0.00**

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Statement A

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss: Long-term (Report on Form 8949, Part II, with **Box B** checked.)

LONG-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS AVAILABLE BUT NOT REPORTED TO THE IRS

8-Description		CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc. (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
FNMA PL AD9750 3 5%25	DUE	31418XZQ4	S	12/08/10 09/18/12	$ 16,038.08 25,000.00	$ 15,178.81	$ 0.00	$ 0.00
Security Subtotal					**$ 16,038 08**	**$ 15,178.81**	**$ 0.00**	**$ 0.00**
FNMA PL 555549 5%18	DUE	31385XEW3	S	09/17/09 05/17/12	$ 13,814.67 110,000.00	$ 13,382.96	$ 0 00	$ 0.00
Security Subtotal					**$ 13,814.67**	**$ 13,382.96**	**$ 0.00**	**$ 0 00**
HOMER MICH CMNTY 1 65XXX**MATURED** DUE		437506BU1	MT	04/06/11 05/01/12	$ 25,000 00 25,000.00	$ 25,000 00	$ 0 00	$ 0.00
Security Subtotal					**$ 25,000.00**	**$ 25,000.00**	**$ 0.00**	**$ 0.00**
NATL RURAL UTIL 7 25XXX**MATURED** DUE		637432CU7	MT	05/05/09 03/01/12	$ 17,000 00 17,000.00	$ 17,000 00	$ 0.00	$ 0.00
Security Subtotal					**$ 17,000.00**	**$ 17,000.00**	**$ 0.00**	**$ 0.00**
NORTHERN CALIF 4 37XXX**MATURED** DUE		664848AZ1	MT	04/30/09 05/01/12	$ 25,000.00 25,000 00	$ 25,000.00	$ 0 00	$ 0.00
Security Subtotal					**$ 25,000.00**	**$ 25,000.00**	**$ 0.00**	**$ 0.00**
SOUTH DAKOTA BR 2.875XXX**MATURED** DUE		837542BV0	MT	05/22/09 04/01/12	$ 25,000.00 25,000.00	$ 25,000.00	$ 0.00	$ 0.00
Security Subtotal					**$ 25,000.00**	**$ 25,000.00**	**$ 0.00**	**$ 0.00**

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Statement A

charles SCHWAB

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

TAX YEAR 2012
FORM 1099 COMPOSITE

Taxpayer ID Number: 23-6953316

Date Prepared: March 8, 2013

Proceeds from Broker Transactions — 2012 (continued)

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No 1545-0715)

1c-Type of gain or loss: Long-term (Report on Form 8949, Part II, with **Box B** checked)

LONG-TERM HOLDING PERIOD

6a-Noncovered security

COST BASIS IN THIS SECTION IS AVAILABLE BUT NOT REPORTED TO THE IRS

8-Description	CUSIP Number / 1d-Stock or other symbol	**	1b-Date of acquisition / 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc (less commissions and options premiums) / 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
WAWASEE HIGH SCH BL 4%17REV DUE	944052AD1	S	11/24/10 07/09/12	$ 32,897 90 30,000 00	$ 30,020.48	$ 0.00	$ 0.00
Security Subtotal				$ 32,897.90	$ 30,020 48	$ 0.00	$ 0.00
Total Long-Term (Cost basis is available but not reported to the IRS)				$ 335,094.32	$ 322,272.16		
Total Long-Term Sales Price of Stocks, Bonds, etc.				$ 335,094.32	$ 322,272.16	Gain: 12,822	
Total Sales Price of Stocks, Bonds, etc.				$ 944,500.42			
Total Federal Income Tax Withheld				$ 0.00			

Notes for your Form 1099-B

Schwab has provided cost basis information whenever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings When value for the report is unavailable, it is noted as follows. "Missing" or "Not Provided"

Not Provided Schwab is not providing Cost Basis on this security type

Missing Cost Basis may be missing due to one of the following reasons
- Cost basis data may not be available for a number of reasons (for example, the security was purchased outside of Schwab and we did not receive cost basis from the transferring firm).
- The security was purchased more than 10 years ago.

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Statement B

charles SCHWAB

Schwab One® Trust Account of
R JAMES MACALEER TTEE
THE RJM FOUNDATION
U/A DTD 1/6/88 FUNDING ACCT

Account Number
6153-2722

TAX YEAR 2012
YEAR-END SUMMARY

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared. February 8, 2013

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab It is provided to you as additional tax reporting information you may need to complete your tax return

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D
Please consult with your tax advisor or financial advisor regarding specific questions

Short-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "**cost basis is available but not reported to the IRS.**" Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
VANGUARD SHORT TERM	922031836	50,327.84	12/15/11	10/12/12	$ 547,551.96	$ 535,000.00	$ 0.00	$ 12,551.96
Security Subtotal					**$ 547,551.96**	**$ 535,000.00**	**$ 0.00**	**$ 12,551.96**
VANGUARD SHORT TERM TA	922907803	33,918.65	12/15/11	10/12/12	$ 540,648.38	$ 540,000.00	$ 0 00	$ 648 38
Security Subtotal					**$ 540,648.38**	**$ 540,000.00**	**$ 0.00**	**$ 648.38**
VANGUARD SHORT TERM TR	922031851	49,307.37	12/15/11	10/12/12	$ 532,011 55	$ 535,000.00	$ 0.00	$ (2,988 45)
Security Subtotal					**$ 532,011.55**	**$ 535,000.00**	**$ 0.00**	**$ (2,988.45)**
Total Short-Term *(Cost basis is available but not reported to the IRS)*					**$ 1,620,211 89**	**$ 1,610,000.00**	**$ 0 00**	**$ 10,211.89**
Total Short-Term					**$ 1,620,211.89**	**$ 1,610,000.00**	**$ 0.00**	**$ 10,211.89**

SIPC

Statement B

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 8, 2013

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return

Long-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
IRONBRIDGE SMID CAP FUN	46301Q309	9,778.54	01/11/11	05/16/12	$ 117,327.59	$ 120,482.05	$ 0 00	$ (3,154.46)
Security Subtotal					**$ 117,327.59**	**$ 120,482.05**	**$ 0.00**	**$ (3,154.46)**
Total Long-Term *(Cost basis is available but not reported to the IRS)*					**$ 117,327.59**	**$ 120,482.05**	**$ 0.00**	**$ (3,154.46)**
Total Long-Term					**$ 117,327.59**	**$ 120,482.05**	**$ 0.00**	**$ (3,154.46)**

BROWN BROTHERS HARRIMAN

STATEMENT OF ACCOUNT

Statement Period 12/01/2012 through 12/31/2012
Account Number 1035001558
THE RJM FOUNDATION R JAMES
MACALEER TRUSTEE

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
	CASH										
	PENDING CASH										
	CASH		0 06				0			100 00	0 00
	TOTAL PENDING CASH		0.06		0.00		0	0		100.00	0 00
	TRANSACTIONAL CASH										
16,320 98	BBH MONEY MARKET FUND REGULAR	1 00	16,320.98	1.00	16,320.98	0	0	2		100 00	1 57
	TOTAL TRANSACTIONAL CASH		16,320.98		16,320.98		0	2		100.00	1 57
	TOTAL CASH		16,321 04		16,320 98		0	2		100 00	1 57
	FIXED INCOME										
	ABSOLUTE RETURN STRATEGIES										
6.5494	BBH ABSOLUTE RETURN OFFSHORE FUND, LTD SER A TR 4-08 ESTIMATED FAIR VALUE	2.32	15.19	143 80	941.82	0	927-	0		0.09	0.00
17 1166	BBH ABSOLUTE RETURN OFFSHORE FUND, LTD SER E TR 1 2007	0 00	0 00	0 00	0 00	0	0	0		0 00	0 00
4,982 2718	BBH ABSOLUTE RETURN OFFSHORE FUND, LTD SER A TR 1 ESTIMATED FAIR VALUE	3.35	16,690 61	0 00	0 00	0	16,691	0		99 91	1 61
	TOTAL ABSOLUTE RETURN STRATEGIES		16,705 80		941 82		15,764	0		100 00	1 61
	TOTAL FIXED INCOME		16,705 80		941 82		15,764	0		100 00	1 61

Statement C

Statement C

BROWN BROTHERS HARRIMAN

STATEMENT OF ACCOUNT

Statement Period 12/01/2012 through 12/31/2012
Account Number 1035001558
THE RJM FOUNDATION R JAMES
MACALEER TRUSTEE

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
	EQUITY										
	TRADITIONAL INVESTMENTS										
	US LARGE CAP EQUITY										
	BBH LARGE CAP EQUITY FUNDS										
48,701 605	BBH CORE SELECT CL N	17 35	844,972 85	12 22	594,906 49	0	250,066	4,675		100 00	81 43
	TOTAL BBH LARGE CAP EQUITY FUNDS		844,972 85		594,906 49		250,066	4,675		100.00	81 43
	TOTAL US LARGE CAP EQUITY		844,972 85		594,906 49		250,066	4,675		100.00	81 43
	ALTERNATIVE INVESTMENTS										
	PRIVATE EQUITY										
159 684 88	BBH PRIVATE EQ PARTNERS II (VALUED AS OF 09/30/2012)	1.00	159,684 88	0.00	0.00	0	159,685	0		100.00	15 39
	TOTAL PRIVATE EQUITY		159 684.88		0 00		159,685	0		100 00	15 39
	TOTAL EQUITY		1 004,657 73		594,906.49		409,751	4,675		100 00	96 82
	Total Assets		1,037,684 57		612,169 29		425,515	4,677		100 00	100 00
	TOTAL TRADITIONAL INVESTMENTS		861,293 89		611,227 47		250,066	4,677			
	TOTAL ALTERNATIVE INVESTMENTS		176 390.68		941 82		175 449	0			

THE RJM FOUNDATION
CHARITABLE CONTRIBUTIONS
FOR YEAR ENDED 12/31/12
EIN 23-6953316

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
2,000	National Wrestling Coaches Association P O Box 254 Manheim, PA 17545	Public Charity	To Fund Operating Budget
10,000	Chester County Food Bank 1208 Horseshoe Pike Downingtown, PA 19335	Public Charity	To Fund Operating Budget
50,000	Chester County Food Bank 1208 Horseshoe Pike Downingtown, PA 19335	Public Charity	To Fund Operating Budget
2,000	Community Volunteers in Medicine 300 B Lawrence Drive West Chester, PA 19380	Public Charity	To Fund Operating Budget
5,000	Chester County Council - BSA 504 S Concord Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
100,000	Philadelphia Zoo 3400 West Girard Avenue Philadelphia, PA 19104	Public Charity	To Fund Operating Budget
2,000	Brandywine Valley Association 1760 Unionville-Wawaset Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
5,000	Goshen Fire Company 1320 Park Avenue West Chester, PA 19380	Public Charity	To Fund Operating Budget
80,000	Chester County Futures 704 Haywood Drive Exton, PA 19341	Public Charity	To Fund Operating Budget
25,000	The Academy of Natural Sciences of Drexel University 1900 Benjamin Franklin Parkway Philadelphia, PA 19103	Public Charity	To Fund Operating Budget

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
10,000	Trout Unlimited- Coldwater Conservation Fund 1300 North 17th Street, Suite 500 Arlington, VA 22209	Public Charity	To Fund Operating Budget
25,000	Island Conservation 100 Shaffer Road, CCH Santa Cruz, CA 95060	Public Charity	To Fund Operating Budget
10,000	World Land Trust - US 25 Horner Street Warrenton, VA 20186	Public Charity	To Fund Operating Budget
10,000	Manomet Center for Conservations Sciences P.O. Box 1770 Manomet, MA 02345	Public Charity	To Fund Operating Budget
15,000	American Bird Conservancy 4249 Loudoun Avenue The Plains, VA 20198	Public Charity	To Fund Operating Budget
5,000	Friends of Princeton Wrestling Princeton University 103 Dillon Gym Princeton, NJ 08544	Public Charity	To Fund Operating Budget
10,000	ORBIS International 520 Eighth Avenue, 11th Floor New York, NY 10018	Public Charity	To Fund Operating Budget
10,000	Project Healing Waters Fly Fishing P O Box 695 LaPlata, MD 20646	Public Charity	To Fund Operating Budget
10,000	Westtown School 975 Westtown Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
12,000	United Way 211 North Walnut Street West Chester, PA 19380	Public Charity	To Fund Operating Budget
18,000	Hawk Mountain Sanctuary Association 1700 Hawk Mountain Road Kempton, PA 19529	Public Charity	To Fund Operating Budget
66,000	Ned Smith Center 176 Water Company Road Millersburg, PA 17061	Public Charity	To Fund Operating Budget

Statement D

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
10,000	Valley Forge Chapter of Trout Unlimited P O. Box 1356 West Chester, PA 19380	Public Charity	To Fund Operating Budget
1,500	Stroud Water Research Center 970 Spencer Road Avondale, PA 19311	Public Charity	To Fund Operating Budget
3,000	Hummer Bird Study Group P O Box 250 Clay, AL 35048	Public Charity	To Fund Operating Budget
5,000	Chester County Council - BSA 504 S Concord Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
2,500	The Academy of Natural Sciences of Drexel University 1900 Benjamin Franklin Parkway Philadelphia, PA 19103	Public Charity	To Fund Operating Budget
55,000	Byerschool Foundation 210 W Rittenhouse Square Philadelphia, PA 19103	Public Charity	To Fund Operating Budget
25,000	Princeton University Wrestling Program 103 Dillon Gym Princeton, NJ 08544	Public Charity	To Fund Operating Budget
10,000	Natural Lands Trust 1031 Palmers Mill Road Media, PA 19063	Public Charity	To Fund Operating Budget
25,000	The Academy of Natural Sciences of Drexel University 1900 Benjamin Franklin Parkway Philadelphia, PA 19103	Public Charity	To Fund Operating Budget
2,500	Chester County Historical Society 225 North High Street West Chester, PA 19380	Public Charity	To Fund Operating Budget
2,500	National Audubon Society 1201 Pawlings Road Audubon, PA 19403	Public Charity	To Fund Operating Budget
2,000	HandiCrafters P O Box 72646 215 Barley Sheaf Road Thorndale, PA 19372	Public Charity	To Fund Operating Budget

Statement D

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
2,000	American Sports Council P O Box 53356 Washington, DC 20009	Public Charity	To Fund Operating Budget
9,000	Church of Christ at Norristown P O. Box 1010 Worcester, PA 19490	Public Charity	To Fund Operating Budget
2,000	Dragonfly Forest 1100 E Hector Street Conshohocken, PA 19428	Public Charity	To Fund Operating Budget
10,000	Operation Warm 1653 Brintons Bridge Road Chadds Ford, PA 19317	Public Charity	To Fund Operating Budget
2,000	Class of 1955 Foundation 4566 Province Line Road Princeton, NJ 08540	Public Charity	To Fund Operating Budget
5,000	Project Healing Waters Fly Fishing, Inc P O. Box 695 LaPlata, MD 20646	Public Charity	To Fund Operating Budget
7,500	Audubon Pennsylvania 1201 Pawlings Road Audubon, PA 19403	Public Charity	To Fund Operating Budget
2,000	Consumer Reports Foundation 101 Truman Avenue Yonkers, NY 10703	Public Charity	To Fund Operating Budget
15,000	Building a Bridge 723 Lexington Avenue Charlottesville, VA 22902	Public Charity	To Fund Operating Budget
15,000	National Parks Conservation Association 777 6th Street, Suite 700 Washington, DC 20001	Public Charity	To Fund Operating Budget
20,000	Barrett Hospital Foundation 90 Highway 91 South Dillon, MT 59725	Public Charity	To Fund Operating Budget
715,500	Total Charitable Contributions		

Statement D

Statement E

Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Money Funds Dividends	0 00	2.65	0.00	26.57
Corporate Bond and Other Interest	0.00	8,038.67	0.00	88,915.11
Agency Security Interest	0.00	0.00	0.00	5,251.25
Total Income	0.00	8,041.32	0.00	94,192.93
Accrued Interest Paid[4]	0.00	(47.91)	0.00	(11,799 61)

[4]Certain accrued interest paid on taxable bonds may be deductible; consult your tax advisor.

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND. SWGXX	195,122.2100	1.0000	195,122.21	0.01%	6%
Total Money Market Funds [Sweep]			195,122.21		6%
Total Money Market Funds [Sweep]			195,122.21		6%

Investment Detail - Fixed Income

Agency Securities	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FED FARM CR BK 1.04%16	75,000.0000	100.2278	75,170.85	75,020.56	2%	150.29 [b]	780.00
NOTES DUE 04/11/16 CALLABLE 04/11/13 AT 100.00000 CUSIP 3133EALA4 MOODY'S· Aaa S&P. AA+			*75,025 00*				1 03%

Accrued Interest: 173.33

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Statement E

Investment Detail - Fixed Income (continued)

Agency Securities (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FED HM LN MTG 1%16 NOTES DUE 11/14/16 CALLABLE 11/14/13 AT 100.00000 CUSIP: 3134G3U81 MOODY'S: Aaa S&P: AA+	75,000.0000	100.5343	75,400.73 *75,474.00*	75,465.82	2%	(65.09) b	750.00 0 83% *Accrued Interest: 97.92*
FED HM LN MTG 0.7%15 NOTES DUE 02/13/15 CALLABLE 02/13/13 AT 100.00000 CUSIP. 3134G3LD0 MOODY'S: Aaa S&P· AAA	100,000.0000	100.0715	100,071.50 *100,025.00*	100,018.55	3%	52.95 b	700.00 0.69% *Accrued Interest: 268.33*
FED HM LN MTG 0.75%16 NOTES DUE 10/05/16 CALLABLE 04/05/13 AT 100.00000 CUSIP 3134G3P38 MOODY'S: Aaa S&P· AA+	120,000.0000	100.1035	120,124.20 *120,076.80*	120,073.99	4%	50.21 b	900.00 N/A y *Accrued Interest: 215.01*
FED NATL MTG 1.3%17 NOTES DUE 05/10/17 CALLABLE 05/10/13 AT 100.00000 CUSIP: 3136G0EQ0 MOODY'S· Aaa S&P· AA+	50,000.0000	100.3427	50,171.35 *50,075.00*	50,066.09	1%	105.26 b	650.00 1.26% *Accrued Interest: 92.08*

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Statement E

Investment Detail - Fixed Income (continued)

Agency Securities (continued)	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FED NATL MTG 1.25%17	25,000.0000	100.1035	25,025.88	25,046.41	<1%	(20.53) [b]	312.50
NOTES DUE 02/08/17			*25,056.25*				1 20%
CALLABLE 02/08/13 AT 100 00000							
CUSIP 3136FTZY8							
MOODY'S Aaa S&P AA+							***Accrued Interest: 124.13***
FED NATL MTG 1.125%17	30,000.0000	101.7429	30,522.87	30,012.16	<1%	510.71 [b]	337.50
NOTES DUE 04/27/17			*30,014.50*				1 11%
CUSIP 3135G0JA2							
MOODY'S. Aaa S&P. AA+							***Accrued Interest: 60.00***
Total Agency Securities	475,000.0000		476,487.38	475,703.58	14%	783.80	4,430.00
		Total Cost Basis:	475,746.56				

Total Accrued Interest for Agency Securities: 1,030.80

Corporate Bonds	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
ALLSTATE LF GLB 5.375%13	30,000.0000	101.6328	30,489.84	31,240.63	<1%	(750.79) [b]	1,612.50
NOTES DUE 04/30/13			*31,798.50* [a]				3 64%
CUSIP· 02003MBQ6							
MOODY'S A1 S&P· A+							***Accrued Interest: 273.23***

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Statement E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
AMER EXPRESS CR 2.8%16	70,000.0000	105.8121	74,068.47	74,393.16	2%	(324.69) b	1,960.00
NOTES DUE 09/19/16			*74,633.10*				1.07%
CUSIP: 0258M0DC0							
MOODY'S: A2 S&P: A-							*Accrued Interest: 555.33*
AT&T INC 2.5%15	25,000.0000	104.3230	26,080.75	25,126.74	<1%	954.01 b	625.00
NOTES DUE 08/15/15			*25,231.00*				2.29%
CALLABLE							
CUSIP: 00206RAV4							
MOODY'S: A2 S&P A-							*Accrued Interest: 236.11*
BERKSHIRE HATHAW 3.75%21	30,000.0000	109.5497	32,864.91	29,851.90	<1%	3,013.01	1,125.00
NOTES DUE 08/15/21			*29,851.90*				3.80%
CUSIP. 084670BC1							
MOODY'S: Aa2 S&P· AA+							*Accrued Interest: 425.00*
BHP BIL FIN USA 6.5%19F	45,000.0000	127.2880	57,279.60	50,280.80	2%	6,998.80 b	2,925.00
BONDS DUE 04/01/19			*52,146.70*				4.33%
CUSIP· 055451AH1							
MOODY'S· A1 S&P A+							*Accrued Interest: 731.25*
BP CAP MKTS 3.875%15F	60,000.0000	106.7369	64,042.14	62,201.33	2%	1,840.81 b	2,325.00
NOTES DUE 03/10/15			*63,069 80*				N/A[y]
CUSIP. 05565QBH0							
MOODY'S A2 S&P· A							*Accrued Interest: 716.88*

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Statement E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
CITIGROUP 6.375%14 NOTES DUE 08/12/14 CUSIP· 172967EY3 MOODY'S: Baa2 S&P. A-	25,000.0000	108.1866	27,046.65 *25,104.75* [a]	25,099.37	<1%	1,947.28 [b]	1,593.75 6.27% *Accrued Interest: 615.36*
CME GROUP INC 5.75%14 NOTES DUE 02/15/14 CALLABLE CUSIP: 12572QAD7 MOODY'S Aa3 S&P· AA-	25,000.0000	105.5350	26,383.75 *26,740.25* [a]	25,420.49	<1%	963.26 [b]	1,437.50 4 13% *Accrued Interest: 543.06*
DEERE JOHN CAP 1.85%16 NOTES DUE 09/15/16 CUSIP 24422ERF8 MOODY'S· A2 S&P· A	25,000.0000	103.0299	25,757.48 *25,011.75*	25,008.80	<1%	748.68 [b]	462.50 1.84% *Accrued Interest: 136.18*
DEERE JOHN CAP 0.875%15 MED TRM NT DUE 04/17/15 CUSIP 24422ERQ4 MOODY'S A2 S&P. A	50,000.0000	100.2881	50,144.05 *49,994.00*	49,994.00	1%	150.05	437.50 0 87% *Accrued Interest: 89.93*
GEN ELEC CAP CP 5.625%18 MED TRM NT DUE 05/01/18 CUSIP. 36962G3U6 MOODY'S A1 S&P· AA+	25,000.0000	118.5946	29,648.65 *21,884 00* [a]	22,120.47	<1%	7,528.18 [b]	1,406.25 7.55% *Accrued Interest: 234.38*

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Statement E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
GOLDMAN SACHS GP 3.7%15	75,000.0000	105.2331	78,924.83	76,737.15	2%	2,187.68 [b]	2,775.00
MED TRM NT DUE 08/01/15			*77,225.50*				N/A[y]
CUSIP· 38141EA74							
MOODY'S A3 S&P· A-							*Accrued Interest: 1,156.25*
HEWLETT PACKARD 2.35%15	50,000.0000	100.4369	50,218.45	50,786.15	1%	(567.70) [b]	1,175.00
NOTES DUE 03/15/15 CALLABLE			*51,050.00*				1.61%
CUSIP: 428236BN2							
MOODY'S. Baa1 S&P: BBB+							*Accrued Interest: 345.97*
JPMORGAN CHASE 3.15%16	50,000.0000	105.7405	52,870.25	51,454.75	2%	1,415.50 [b]	1,575.00
NOTES DUE 07/05/16			*51,746 50*				2.28%
CUSIP: 46625HJA9							
MOODY'S· A2 S&P· A							*Accrued Interest: 770.00*
JPMORGAN CHASE & 5.75%13	25,000.0000	100.0138	25,003.45	25,002.65	<1%	0.80 [b]	1,437.50
BONDS DUE 01/02/13			*27,190.25*				1.83%
CUSIP 46625HAT7							
MOODY'S· A3 S&P. A-							*Accrued Interest: 714.76*

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Statement E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
METLIFE INC 4.75%21 BONDS DUE 02/08/21 CALLABLE CUSIP· 59156RAX6 MOODY'S· A3 S&P A-	25,000.0000	115.9168	28,979.20 *26,560.50*	26,273.52	<1%	2,705.68 [b]	1,187.50 4.00% *Accrued Interest: 471.70*
MORGAN STANLEY 5.625%19 MED TRM NT DUE 09/23/19 CALLABLE CUSIP 61747YCJ2 MOODY'S Baa1 S&P A-	25,000.0000	112.6840	28,171.00 *25,976.75*	25,823.22	<1%	2,347.78 [b]	1,406.25 5.04% *Accrued Interest: 382.81*
ONTARIO PROV CDA 1 6%16F NOTES DUE 09/21/16 CUSIP 683234DP0 MOODY'S Aa2 S&P AA-	105,000.0000	103.0628	108,215.94 *108,420 25*	108,202.16	3%	13.78 [b]	1,680.00 N/A[y] *Accrued Interest: 466.67*
PEPSICO 5.0%18 BONDS DUE 06/01/18 CUSIP 713448BH0 MOODY'S Aa3 S&P A-	25,000.0000	118.9055	29,726.38 *27,764 25*	26,986.90	<1%	2,739.48 [b]	1,250.00 3 38% *Accrued Interest· 104 17*
RIO TINTO FIN 2.5%16F NOTES DUE 05/20/16 CALLABLE CUSIP 767201AM8 MOODY'S A3 S&P A-	75,000 0000	104.2805	78,210.38 *78,232 75*	77,680.00	2%	530.38 [b]	1,875.00 1.41% *Accrued Interest: 213.54*

Statement E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
SAN DIEGO GAS & 5.3%15	55,000.0000	113.0297	62,166.34	61,569.64	2%	596.70 [b]	2,915.00
ELEC DUE 11/15/15			*63,245.85*				1.06%
1ST MTG							
CALLABLE							
CUSIP· 797440BG8							
MOODY'S· Aa3 S&P: A+							*Accrued Interest: 372.47*
SCHWAB CHARLES 4.45%20	70,000.0000	112.8992	79,029.44	76,095.05	2%	2,934.39 [b]	3,115.00
NOTES DUE 07/22/20			*76,627 40*				3 14%
CALLABLE							
CUSIP· 808513AD7							
MOODY'S: A2 S&P: A							*Accrued Interest: 1,375.79*
SIMON PROP GRP 4.2%15	50,000.0000	106.5447	53,272.35	52,503.71	2%	768.64 [b]	2,100.00
NOTES DUE 02/01/15			*53,332 50*				1.74%
CALLABLE 11/01/14 AT 100.00000							
CUSIP. 828807CC9							
MOODY'S: A3 S&P. A-							*Accrued Interest: 875.00*
STATE STREET CO 2.875%16	35,000.0000	106.8079	37,382.77	34,879.75	1%	2,503.02	1,006.25
NOTES DUE 03/07/16			*34,879.75*				2 94%
CUSIP 857477AH6							
MOODY'S. A1 S&P. A+							*Accrued Interest: 318.65*

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Statement E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
VERIZON COMM INC 3.0%16	25,000.0000	106.7534	26,688.35	25,647.55	<1%	1,040.80 b	750.00
NOTES DUE 04/01/16 CALLABLE CUSIP 92343VAY0 MOODY'S. A3 S&P· A-			*25,902.00*				2.16%
							Accrued Interest: 187.50
Total Corporate Bonds	1,100,000.0000		1,182,665.42	1,140,379.89	35%	42,285.53 b	40,157.50
		Total Cost Basis:	*1,153,620.00*				

Total Accrued Interest for Corporate Bonds: 12,311.99

Municipal Bonds	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
AMERICAN MUN PW 3.944%15	70,000.0000	104.1660	72,916.20	72,742.84	2%	173.36 b	2,760.80
REV DUE 02/15/15 OHIO INC REV TXBL CUSIP 02765UCS1 MOODY'S. A3 S&P. A			*73,624 40*				2 04%
							Accrued Interest: 1,042.97
ARIZONA BRD REGE 1.29%15	75,000.0000	100.4790	75,359.25	75,019.85	2%	339.40 b	967.50
REV DUE 06/01/15 UNIV ARIZ SYS REV TXBL CUSIP: 040484ET0 MOODY'S. Aa2 S&P AA			*75,025.00*				1 27%
							Accrued Interest: 80.63

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Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
ARKANSAS ST 4%19	35,000.0000	110.5270	38,684.45	35,021.26	1%	3,663.19 [b]	1,400.00
GO DUE 07/01/19			*35,025 00*				3 98%
TXBL							
CUSIP: 041042RS3							
MOODY'S: Aa1 S&P: AA							*Accrued Interest: 700.00*
ATLANTA GA DEV 4.95%16	25,000.0000	112.1210	28,030.25	24,866.00	<1%	3,164.25	1,237.50
REV DUE 07/01/16			*24,866.00* [a]				5.04%
AUTH EDL OID TXBL							
AGC							
CUSIP: 04780RBK3							
MOODY'S: Aa3 S&P· AA-							*Accrued Interest: 618.75*
CALIFORNIA ST 5.95%16	25,000.0000	113.3790	28,344.75	25,952.54	<1%	2,392.21 [b]	1,487.50
GO UTX DUE 04/01/16			*26,042.75* [a]				5.22%
TXBL							
CUSIP. 13063A5D2							
MOODY'S: A1 S&P A-							*Accrued Interest: 371.88*
CALIFORNIA ST 5.182%18	25,000.0000	115.7940	28,948.50	25,016.37	<1%	3,932.13 [b]	1,295.50
REV DUE 03/01/18			*25,025.00*				5.16%
PUB WKS SUBJ XTRO							
TXBL							
CUSIP· 130685F88							
MOODY'S: Aa2 S&P AA-							*Accrued Interest: 431.83*

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Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
COLORADO ST BLD 4.512%18	25,000.0000	110.8520	27,713.00	25,124.01	<1%	2,588.99 [b]	1,128.00
REV DUE 03/15/18 EXCELLENT SCHS TXBL CUSIP 19668QCR4 MOODY'S: Aa2 S&P AA-			*25,180 00*				4.40%
							Accrued Interest: 332.13
COLUMBUS GA WTR 1.59%16	50,000.0000	101.0520	50,526.00	50,020.90	1%	505.10 [b]	795.00
REV DUE 05/01/16 & SEW REV TXBL CUSIP· 199144SR8 MOODY'S. Aa3 S&P· AA			*50,025 00*				1.57%
							Accrued Interest: 132.50
COMMONWEALTH FI 5.592%17	25,000.0000	113.8080	28,452.00	25,000.00	<1%	3,452.00	1,398.00
REV DUE 06/01/17 AUTH PA REV TXBL CUSIP 20281PBZ4 MOODY'S: A1 S&P· AA-			*25,000.00* [a]				5.59%
							Accrued Interest: 699.00
COMMONWEALTH FIN 5.11%19	35,000.0000	117.0840	40,979.40	35,022.94	1%	5,956.46 [b]	1,788.50
REV DUE 06/01/19 AUTH PA REV TXBL CUSIP: 20281PDK5 MOODY'S A1 S&P AA-			*35,025.00*				5.09%
							Accrued Interest: 149.04

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Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FRESNO CNTY CAL 4.408%15	25,000.0000	103.2410	25,810.25	24,136.01	<1%	1,674.24 [b]	1,102.00
REV DUE 08/15/15 PENSION OBLIG TXBL FGIC CUSIP 358266BU7 MOODY'S N/R S&P AA-			*23,722 75* [a]				5.41%
							Accrued Interest: 416.31
FULTON CNTY GA 1.305%15	75,000.0000	100.8560	75,642.00	75,020.15	2%	621.85 [b]	978.75
REV DUE 11/01/15 DEV AUTH REV TXBL CUSIP 3599003T2 MOODY'S Aa1 S&P AA+			*75,025 00*				1 29%
							Accrued Interest: 163.13
GAINESVILLE FLA 4.49%14	25,000.0000	106.1100	26,527.50	26,497.97	<1%	29.53 [b]	1,122.50
REV DUE 10/01/14 UTILS SYS REV TXBL AGM CUSIP· 362848QB2 MOODY'S Aa2 S&P AA			*27,128.50*				1.02%
							Accrued Interest: 280.63
GREATER ORLANDO 4.51%15	80,000.0000	107.9090	86,327.20	85,648.49	3%	678.71 [b]	3,608.00
REV DUE 10/01/15 AVIATION AUTH FLA TXBL CUSIP 392273AK4 MOODY'S. A2 S&P N/R			*86,943.40*				1 86%
							Accrued Interest: 902.00

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Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
ILLINOIS ST FOR 4.071%14	75,000.0000	103.0080	77,256.00	76,078.81	2%	1,177.19 [b]	3,053.25
GO UTX DUE 01/01/14 ISSUES DTD PRIOR TO TXBL CUSIP 4521518U0 MOODY'S A2 S&P A			*77,057.20*				N/A[Y]
							Accrued Interest: 1,526.63
LAS VEGAS VALLE 3.988%21	25,000.0000	108.6650	27,166.25	25,023.61	<1%	2,142.64 [b]	997.00
WTR LTX DUE 06/01/21 NEV WTR DIST TXBL CUSIP 5178402M5 MOODY'S Aa2 S&P AA+			*25,025.00*				3.97%
							Accrued Interest: 83.08
LUBBOCK TEX 4.542%19	25,000.0000	112.9170	28,229.25	25,000.00	<1%	3,229.25	1,135.50
WTR LTX BAB DUE 02/15/19 TXBL CUSIP 549188HD5 MOODY'S Aa2 S&P AA+			*25,000 00*				4 53%
							Accrued Interest: 428.97
METROPOLITAN ST 3.51%14	35,000.0000	104.3700	36,529.50	35,000.00	1%	1,529.50	1,228.50
REV BAB DUE 12/01/14 COLLEGE DENVER COLO TXBL CUSIP 592566AD5 MOODY'S Aa2 S&P: AA-			*35,000.00* [a]				3.50%
							Accrued Interest: 102.38

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
MICHIGAN MUN BD 5.252%15	50,000.0000	106.9230	53,461.50	54,451.57	2%	(990.07) b	2,626.00
REV DUE 06/01/15 AUTH REV TXBL FGIC CUSIP: 59455TRB0 MOODY'S: Aa3 S&P: A+			*55,720.50*				1.48%
							Accrued Interest: 218.83
NEW JERSEY ECON 3.641%15	75,000.0000	107.5200	80,640.00	80,287.68	2%	352.32 b	2,730.75
REV DUE 12/15/15 DEV AUTH REV TXBL CUSIP· 645918YF4 MOODY'S: A1 S&P: A+			*80,520.75*				1 20%
							Accrued Interest: 121.37
NEW YORK N Y CIT 1.44%16	75,000.0000	100.0430	75,032.25	75,022.20	2%	10.05 b	1,080.00
REV DUE 11/01/16 HSG DEV CORP TXBL CUSIP. 64972BVM4 MOODY'S. Aa2 S&P: AA			*75,025.00*				1.43%
							Accrued Interest: 180.00
NEW YORK N Y FO 5.125%15	50,000.0000	112.0010	56,000.50	55,092.31	2%	908.19 b	2,562.50
GO DUE 10/01/15 PRIOR ISSUES OID TXBL CUSIP 64966GTV4 MOODY'S Aa2 S&P AA			*56,396.00*				1 33%
							Accrued Interest: 640.63

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

SIPC

Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
NEW YORK N Y FOR 5.96%16	25,000.0000	113.9900	28,497.50	25,250.01	<1%	3,247.49 [b]	1,490.00
GO UTX DUE 04/01/16 PRIOR ISSUES SEE TXBL CUSIP 64966HJR2 MOODY'S Aa2 S&P. AA			*25,920.50* [a]				5 32%
							Accrued Interest· 372.50
OHIO ST 5.46%18	30,000.0000	105.6080	31,682.40	30,566.60	<1%	1,115.80 [b]	1,638.00
REV DUE 10/01/18 TXBL AMBAC CALLABLE 04/01/14 AT 100.00000 CUSIP 677519WS5 MOODY'S Aa2 S&P AA			*30,735 00* [a]				5 12%
							Accrued Interest: 409.50
PHOENIX ARIZ CI 3.907%19	35,000.0000	109.2640	38,242.40	35,021.55	1%	3,220.85 [b]	1,367.45
REV DUE 07/01/19 IMPT CORP EXCISE TXBL CUSIP 71884AUY3 MOODY'S Aa2 S&P AAA			*35,025 00*				3 89%
							Accrued Interest: 683.73
RILEY CNTY KANS 4.73%15	25,000.0000	107.3580	26,839.50	25,000.00	<1%	1,839.50	1,182.50
GO UTX DUE 09/01/15 UNI SCH DIST NO 383 TXBL CUSIP 766651NP4 MOODY'S. Aa2 S&P· N/R			*25,000.00* [a]				4.72%
							Accrued Interest: 394.17

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SIPC

Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
SOUTH CAROLINA 4.27%15	25,000.0000	105.6820	26,420.50	24,999.00	<1%	1,421.50	1,067.50
REV DUE 01/01/15			*24,999.00* [a]				4 26%
ST PUB SVC AUTH REV							
TXBL							
CUSIP. 8371475V5							
MOODY'S: Aa3 S&P: AA-							*Accrued Interest: 533.75*
SOUTH DAKOTA ST 2.3%14	65,000.0000	101.7710	66,151.15	66,200.44	2%	(49.29) [b]	1,495.00
REV BAB DUE 06/01/14			*66,794.30*				0.98%
BLDG AUTH SUBJ XTRO							
TXBL							
CUSIP 83755LMA1							
MOODY'S Aa2 S&P AA							*Accrued Interest: 124.58*
TUCSON ARIZ 2.891%19	80,000.0000	104.3490	83,479.20	80,020.88	2%	3,458.32 [b]	2,312.80
GO LTX DUE 07/01/19			*80,025 00*				2 88%
TXBL							
CUSIP 898711Q58							
MOODY'S Aa2 S&P AA-							*Accrued Interest: 1,156.40*

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

SIPC

Statement E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
VIRGINIA COLLEG 3.875%17	25,000.0000	110.5710	27,642.75	25,521.98	<1%	2,120.77 [b]	968.75
REV BAB DUE 02/01/17			*25,745.75*				3.32%
BLDG AUTH VA EDL TXBL							
CUSIP. 927781TD6							
MOODY'S: Aa1 S&P: AA+							*Accrued Interest: 403.65*
Total Municipal Bonds	1,315,000.0000		1,397,531.40	1,343,625.97	41%	53,905.43 [b]	48,005.05
		Total Cost Basis:	*1,351,646.80*				

Total Accrued Interest for Municipal Bonds: 13,700.97

Mortgage Pools	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FHLMC G1-3637 5.5%23	25,000.0000	107.0710	7,491.51	N/A	<1%	167.86	N/A
DUE 12/01/23			*7,323.65* [a]				N/A
CUSIP 3128MCHN8							
FACTOR= 279870890							
REMAIN PRIN=$6,996.77							
FHLMC G1-3888 5%25	50,000.0000	107.3945	16,630.52	N/A	<1%	36.91	N/A
DUE 06/01/25			*16,593 61*				N/A
CUSIP 3128MCRH0							
FACTOR= 309708890							
REMAIN PRIN=$15,485.44							

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Statement E

Investment Detail - Fixed Income (continued)

Mortgage Pools (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FHLMC G1-4044 3%26 DUE 01/01/26 CUSIP 3128MCWD3 FACTOR= 722174520 REMAIN PRIN=$18,054.36	25,000.0000	105.0442	18,965.06 *18,607 28*	N/A	<1%	357.78	N/A N/A
FHLMC J1-3273 3 5%25 DUE 10/01/25 CUSIP 3128PST64 FACTOR= 516140060 REMAIN PRIN=$15,484 20	30,000.0000	105.3205	16,308.04 *16,101 15*	N/A	<1%	206.89	N/A N/A
FNMA PL AL1629 6.5%17 DUE 09/01/17 CUSIP· 3138EHY30 FACTOR= .766862380 REMAIN PRIN=$57,514.68	75,000.0000	107.1771	61,642.56 *62,115 86*	N/A	2%	(473.30)	N/A N/A
FNMA PL 790636 6%19 DUE 09/01/19 CUSIP 31405JLR3 FACTOR= .129640140 REMAIN PRIN=$14,260.42	110,000.0000	107.1274	15,276.81 *15,234.14* [8]	N/A	<1%	42.67	N/A N/A

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

SIPC

Statement E

Investment Detail - Fixed Income (continued)

Mortgage Pools (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FNMA PL 890358 6.5%23 DUE 12/01/23 CUSIP: 31410LE73 FACTOR= .669548880 REMAIN PRIN=$20,086.47	30,000.0000	110.0208	22,099.29 *22,224.84*	N/A	<1%	(125.55)	N/A N/A
Total Mortgage Pools	345 000.0000		158,413.79	N/A	5%	213.26	N/A
		Total Cost Basis:	*158,200.53*				
Total Fixed Income	3.235.000.0000		3,215,097.99	2,959,709.44	94%	97,188.02 [b]	92,592.55
		Total Cost Basis:	*3,139,213.88*				

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment
Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Total Investment Detail	3,410.220.20

Total Account Value	3,410.220.20
Total Cost Basis	*3,139,213.88*

Statement F

Income Summary	This Period: Federally Tax-Exempt[1]	This Period: Federally Taxable	Year to Date: Federally Tax-Exempt[1]	Year to Date: Federally Taxable
Money Funds Dividends	0.00	10.87	0.00	84 34
Cash Dividends	0 00	40,722 60	4,854 08	79,375 91
Total Capital Gains	0 00	19,719 66	0.00	19,719.66
Total Income	0.00	60,453.13	4,854.08	99,179.91

[1]Certain income in this category may qualify for state tax exemption; consult your tax advisor.

Investment Detail - Cash and Money Market Funds [Sweep]

Cash	Market Value	% of Account Assets
Cash	1,206.17	<1%
Total Cash	1,206.17	<1%

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB US TREAS MONEY FD· SWUXX	907,070.4700	1.0000	907,070.47	0.01%	22%
Total Money Market Funds [Sweep]			907,070.47		22%
Total Cash & Money Market [Sweep]			908,276.64		22%

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DOUBLELINE TOTAL RETURN BD FD CL I SYMBOL· DBLTX	21,402 0370	11.3300	242,485.08	6%	11.16	238,750.00	3,735 08

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

SIPC

Statement F

Investment Detail - Mutual Funds (continued)

Bond Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
TEMPLETON GLOBAL BOND FUND ADV CL SYMBOL TGBAX	18,531.6790	13.3400	247,212 60	6%	12.88	238,750.00	8,462 60
Total Bond Funds	**39,933.7160**		**489,697.68**	**12%**		**477,500.00**	**12,197.68**

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
BBH CORE SELECT FUND CLASS N SYMBOL BBTEX	5,724.0760	17.3500	99,312.72	2%	17.47	100,000 00	(687 28)
CONESTOGA SMALL CAP SYMBOL: CCASX	5,648 9490	24.9800	141,110 75	3%	22.12	124,954.76	16,155.99
EATON VANCE PARAMETRIC TAX MGD EMRG MKTS I SYMBOL EITEX	6,120.9570	48.5800	297,356 09	7%	45.13	276,222.04	21,134.05
FIRST EAGLE GLOBAL FUND CL I SYMBOL SGIIX	4,040.5060	48 7600	197,015.07	5%	47.27	191,000.00	6,015 07
HARBOR INTERNATIONAL FUND INST CL SYMBOL. HAINX	5,938.8720	62.1200	368,922.73	9%	58.33	354,482.35 [a]	14,440 38
HARDING LOEVNER INTL EQTY PORT INST SYMBOL: HLMIX	15,045.4950	15 9400	239,825.19	6%	15 08	226,818.79	13,006 40

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Statement F

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
IVY ASSET STRATEGY FUND CL I SYMBOL· IVAEX	3,984.7450	26.0700	103,882.30	2%	23.97	95,500.00	8,382.30
JHANCOCK US GLBL LEADERS GRWTH I SYMBOL. USLIX	19,316.2490	36 4900	704,849.93	17%	31.96	617,327.59	87,522.34
PIMCO COMMODITY REAL RETURN STRAT CL INSTL SYMBOL PCRIX	18,636.8830	6.6400	123,748.90	3%	7.35	137,991.68 [a]	(14,242 78)
VIRTUS PREMIUM ALPHASECTOR FD I SYMBOL VAPIX	15,468.2110	13.2200	204,489.75	5%	12.35	191,000 00	13,489 75
Total Equity Funds	**99,924.9430**		**2,480,513.43**	**59%**		**2,315,297.21**	**165,216.22**
Total Mutual Funds	**139,858.6590**		**2,970,211.11**	**71%**		**2,792,797.21**	**177,413.90**

Investment Detail - Other Assets

Other Assets	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
VANGUARD MSCI EMERGING	**6,976.0000**	**44.5300**	**310,641.28**	**7%**	**21,236.99**		
MARKETS ETF	234.0000	40.9004	9,570.70	08/30/10	849.32	854	Long-Term
SYMBOL VWO	1,950.0000	40.8997	79,754.48	08/30/10	7,079.02	854	Long-Term
	100.0000	41.6935	4,169.35	10/12/12	283.65	80	Short-Term
	500.0000	41.6935	20,846.76	10/12/12	1,418.24	80	Short-Term
	600.0000	41.6927	25,015.64	10/12/12	1,702.36	80	Short-Term

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

SIPC

Charles SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
R JAMES MACALEER TTEE
THE RJM FOUNDATION
U/A DTD 1/6/88 FUNDING ACCT

Account Number
6153-2722

Statement Period
December 1-31, 2012

Statement F

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
VANGUARD MSCI EMERGING	600.0000	41.6927	25,015 64	10/12/12	1,702.36	80	Short-Term
	600 0000	41 6927	25,015.64	10/12/12	1,702 36	80	Short-Term
	2,392.0000	41.8127	100,016.08	11/07/12	6,499.68	54	Short-Term
Cost Basis			*289,404.29*				
Total Other Assets	6,976.0000		310,641.28	7%	21,236.99		
		Total Cost Basis:	289,404.29				

Total Investment Detail	4,189,129.03
Total Account Value	4,189,129.03
Total Cost Basis	*3,082,201.50*

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
12/12/12	12/12/12	Short Term Cap Gn	PIMCO COMMODITY REAL: PCRIX	919.60
12/12/12	12/12/12	LT Cap Gain	PIMCO COMMODITY REAL: PCRIX	373 32
12/13/12	12/13/12	Cash Dividend	FIRST EAGLE GLOBAL FUND: SGIIX	2,557.64
12/13/12	12/13/12	LT Cap Gain	FIRST EAGLE GLOBAL FUND. SGIIX	5,450 64
12/13/12	12/13/12	Short Term Cap Gn	FIRST EAGLE GLOBAL FUND· SGIIX	1,058 61
12/13/12	12/13/12	Cash Dividend	IVY ASSET STRATEGY FUND: IVAEX	3,056 70
12/14/12	12/14/12	Cash Dividend	BBH CORE SELECT FUND: BBTEX	550 66
12/14/12	12/14/12	LT Cap Gain	BBH CORE SELECT FUND. BBTEX	1,320 54

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SIPC

Form **8868**
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions THE RJM FOUNDATION C/O R. JAMES MACALEER, TRUSTEE	Employer identification number (EIN) or 23-6953316
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P.O box, see instructions 907 ROBIN DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions WEST CHESTER, PA 19382	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ C/O R. JAMES MACALEER, TRUSTEE 907 ROBIN DRIVE - WEST CHESTER, PA 19382

Telephone No ▶ 610-725-8371 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ____________ , and ending ____________

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$	55,300.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$	55,300.
c **Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II — Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE RJM FOUNDATION C/O R. JAMES MACALEER, TRUSTEE	Employer identification number (EIN) or 23-6953316
	Number, street, and room or suite no If a P.O. box, see instructions. 907 ROBIN DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WEST CHESTER, PA 19382	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ C/O R. JAMES MACALEER, TRUSTEE 907 ROBIN DRIVE - WEST CHESTER, PA 19382

Telephone No. ▶ 610-725-8371 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 55,300.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 55,300.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Patricia A McAnern Title ▶ CPA Date ▶ 8/12/13

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