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Form 990-PF

Department of the Treasury
Internal Revenue Service

NOTICE 2008-6 STATUS CHANGE
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 VIOLA FOULKE T/W		A Employer identification number 23-6964516
Number and street (or P.O. box number if mail is not delivered to street address) C/O BRYN MAWR TRUST CO 1 E CHOCOLATE AV	Room/suite 200	B Telephone number 717-520-5663
City or town, state, and ZIP code HERSHEY, PA 17033		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,080,963.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		6.			STATEMENT 1
4 Dividends and interest from securities		65,692.	65,739.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-26,570.			
b Gross sales price for all assets on line 6a		428,540.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		39,128.	65,739.		
13 Compensation of officers, directors, trustees, etc.		13,000.	10,400.		2,600.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		358.	0.		358.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 4		47.	47.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		25,225.	25,845.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		38,630.	36,292.		2,958.
25 Contributions, gifts, grants paid		79,686.			79,686.
26 Total expenses and disbursements. Add lines 24 and 25		118,316.	36,292.		82,644.
27 Subtract line 26 from line 12		-79,188.			
a Excess of revenue over expenses and disbursements			29,447.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

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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				
	2 Savings and temporary cash investments	107,365.	92,380.	92,380.	
	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 6	0.	73,357.	97,772.	
	b Investments - corporate stock STMT 7	1,761,901.	615,428.	810,602.	
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 8	0.	1,008,913.	1,080,209.	
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,869,266.	1,790,078.	2,080,963.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
		27 Capital stock, trust principal, or current funds	1,869,266.	1,785,932.	
		28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	0.	4,146.	
30 Total net assets or fund balances	1,869,266.	1,790,078.			
31 Total liabilities and net assets/fund balances	1,869,266.	1,790,078.			

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	1,869,266.
2 Enter amount from Part I, line 27a	2	-79,188.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,790,078.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,790,078.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 431,245.		455,110.	-23,865.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			-23,865.

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	-23,865.
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)

N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	589.
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	589.
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	589.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		13.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		602.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of HOWARD VIGDERMAN Telephone no 215-772-7553 Located at 123 SOUTH BROAD STREET, PHILADELPHIA, PA ZIP+4 19109			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A		1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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

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?

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ 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
HOWARD VIGDERMAN 123 SOUTH BROAD STREET PHILADELPHIA, PA 19109	TRUSTEE 3.00	13,000.	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

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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		
		0

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	
	0.
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	
	0.
2	
All other program-related investments See instructions	
3 N/A	
	0.
	0.
Total. Add lines 1 through 3	0.

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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	1,992,072.
b	Average of monthly cash balances	1b	62,472.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,054,544.
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	2,054,544.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,818.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,023,726.
6	Minimum investment return. Enter 5% of line 5	6	101,186.

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	101,186.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	589.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	589.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	100,597.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	100,597.
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	100,597.

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	82,644.
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	82,644.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	82,644.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				100,597.
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				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 82,644.				
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				82,644.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				17,953.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part 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				
UNIVERSITY OF THE ARTS 320 SOUTH BROAD STREET PHILADELPHIA, PA 19101	NONE	PUBLIC CHARITY	EDUCATIONAL	79,686.
Total			3a	79,686.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII

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

- | | | | |
|--|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

- 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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

TRUSTEE
Title

May the IRS discuss this return with the preparer shown below (see Instr. 7)?

☒ X Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

JENNIFER L. MILLER

Jessie L. Miller

7/26/13

P00286230

Firm's name ▶ THE BRYN MAWR TRUST COMPANY

Firm's EIN ► 23-0441580

Firm's address ► 10 SOUTH BRYN MAWR AVE
BRYN MAWR, PA 19010

Phone no. (610) 581-4728

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	300 SHS AT&T INC.		02/26/04	02/29/12
b	1076 SHS IPATH DOW JONES-UBS COMMODITY INDEX		11/11/10	01/03/12
c	626 SHS IPATH DOW JONES-UBS COMMODITY INDEX		07/05/11	01/03/12
d	1300 SHS ISHARES MSCI EAFE		08/26/09	01/03/12
e	1382 SHS ISHARES MSCI EAFE		10/04/10	01/03/12
f	495 SHS ISHARES MSCI EAFE		07/05/11	01/03/12
g	100 SHS JPMORGAN CHASE & CO		11/20/96	02/29/12
h	170 SHS MEDCO HEALTH SOLUTIONS INC		02/07/11	02/29/12
i	3717 SHS POWERSHARES LISTED PRIVATE EQUITY		07/05/11	01/03/12
j	1084 SHS VANGUARD MSCI EMERGING MARKETS ETF		10/04/10	01/03/12
k	1036 SHS VANGUARD MSCI EMERGING MARKETS ETF		11/11/10	01/03/12
l	200 SHS JPMORGAN CHASE & CO		11/20/96	06/15/12
m	.5 SHS PHILLIPS 66		08/22/03	05/22/12
n	62 SHS PHILLIPS 66		08/22/03	06/15/12
o	60 SHS ACE LIMITED		02/07/11	10/25/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 9,078.		7,257.	1,821.
b 45,449.		50,056.	-4,607.
c 26,442.		30,061.	-3,619.
d 62,971.		68,310.	-5,339.
e 66,943.		76,271.	-9,328.
f 23,977.		29,982.	-6,005.
g 3,827.		3,075.	752.
h 10,871.		10,645.	226.
i 29,215.		40,144.	-10,929.
j 40,931.		50,114.	-9,183.
k 39,119.		50,057.	-10,938.
l 6,690.		6,150.	540.
m 16.		8.	8.
n 2,060.		970.	1,090.
o 4,812.		3,770.	1,042.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			1,821.
b			-4,607.
c			-3,619.
d			-5,339.
e			-9,328.
f			-6,005.
g			752.
h			226.
i			-10,929.
j			-9,183.
k			-10,938.
l			540.
m			8.
n			1,090.
o			1,042.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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

3

VIOLA FOULKE T/W

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	150 SHS ADT CORP		10/01/10	10/25/12
b	75 SHS CHEVRON CORP		01/10/91	10/25/12
c	150 SHS COMCAST CORP CLASS A		06/23/11	10/25/12
d	110 SHS DIAGEO PLC- ADR		12/06/11	10/25/12
e	75 SHS EXXON MOBIL CORPORATION		05/11/98	10/25/12
f	.9830 SHS PENTAIR, LTD.		10/01/10	10/11/12
g	71 SHS PENTAIR, LTD.		10/01/10	10/25/12
h	300 SHS TYCO INTERNATIONAL LTD NEW		10/01/10	10/25/12
i	POWERSHARES DB COMMODITY INDEX	P		
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,794.		3,624.	2,170.
b 8,386.		1,418.	6,968.
c 5,533.		3,541.	1,992.
d 12,429.		9,397.	3,032.
e 6,850.		2,737.	4,113.
f 43.		27.	16.
g 2,985.		1,955.	1,030.
h 8,139.		5,541.	2,598.
i 2,705.			2,705.
j 5,980.			5,980.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			2,170.
b			6,968.
c			1,992.
d			3,032.
e			4,113.
f			16.
g			1,030.
h			2,598.
i			2,705.
j			5,980.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-23,865.
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
MONEY MARKET AND OTHER TEMPORARY INVESTMENTS	6.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST INVESTMENT INCOME	71,672.	5,980.	65,692.
TOTAL TO FM 990-PF, PART I, LN 4	71,672.	5,980.	65,692.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	358.	0.		358.
TO FM 990-PF, PG 1, LN 16A	358.	0.		358.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	47.	47.		0.
TO FORM 990-PF, PG 1, LN 18	47.	47.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	25,221.	25,221.			0.
DIVIDEND CHARGES	4.	4.			0.
PARTNERSHIP INVESTMENT EXPENSES	0.	620.			0.
TO FORM 990-PF, PG 1, LN 23	25,225.	25,845.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
GOVERNMENT OBLIGATIONS	X		73,357.	97,772.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			73,357.	97,772.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			73,357.	97,772.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
EQUITIES			615,428.	810,602.
TOTAL TO FORM 990-PF, PART II, LINE 10B			615,428.	810,602.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS- FIXED	COST	636,365.	660,375.
COMPLEMENTARY STRATEGIES	COST	179,300.	192,112.
REAL ASSETS	COST	193,248.	227,722.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,008,913.	1,080,209.

Account Statement For:
FOULKE, VIOLA - MDP

Period Covered: October 1, 2012 - December 31, 2012
Account Number 82692300

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

PRINCIPAL
INCOME

Total Cash

MONEY MARKET

FEDERATED TAX FREE OBLIGATIONS
FUND #15

Asset held in Invested Income Portfolio

FEDERATED TAX FREE OBLIGATIONS
FUND #15

Total Money Market

Total Cash & Equivalents

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
		\$3,899.28	\$3,899.28	\$0.00		
		4,145.64	4,145.64	0.00		
		\$8,044.92	\$8,044.92	\$0.00		
2,596.420		\$2,596.42	\$2,596.42	\$0.00	\$0.26	0.01%
81,739.110		81,739.11	81,739.11	0.00	8.20	0.01
		\$84,335.53	\$84,335.53	\$0.00	\$8.46	0.01%
		\$92,380.45	\$92,380.45	\$0.00	\$8.46	0.01%

ASSET DESCRIPTION

Fixed Income

GOVERNMENT OBLIGATIONS

US TREASURY BOND

DTD 05/15/86 7.250 05/15/2016
CUSIP: 912810DW5

MOODY'S RATING: AAA

STANDARD & POOR'S RATING: N/A

US TREASURY BOND

DTD 08/15/89 8.125 08/15/2019
CUSIP: 912810ED6

MOODY'S RATING: AAA

STANDARD & POOR'S RATING: N/A

Total Government Obligations

PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
50,000.000	\$122.766	\$61,383.00	\$48,398.44	\$12,984.56	\$3,625.00	0.44%
25,000.000	145.555	36,388.75	24,958.25	11,430.50	2,031.25	1.00
		\$97,771.75	\$73,356.69	\$24,415.06	\$5,656.25	

Account Statement For:
FOULKE, VIOLA - MDP

Period Covered: October 1, 2012 - December 31, 2012

Account Number 82692300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income

DOMESTIC MUTUAL FUNDS

ARTIO GLOBAL HIGH INCOME-I #1525
SYMBOL: JHYX CUSIP: 04315J860
PIMCO TOTAL RETURN FUND
INSTITUTIONAL SHARES #35
SYMBOL: PTRX CUSIP: 693390700
VANGUARD INTERMEDIATE TERM B
SYMBOL: BIV CUSIP: 921937819

Total Domestic Mutual Funds

INTERNATIONAL MUTUAL FUNDS

PIMCO EMERGING MARKETS BOND FUND-
INSTL #137
SYMBOL: PEBX CUSIP: 693391559
PIMCO FOREIGN BOND (UNHEDED) FUND
#1853
SYMBOL: PFUIX CUSIP: 722005220

Total International Mutual Funds

Total Fixed Income

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	12,931.034	\$9.940	\$128,534.48	\$120,000.00	\$8,534.48	\$9,711.21	7.55%
	11,375.165	11.240	127,856.85	130,000.00	-2,143.15	4,140.56	3.24
	2,567.000	88.250	226,537.75	220,264.53	6,273.22	7,123.43	3.14
Total Domestic Mutual Funds			\$482,929.08	\$470,264.53	\$12,664.55	\$20,975.20	4.34%
	3,458.515	\$12.500	\$43,231.44	\$39,600.00	\$3,631.44	\$1,860.68	4.30%
	12,324.553	10.890	134,214.38	126,500.00	7,714.38	3,463.20	2.58
Total International Mutual Funds			\$177,445.82	\$166,100.00	\$11,345.82	\$5,323.88	3.00%
Total Fixed Income			\$758,146.65	\$709,721.22	\$48,425.43	\$31,955.33	



Period Covered: October 1, 2012 - December 31, 2012

Account Number 82692300

ASSET DETAIL (continued)

Asset Description	Quantity	Price	Market Value as of 12/31/12	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
Consumer Discretionary							
Comcast Corp Class A Symbol CMCSA CUSIP: 20030N101	350 000	\$37.360	\$13,076 00	\$8,262.87	\$4,813.13	\$227 50	1.74%
Home Depot Inc Symbol HD CUSIP: 437076102	335 000	61.850	20,719 75	10,640.97	10,078.78	388 60	1.88
McDonalds Corp Symbol MCD CUSIP: 580135101	145 000	88.210	12,790.45	12,017.47	772 98	446.60	3.49
Walt Disney Co Symbol DIS CUSIP: 254687106	185 000	49.790	9,211 15	7,658.96	1,552.19	138 75	1.51
Total Consumer Discretionary							
			\$55,797.35	\$38,580.27	\$17,217.08	\$1,201.45	2.15%
Consumer Staples							
Procter & Gamble Co Symbol PG CUSIP: 742718109	300 000	\$67.890	\$20,367 00	\$16,521.00	\$3,846.00	\$674.40	3.31%
Total Consumer Staples							
			\$20,367.00	\$16,521.00	\$3,846.00	\$674.40	3.31%
Energy							
Chevron Corp Symbol CVX CUSIP: 166764100	160 000	\$108.140	\$17,302.40	\$3,025.72	\$14,276.68	\$576.00	3.33%
ConocoPhillips Symbol COP CUSIP: 20825C104	125 000	57 990	7,248 75	3,288 67	3,960.08	330.00	4 55
Exxon Mobil Corporation Symbol XOM CUSIP: 30231G102	225.000	86.550	19,473.75	8,211.94	11,261.81	513.00	2.63
Total Energy							
			\$44,024.90	\$14,526.33	\$29,498.57	\$1,419.00	3.22%
Financials							
American Express Co Symbol AXP CUSIP: 025816109	250 000	\$57.480	\$14,370 00	\$10,464.57	\$3,905 43	\$200.00	1.39%
JPMorgan Chase & Co Symbol JPM CUSIP: 46625H100	250 000	43.969	10,992.28	6,702.13	4,290.15	300.00	2.73
US Bancorp Del New Symbol USB CUSIP 902973304	500 000	31 940	15,970 00	2,276.26	13,693 74	390.00	2.44
Total Financials							
			\$41,332.28	\$19,442.96	\$21,889.32	\$890.00	2.15%
10 of 35							

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

HEALTH CARE

ABBOTT LABS
SYMBOL: ABBT CUSIP: 002824100
CARDINAL HEALTH INC COM
SYMBOL: CAH CUSIP: 14149Y108
GILEAD SCIENCES INC
SYMBOL: GILD CUSIP: 375558103
JOHNSON & JOHNSON
SYMBOL: JNJ CUSIP: 478160104

Total Health Care

INDUSTRIALS

DANAHER CORP
SYMBOL: DHR CUSIP: 235851102
UNITED TECHNOLOGIES CORP
SYMBOL: UTX CUSIP: 913017109
3M CO
COM
SYMBOL: MMM CUSIP: 88579Y101

Total Industrials

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
HEALTH CARE							
ABBOTT LABS	145,000	\$65.500	\$9,497.50	\$8,214.18	\$1,283.32	\$81.20	0.85%
SYMBOL: ABBT CUSIP: 002824100							
CARDINAL HEALTH INC COM	275,000	41.180	11,324.50	12,147.46	- 822.96	302.50	2.67
SYMBOL: CAH CUSIP: 14149Y108							
GILEAD SCIENCES INC	170,000	73.450	12,486.50	8,360.58	4,125.92	0.00	0.00
SYMBOL: GILD CUSIP: 375558103							
JOHNSON & JOHNSON	410,000	70.100	28,741.00	22,197.40	6,543.60	1,000.40	3.48
SYMBOL: JNJ CUSIP: 478160104							
Total Health Care			\$62,049.50	\$50,919.62	\$11,129.88	\$1,384.10	2.23%
INDUSTRIALS							
DANAHER CORP	225,000	\$55.900	\$12,577.50	\$12,157.20	\$420.30	\$22.50	0.18%
SYMBOL: DHR CUSIP: 235851102							
UNITED TECHNOLOGIES CORP	150,000	82.010	12,301.50	12,725.78	- 424.28	321.00	2.61
SYMBOL: UTX CUSIP: 913017109							
3M CO	125,000	92.850	11,606.25	10,916.25	690.00	295.00	2.54
COM							
SYMBOL: MMM CUSIP: 88579Y101							
Total Industrials			\$36,485.25	\$35,799.23	\$686.02	\$638.50	1.75%

Account Statement For:
FOULKE, VIOLA - MDP

Period Covered: October 1, 2012 - December 31, 2012

Account Number 82692300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
INFORMATION TECHNOLOGY							
EMC CORP MASS SYMBOL: EMC CUSIP: 268648102	200 000	\$25.300	\$5,060.00	\$4,967.50	\$92.50	\$0.00	0.00%
INTERNATIONAL BUSINESS MACHS CORP COM	200.000	191.550	38,310.00	16,160.00	22,150.00	680.00	1.77
SYMBOL: IBM CUSIP: 459200101							
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	400 000	33.320	13,328.00	13,226.87	101.13	96.00	0.72
QUALCOMM INC SYMBOL: QCOM CUSIP: 747525103	215 000	61.860	13,299.81	11,774.18	1,525.63	215.00	1.62
TEXAS INSTRUMENTS INC SYMBOL: TXN CUSIP: 882508104	400 000	30.890	12,356.00	10,902.60	1,453.40	336.00	2.72
Total Information Technology			\$82,353.81	\$57,031.15	\$25,322.66	\$1,327.00	1.61%
TELECOMMUNICATION SERVICES							
AT & T INC SYMBOL: T CUSIP: 00206R102	300 000	\$33.710	\$10,113.00	\$7,257.00	\$2,856.00	\$540.00	5.34%
Total Telecommunication Services			\$10,113.00	\$7,257.00	\$2,856.00	\$540.00	5.34%
INTERNATIONAL EQUITIES							
ACE LIMITED CUSIP: H0023R105	150 000	\$79.800	\$11,970.00	\$9,424.50	\$2,545.50	\$294.00	2.46%
ANHEUSER-BUSCH INBEV SPN CUSIP: 03524A108	120 000	87.410	10,489.20	7,951.18	2,538.02	155.16	1.48
Total International Equities			\$22,459.20	\$17,375.68	\$5,083.52	\$449.16	2.00%

Account Statement For:
FOULKE, VIOLA - MDP

Period Covered: October 1, 2012 - December 31, 2012

Account Number 82692300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
DOMESTIC MUTUAL FUNDS							
ISHARES CORE S&P SMALL-CAP ETF SYMBOL: IJR CUSIP: 464287804	811,000	\$78.100	\$63,339.10	\$42,441.96	\$20,897.14	\$1,048.62	1.66%
ISHARES RUSSELL 2000 SYMBOL: IWM CUSIP: 464287655	193,000	84.318	16,273.34	13,096.44	3,176.90	325.59	2.00
ISHARES TR RUSSELL MIDCAP INDEX FD SYMBOL: IWR CUSIP: 464287499	620,000	113.100	70,122.00	58,905.21	11,216.79	1,272.24	1.81
Total Domestic Mutual Funds			\$149,734.44	\$114,443.61	\$35,290.83	\$2,646.45	1.77%
INTERNATIONAL MUTUAL FUNDS							
ISHARES MSCI EAFE GROWTH SYMBOL: EFG CUSIP: 464288885	1,366,000	\$60.040	\$82,014.64	\$69,788.94	\$12,225.70	\$1,878.25	2.29%
ISHARES MSCI EAFE VALUE SYMBOL: EFV CUSIP: 464288877	1,787,000	48.640	86,919.68	74,696.60	12,223.08	3,273.78	3.77
ISHARES TR MSCI EMERGING MARKETS INDEX FUND SYMBOL: EEM CUSIP: 464287234	2,637,000	44.350	116,950.95	99,045.72	17,905.23	1,964.57	1.68
Total International Mutual Funds			\$285,885.27	\$243,531.26	\$42,354.01	\$7,116.60	2.49%
Total Equities			\$810,602.00	\$615,428.11	\$195,173.89	\$18,286.66	2.26%

Account Statement For:
FOULKE, VIOLA - MDP

Period Covered: October 1, 2012 - December 31, 2012

Account Number 82692300

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Complementary Strategies

OTHER

DIAMOND HILL LONG-SHORT FUND CLASS I #11	4,103 165	\$18.350	\$75,293 08	\$70,000 00	\$5,293 08	\$262 60	0.35%
SYMBOL: DHLSX CUSIP: 252645833							
DRIEHAUS ACTIVE INCOME FUND	4,008 016	10 670	42,765 53	40,000.00	2,765 53	1,074.15	2.51
SYMBOL: LCMAX CUSIP: 262028855							
GATEWAY FUND - Y #1986	2,731 603	27.110	74,053.76	69,299.83	4,753.93	1,453.21	1.96
SYMBOL: GTEYX CUSIP: 367829884							

Total Other

\$192,112.37	\$179,299.83	\$12,812.54	\$2,789.96	1.45%
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Total Complementary Strategies

\$192,112.37	\$179,299.83	\$12,812.54	\$2,789.96	1.45%
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Account Statement For:
FOULKE, VIOLA - MDP

Period Covered: October 1, 2012 - December 31, 2012

Account Number 82692300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Real Assets

REAL ASSET FUNDS

POWERSHARES DB COMMODITY INDEX
SYMBOL: DBC CUSIP: 739355105

SPDR DJ WILSHIRE INTERNATIONAL REAL
ESTATE ETF

SYMBOL: RWX CUSIP: 78463X863

SPDR DOW JONES REIT ETF

SYMBOL: RWR CUSIP: 78464A607

Total Real Asset Funds

Total Real Assets

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	2,611 000	\$27 780	\$72,533.58	\$70,183.68	\$2,349.90	\$0.00	0.00%
	1,436 000	41.350	59,378.60	45,104.76	14,273.84	3,908.79	6.58
	1,313 000	72.970	95,809.61	77,959.70	17,849.91	2,925.36	3.05
			\$227,721.79	\$193,248.14	\$34,473.65	\$6,834.15	3.00%
			\$227,721.79	\$193,248.14	\$34,473.65	\$6,834.15	3.00%

ACCOUNT VALUE AS OF 12/31/12	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$2,080,963.26	\$1,790,077.75	\$290,885.51	\$59,874.56

TOTAL ASSETS

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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 File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. VIOLA FOULKE T/W	Employer identification number (EIN) or 23-6964516
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BRYN MAWR TRUST CO 1 E CHOCOLATE AVE, NO. 200	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HERSHEY, PA 17033	

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

01

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

HOWARD VIGDERMAN

- The books are in the care of ► **123 SOUTH BROAD STREET - PHILADELPHIA, PA 19109**

Telephone No. ► **215-772-7553**

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:
► ☒ 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	\$	0.
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	\$	0.
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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**

Form **8868** (Rev. 1-2013)