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 , 2012, and ending , 20

Name of foundation: LAURITZEN FOUNDATION

A Employer identification number: 23-7352686

Number and street (or P O box number if mail is not delivered to street address): 525 FIRST NATIONAL CENTER

Room/suite:

B Telephone number (see instructions): (402) 602-3960

City or town, state, and ZIP code: OMAHA, NE 68102

C If exemption application is pending check here ▶ ☐

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

D 1 Foreign organizations check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,423,383.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) ____________ *(Part I, column (d) must be on cash basis)*

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

Part I Analysis of Revenue and Expenses

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17,300.	17,300.		ATCH 1
	4 Dividends and interest from securities	63,798.	63,798.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	84,052.			
	b Gross sales price for all assets on line 6a 903,113.				
	7 Capital gain net income (from Part IV, line 2)		84,052.		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	165,150.	165,150.		
Operating and Administrative Expenses	13 Compensation of officers directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	1,418.	1,418.		
	c Other professional fees (attach schedule) *	7,411.	7,411.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	1,829.	716.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,658.	9,545.		
	25 Contributions, gifts, grants paid	180,000.			180,000.
	26 Total expenses and disbursements Add lines 24 and 25	190,658.	9,545.	0	180,000.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-25,508.			
	b **Net investment income** (if negative, enter -0-)		155,605.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	20,254.	19,243.	19,243.
	2 Savings and temporary cash investments	61,823.	12,636.	12,636.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	880,280.	799,128.	1,000,199.
	c Investments - corporate bonds (attach schedule) ATCH 7	1,208,052.	1,314,069.	1,391,305.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,170,409.	2,145,076.	2,423,383.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ ATCH 8)		175.	
	23 **Total liabilities** (add lines 17 through 22)	0	175.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,170,409.	2,144,901.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	2,170,409.	2,144,901.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,170,409.	2,145,076.	

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	2,170,409.
2	Enter amount from Part I, line 27a	2	-25,508.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,144,901.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,144,901.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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	84,052.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	163,687.	2,446,436.	0.066908
2010	226,050.	2,454,851.	0.092083
2009	100,000.	2,321,374.	0.043078
2008	149,101.	2,425,534.	0.061471
2007	250,810.	2,593,320.	0.096714

2 **Total** of line 1, column (d)	2	0.360254
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	0.072051
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,405,779.
5 Multiply line 4 by line 3	5	173,339.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,556.
7 Add lines 5 and 6	7	174,895.
8 Enter qualifying distributions from Part XII, line 4	8	180,000.

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	1,556.
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	
3	Add lines 1 and 2	3	1,556.
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	1,556.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 1,320.		
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	1,320.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	236.
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** ▶ Refunded ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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		
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) ▶ NE,			
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 ▶ MARGARET DODGE Telephone no ▶ 402-602-3960

Located at ▶ 525 FIRST NATIONAL CENTER OMAHA, NE ZIP+4 ▶ 68102

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

			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

			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)?	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 ▶ ______, ______, ______, ______

			Yes	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		X

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

▶ ______, ______, ______, ______

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

			Yes	No
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
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)*

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	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? ☐ 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		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?	7b		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELIZABETH D. LAURITZEN OMAHA, NE	PRESIDENT/ASRQ	0	0	0
BRUCE B. LAURITZEN OMAHA, NE	VICE PRES/ASRQ	0	0	0
MARGARET L. DODGE OMAHA, NE	SECRETARY/ASRQ	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE FOUNDATION IS NOT AN OPERATING FOUNDATION AS THE TERM IS DEFINED IN IRC SECTION 4942(J) AND CONDUCTS NO DIRECT CHARITABLE ACTIVIES AS THAT TERM IS DEFINED.	
2 BY REG. SEC. 53.4942 (B)-1(B)	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	2,354,936.
b	Average of monthly cash balances	1b	87,479.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,442,415.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,442,415.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	36,636.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,405,779.
6	**Minimum investment return.** Enter 5% of line 5	6	120,289.

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	120,289.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,556.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,556.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	118,733.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	118,733.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	118,733.

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	180,000.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	180,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,556.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	178,444.

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				118,733.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 ,20 09 ,20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . . . 120,994.				
b From 2008 . . . . . . 29,622.				
c From 2009				
d From 2010 . . . . . . 106,307.				
e From 2011 . . . . . . 43,991.				
f Total of lines 3a through e	300,914.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 180,000.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				118,733.
e Remaining amount distributed out of corpus	61,267.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	362,181.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	120,994.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	241,187.			
10 Analysis of line 9				
a Excess from 2008 . . . 29,622.				
b Excess from 2009 . . .				
c Excess from 2010 . . . 106,307.				
d Excess from 2011 . . . 43,991.				
e Excess from 2012 . . . 61,267.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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))

N/A

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

N/A

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

Check here ▶ [X] 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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 9				
Total . . . . . . ▶ **3a**				180,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	17,300.	
4 Dividends and interest from securities			14	63,798.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	84,052.	
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)				165,150.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 165,150.

(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) (See instructions)

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		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

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] 5-15-2013 Secretary

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only				
Print/Type preparer's name: TONI NIETFELDT	Preparer's signature: [signature]	Date: 5/9/2013	Check ☐ if self-employed	PTIN: P00736474
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 1601 DODGE STREET, SUITE 3100 OMAHA, NE 68102			Phone no 402-346-7788	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust	Employer identification number
LAURITZEN FOUNDATION	23-7352686

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,570.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	2,570.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	81,480.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	2.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	81,482.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Part III Summary of Parts I and II **Caution:** *Read the instructions* ***before*** *completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			2,570.
14 **Net long-term gain or (loss):**				
a Total for year	14a			81,482.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			2.
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			84,052.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of a The loss on line 15, column (3) **or** b $3,000	16	( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20 Add lines 18 and 19	20					
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22 Subtract line 21 from line 20 If zero or less, enter -0-			22			
23 Subtract line 22 from line 17 If zero or less, enter -0-			23			
24 Enter the **smaller** of the amount on line 17 or $2,400			24			
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26 Subtract line 25 from line 24			26			
27 Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29 Subtract line 28 from line 27			29			
30 Multiply line 29 by 15% (15)					30	
31 Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32 Add lines 30 and 31					32	
33 Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: LAURITZEN FOUNDATION

Employer identification number: 23-7352686

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHMENT A			41,239.	39,898.	1,341.
SEE ATTACHMENT A			236,931.	235,702.	1,229.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 2,570.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE ATTACHMENT A			19,916.	18,904.	1,012.
SEE ATTACHMENT A			594,929.	524,557.	70,372.
CAP GAIN DIVIDEND			10,096.		10,096.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					81,480.

TAX PREPARER: 55
TRUST ADMINISTRATOR: JKI
INVESTMENT OFFICER: JDD

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
5000.0000 US TREASURY NOTE 3 625% DTD 02/15/2011 DUE 02/15/2021 - 912828PX2 - MINOR = 030							
SOLD		01/06/2012	5769.73		SUB TRUST 350002002		
ACQ	5000.0000	05/31/2011	5769.73	5250.20	519.53	ST	Y
50.0000 CHEVRONTEXACO CORP - 166764100 - MINOR = 464							
SOLD		01/12/2012	5254.67		SUB TRUST 350002002		
ACQ	21.0000	03/28/1995	2206.96	449.25	1757.71	LT15	Y
	29.0000	08/31/1998	3047.71	1093.15	1954.56	LT15	Y
25.0000 INTL BUSINESS MACHS CORP COM - 459200101 - MINOR = 484							
SOLD		01/12/2012	4498.51		SUB TRUST 350002002		
ACQ	25.0000	02/16/2006	4498.51	2014.09	2484.42	LT15	Y
225.0000 GENERAL ELEC CO COM - 369604103 - MINOR = 416							
SOLD		01/18/2012	4258.98		SUB TRUST 350002002		
ACQ	75.0000	05/18/2006	1419.66	2578.57	-1158.91	LT15	Y
	75.0000	05/23/2006	1419.66	2563.13	-1143.47	LT15	Y
	75.0000	08/17/2006	1419.66	2544.42	-1124.76	LT15	Y
75.0000 AMGEN INC - 031162100 - MINOR = 477							
SOLD		01/20/2012	5213.04		SUB TRUST 350002002		
ACQ	25.0000	10/16/2009	1737.68	1521.51	216.17	LT15	Y
	50.0000	10/22/2009	3475.36	2841.75	633.61	LT15	Y
25.0000 MOHAWK INDS INC COM - 608190104 - MINOR = 441							
SOLD		02/06/2012	1640.74		SUB TRUST 350002002		
ACQ	25.0000	07/10/2008	1640.74	1537.98	102.76	LT15	Y
5264.5000 US TREASURY NOTE 2 125% DTD 01/15/2009 DUE 01/15/2019 - 912828JX9 - MINOR = 030							
SOLD		02/07/2012	6372.51		SUB TRUST 350002002		
ACQ	5264.5000	06/15/2009	6372.51	5390.83	981.68	LT15	Y
10000.0000 US TREASURY NOTE 3 500% DTD 02/15/08 DUE 02/15/2018 - 912828HR4 - MINOR = 030							
SOLD		02/09/2012	11362.89		SUB TRUST 350002002		
ACQ	10000.0000	02/07/2011	11362.89	10312.89	1050.00	LT15	Y
100.0000 EMERSON ELECTRIC CO. - 291011104 - MINOR = 414							
SOLD		02/16/2012	5135.23		SUB TRUST 350002002		
ACQ	100.0000	07/15/1994	5135.23	1458.00	3677.23	LT15	Y
75.0000 AIR PRODS & CHEMS INC - 009158106 - MINOR = 405							
SOLD		02/24/2012	5903.08		SUB TRUST 350002002		
ACQ	25.0000	09/03/2002	2301.03	1126.25	1174.78	LT15	Y
	50.0000	12/13/2002	4602.05	2162.73	2439.32	LT15	Y
20000.0000 MORGAN STANLEY GLOBAL SUB NT 4.75% DTD 03/30/2004 DUE 04/01/2014 61748AAE6 - MINOR = 240							
SOLD		03/05/2012	19650.10		SUB TRUST 350002002		
ACQ	20000.0000	01/30/2008	19650.10	19114.20	535.90	LT15	Y
275.0000 CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP & 1 TR SH BEN INT P&O - 143658300 - MINOR = 443							
SOLD		03/22/2012	8766.24		SUB TRUST 350002002		
ACQ	81.0000	08/11/2011	2582.06	2457.38	124.68	ST	
	69.0000	08/12/2011	2199.53	2145.22	54.31	ST	
	125.0000	11/22/2011	3984.65	3955.06	29.59	ST	
200.0000 QUEST DIAGNOSTICS INC COM - 74834L100 - MINOR = 478							
SOLD		03/23/2012	11721.81		SUB TRUST 350002002		
ACQ	200.0000	07/22/2010	11721.81	8985.64	2736.17	LT15	Y
200.0000 HEWLETT-PACKARD CO - 428236103 - MINOR = 484							
SOLD		03/27/2012	4730.37		SUB TRUST 350002002		
ACQ	25.0000	05/19/2003	591.30	423.25	168.05	LT15	Y
	175.0000	08/12/2004	4139.07	2916.22	1222.85	LT15	Y
10000.0000 US TREASURY NOTE 3 500% DTD 02/15/08 DUE 02/15/2018 - 912828HR4 - MINOR = 030							
SOLD		03/27/2012	11241.02		SUB TRUST 350002002		
ACQ	10000.0000	12/02/2011	11241.02	11316.41	-75.39	ST	Y
125.0000 PEABODY ENERGY CORP COM - 704549104 - MINOR = 464							
SOLD		03/28/2012	3579.49		SUB TRUST 350002002		
ACQ	25.0000	08/01/2007	715.90	972.67	-256.77	LT15	Y
	75.0000	06/10/2010	2147.69	2967.11	-819.42	LT15	Y
	25.0000	07/22/2011	715.90	1534.20	-818.30	ST	
15000.0000 MERRILL LYNCH & CO INC MEDIUM TERM NTS TRANCHE # TR 00453 5.00% DTD - 59018YUW9 - MINOR = 240							
SOLD		03/30/2012	15275.63		SUB TRUST 350002002		
ACQ	15000.0000	01/24/2006	15275.63	14359.95	915.68	LT15	Y
5000.0000 US TREASURY BOND 5 375% DTD 02/15/01 DUE 02/15/2031 - 912810FP8 - MINOR = 035							
SOLD		04/02/2012	6733.20		SUB TRUST 350002002		
ACQ	5000.0000	12/02/2011	6733.20	6964.65	-231.45	ST	Y
15000.0000 CITIGROUP INC 6 50% DTD 08/19/2008 DUE 08/19/2013 - 172967EU1 - MINOR = 240							
SOLD		04/11/2012	15857.40		SUB TRUST 350002028		
ACQ	15000.0000	01/07/2009	15857.40	15372.75	484.65	LT15	Y
ADDED UPDATE 09/01/12							
15000.0000 CITIGROUP INC 6.50% DTD 08/19/2008 DUE 08/19/2013 - 172967EU1 - MINOR = 240							
SOLD		04/11/2012	15857.40		SUB TRUST 350002002		
ACQ	15000.0000	01/07/2009	15857.40	15372.75	484.65	LT15	Y
FOUND UPDATE 06/30/12							
25.0000 AFLAC INC COM - 001055102 - MINOR = 472							
SOLD		04/12/2012	1099.73		SUB TRUST 350002002		
ACQ	25.0000	03/27/2007	1099.73	1180.72	-80.99	LT15	Y
100.0000 AES CORP - 00130H105 - MINOR = 493							
SOLD		04/12/2012	1265.02		SUB TRUST 350002002		
ACQ	100.0000	05/10/2011	1265.02	1312.05	-47.03	ST	
30.0000 ABBOTT LABS COM - 002824100 - MINOR = 482							
SOLD		04/12/2012	1792.16		SUB TRUST 350002002		
ACQ	30.0000	11/26/1999	1792.16	1071.62	720.54	LT15	Y
20.0000 ALLEGHENY TECHNOLOGIES INC - 01741R102 - MINOR = 409							
SOLD		04/12/2012	828.79		SUB TRUST 350002002		
ACQ	13.0000	08/11/2011	538.71	596.20	-57.49	ST	
	7.0000	08/18/2011	290.08	311.60	-21.52	ST	

ATTACHMENT A

TAX PREPARER. 55
TRUST ADMINISTRATOR: JKY
INVESTMENT OFFICER: JDD

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
10.0000 AMGEN INC - 031162100 - MINOR = 477							
SOLD		04/12/2012	668.79		SUB TRUST 350002002		
ACQ	10 0000	10/22/2009	668.79	568.35	100.44	LT15	Y
10.0000 APACHE CORP - 037411105 - MINOR = 467							
SOLD		04/12/2012	949 96		SUB TRUST 350002002		
ACQ	10.0000	04/30/2010	949.98	1010.16	-60.18	LT15	Y
25 0000 AVNET INC COM - 053807103 - MINOR = 486							
SOLD		04/12/2012	884.98		SUB TRUST 350002002		
ACQ	25 0000	06/12/2008	884.98	731.52	153.46	LT15	Y
30.0000 BB & T CORP - 054937107 - MINOR = 469							
SOLD		04/12/2012	932 23		SUB TRUST 350002002		
ACQ	5.0000	04/16/2004	155.37	170 39	-15.02	LT15	Y
	25.0000	05/04/2006	776.86	1071.70	-294.84	LT15	Y
10 0000 BLACKROCK INC COM - 09247X101 - MINOR = 469							
SOLD		04/12/2012	2011.55		SUB TRUST 350002002		
ACQ	10 0000	10/07/2010	2011.55	1715.09	296 46	LT15	Y
25 0000 CHEVRONTEXACO CORP - 166764100 - MINOR = 464							
SOLD		04/12/2012	2561 20		SUB TRUST 350002002		
ACQ	25.0000	02/03/2011	2561 20	2435.05	126.15	LT15	
70.0000 CISCO SYS INC - 17275R102 - MINOR = 489							
SOLD		04/12/2012	1402.08		SUB TRUST 350002002		
ACQ	70.0000	01/05/2006	1402.08	1281.61	120 47	LT15	Y
30.0000 CITIGROUP INC COM NEW - 172967424 - MINOR = 471							
SOLD		04/12/2012	1035 88		SUB TRUST 350002002		
ACQ	30.0000	07/01/2011	1035 88	1284 21	-248.33	ST	
55 0000 COMCAST CORP CL A - 20030N101 - MINOR = 435							
SOLD		04/12/2012	1628 18		SUB TRUST 350002002		
ACQ	55.0000	05/05/2006	1628 18	1119.40	508 78	LT15	Y
80.0000 EMC CORP-MASS COM - 268648102 - MINOR = 485							
SOLD		04/12/2012	2330.36		SUB TRUST 350002002		
ACQ	5.0000	08/22/2011	145 65	103.32	42.33	ST	
	75 0000	01/12/2012	2184.71	1692.78	491 93	ST	
30 0000 EMERSON ELECTRIC CO - 291011104 - MINOR = 414							
SOLD		04/12/2012	1526.22		SUB TRUST 350002002		
ACQ	30.0000	07/15/1994	1526.22	437 40	1088.82	LT15	Y
30.0000 ENSCO PLC - 29358Q109 - MINOR = 465							
SOLD		04/12/2012	1603.17		SUB TRUST 350002002		
ACQ	19 0000	03/28/2012	1015.34	1003.95	11.39	ST	
	11.0000	03/29/2012	587.83	579.27	8.56	ST	
30 0000 EXXON MOBIL CORP COM - 30231G102 - MINOR = 464							
SOLD		04/12/2012	2505.86		SUB TRUST 350002002		
ACQ	30.0000	03/18/2010	2505.86	2021 70	484.16	LT15	Y
105 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 416							
SOLD		04/12/2012	2018.06		SUB TRUST 350002002		
ACQ	80.0000	07/26/2006	1537.57	2612.81	-1075.24	LT15	Y
	25 0000	08/17/2006	480 49	848.14	-367 65	LT15	Y
20 0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 471							
SOLD		04/12/2012	2397.56		SUB TRUST 350002002		
ACQ	20 0000	04/27/2010	2397 56	3059 38	-661 82	LT15	Y
30 0000 HEINZ (HJ) CO COM - 423074103 - MINOR = 459							
SOLD		04/12/2012	1582.47		SUB TRUST 350002002		
ACQ	30 0000	02/01/2001	1582 47	1165 94	416.53	LT15	Y
80.0000 INTEL CORPORATION - 458140100 - MINOR = 490							
SOLD		04/12/2012	2275 16		SUB TRUST 350002002		
ACQ	80 0000	06/03/2011	2275 16	1760.72	514.44	ST	
90.0000 INTERNATIONAL GAME TECHNOLOGY - 459902102 - MINOR = 436							
SOLD		04/12/2012	1486.81		SUB TRUST 350002002		
ACQ	90 0000	03/17/2011	1486 81	1404.38	82.43	LT15	
50.0000 J P MORGAN CHASE & CO - 46625H100 - MINOR = 471							
SOLD		04/12/2012	2239 95		SUB TRUST 350002002		
ACQ	50.0000	07/26/2006	2239 95	2232 82	7.13	LT15	Y
30.0000 JACOBS ENGR GROUP INC COM - 469814107 - MINOR = 413							
SOLD		04/12/2012	1308.12		SUB TRUST 350002002		
ACQ	30.0000	06/18/2009	1308 12	1272.03	36 09	LT15	Y
15.0000 KIMBERLY-CLARK CORP - 494368103 - MINOR = 457							
SOLD		04/12/2012	1110.88		SUB TRUST 350002002		
ACQ	15 0000	04/24/2001	1110.88	842 72	268.16	LT15	Y
20 0000 KOHLS CORP - 500255104 - MINOR = 438							
SOLD		04/12/2012	997.78		SUB TRUST 350002002		
ACQ	20.0000	05/10/2011	997.78	1061.39	-63.61	ST	
25 0000 LEAR CORP COM NEW - 521865204 - MINOR = 433							
SOLD		04/12/2012	1111 23		SUB TRUST 350002002		
ACQ	25.0000	07/26/2011	1111 23	1265.39	-154 16	ST	
50.0000 MEDTRONIC INC - 585055106 - MINOR = 479							
SOLD		04/12/2012	1907 96		SUB TRUST 350002002		
ACQ	50 0000	03/28/2012	1907.96	1969.32	-61 36	ST	
25 0000 METLIFE INC COM - 59156R108 - MINOR = 472							
SOLD		04/12/2012	905 48		SUB TRUST 350002002		
ACQ	25.0000	04/16/2009	905.48	694.35	211 13	LT15	Y
80 0000 MICROSOFT CORP - 594918104 - MINOR = 487							
SOLD		04/12/2012	2475 15		SUB TRUST 350002002		
ACQ	75.0000	01/17/2003	2320 45	1978 69	341.76	LT15	Y
	5.0000	02/22/2005	154 70	126.63	28.07	LT15	Y

ATTACHMENT A

TRUST YEAR ENDING 12/31/2012

TAX PREPARER: 55
TRUST ADMINISTRATOR: JKY
INVESTMENT OFFICER: JDD

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
20.0000 NIKE INC - 654106103 - MINOR = 440							
SOLD		04/12/2012	2170.15		SUB TRUST 350002002		
ACQ	20.0000	08/19/2011	2170.15	1603.32	566.83	ST	
30 0000 NOVARTIS AG SPONSORED ADR - 66987V109 - MINOR = 482							
SOLD		04/12/2012	1648.89		SUB TRUST 350002002		
ACQ	30.0000	04/15/2010	1648.89	1615 76	33.13	LT15	Y
25.0000 OMNICOM GROUP INC - 681919106 - MINOR = 431							
SOLD		04/12/2012	1234 97		SUB TRUST 350002002		
ACQ	25.0000	03/22/2012	1234.97	1252 89	-17.92	ST	
70 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 487							
SOLD		04/12/2012	1999.16		SUB TRUST 350002002		
ACQ	70.0000	05/20/2010	1999.16	1597.09	402 07	LT15	Y
35.0000 PEPSICO INC COM - 713448108 - MINOR = 462							
SOLD		04/12/2012	2286.85		SUB TRUST 350002002		
ACQ	35 0000	03/24/2011	2286.85	2253.10	33 75	LT15	
15 0000 PHILIP MORRIS INTL INC COM - 718172109 - MINOR = 463							
SOLD		04/12/2012	1307.67		SUB TRUST 350002002		
ACQ	15.0000	06/24/2010	1307.67	693.99	613.68	LT15	Y
15 0000 POTASH CORP - 73755L107 - MINOR = 402							
SOLD		04/12/2012	652 64		SUB TRUST 350002002		
ACQ	15.0000	02/24/2012	652.64	699.78	-47 14	ST	
30 0000 PROCTER & GAMBLE CO COM - 742718109 - MINOR = 457							
SOLD		04/12/2012	1980.26		SUB TRUST 350002002		
ACQ	30 0000	06/28/2007	1980.26	1847.48	132 78	LT15	Y
25.0000 QUALCOMM INC COM - 747525103 - MINOR = 489							
SOLD		04/12/2012	1708.10		SUB TRUST 350002002		
ACQ	25 0000	01/12/2012	1708 10	1399.68	308.42	ST	
822.4040 T ROWE PRICE EMERGING MARKETS STOCK FUND #111 - 77956H864 - MINOR = 572							
SOLD		04/12/2012	26160 67		SUB TRUST 350002002		
ACQ	822 4040	08/05/2010	26160 67	25790 58	370.09	LT15	Y
25.0000 SCHLUMBERGER LTD. COM - 806857108 - MINOR = 466							
SOLD		04/12/2012	1751.72		SUB TRUST 350002002		
ACQ	25.0000	02/03/2011	1751.72	2236 62	-484 90	LT15	
55.0000 THE SOUTHERN CO COM - 842587107 - MINOR = 492							
SOLD		04/12/2012	2456.27		SUB TRUST 350002002		
ACQ	55 0000	04/06/2006	2456 27	1797 17	659.10	LT15	Y
20 0000 STATE STREET CORP COM - 857477103 - MINOR = 469							
SOLD		04/12/2012	880 78		SUB TRUST 350002002		
ACQ	20.0000	09/25/2009	880 78	1020 97	-140.19	LT15	Y
20.0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 482							
SOLD		04/12/2012	888 24		SUB TRUST 350002002		
ACQ	20.0000	09/29/2011	888.24	739 15	149.09	ST	
35.0000 TEXAS INSTRS INC - 882508104 - MINOR = 490							
SOLD		04/12/2012	1136.43		SUB TRUST 350002002		
ACQ	35 0000	02/01/2006	1136 43	1022 80	113.63	LT15	Y
15 0000 3M CO - 88579Y101 - MINOR = 416							
SOLD		04/12/2012	1301.22		SUB TRUST 350002002		
ACQ	15 0000	08/26/2005	1301.22	1064 27	236 95	LT15	Y
15.0000 TRAVELERS COS INC COM - 89417E109 - MINOR = 472							
SOLD		04/12/2012	884.45		SUB TRUST 350002002		
ACQ	15.0000	09/27/2011	884.45	751 23	133 22	ST	
70 0000 U.S. BANCORP COM - 902973304 - MINOR = 469							
SOLD		04/12/2012	2186 06		SUB TRUST 350002002		
ACQ	70.0000	08/22/2011	2186 06	1436 90	749 16	ST	
100.0000 EMC CORP-MASS COM - 268648102 - MINOR = 485							
SOLD		05/11/2012	2636 42		SUB TRUST 350002002		
ACQ	100 0000	08/22/2011	2636 42	2066.40	570.02	ST	
130.0000 STATE STREET CORP COM - 857477103 - MINOR = 469							
SOLD		05/11/2012	5663 79		SUB TRUST 350002002		
ACQ	5 0000	09/25/2009	217 84	255.24	-37.40	LT15	Y
	50 0000	11/06/2009	2178 38	2104.97	73.41	LT15	Y
	75 0000	01/21/2010	3267 57	3472.44	-204.87	LT15	Y
35000.0000 FNMA 4.875% DTD 05/15/2007 DUE 05/18/2012 - 31398ABX9 - MINOR = 055							
SOLD		05/18/2012	34604 36		SUB TRUST 350002002		
ACQ	15000 0000	06/12/2007	14830 44	14604 36	226 08	LT15	Y
	20000 0000	11/30/2010	19773 92	21275.26	-1501 34	LT15	Y
70 0000 ABBOTT LABS COM - 002824100 - MINOR = 482							
SOLD		06/06/2012	4214 81		SUB TRUST 350002002		
ACQ	20.0000	11/26/1999	1204 23	714.41	489.82	LT15	Y
	50.0000	12/01/1999	3010 58	1756.84	1253.74	LT15	Y
15000 0000 JPMORGAN CHASE CAP XXV CAP SEC Y 6 80% DTD 09/26/2007 DUE 10/01/2037 - 46631VAA9 - MINOR = 240							
SOLD		06/15/2012	15030.00		SUB TRUST 350002002		
ACQ	15000.0000	10/16/2009	15030.00	14935.95	94.05	LT15	Y
30000 0000 KEYBANK NA SR NTS FDIC TLGP GTD SR NT 3.20% DTD 12/15/2008 DUE - 49328CAA3 - MINOR = 237							
SOLD		06/15/2012	30000 00		SUB TRUST 350002002		
ACQ	30000.0000	12/10/2008	30000.00	29971.50	28 50	LT15	Y
FOUND UPDATE 06/30/12							
65 0000 APACHE CORP - 037411105 - MINOR = 467							
SOLD		06/20/2012	5501.96		SUB TRUST 350002002		
ACQ	25.0000	10/01/2009	2116.14	2239.69	-123 55	LT15	Y
	15.0000	04/30/2010	1269.68	1515.23	-245 55	LT15	Y
	25.0000	06/10/2010	2116.14	2315.19	-199 05	LT15	Y
60 4690 EMERSON ELECTRIC CO - 291011104 - MINOR = 414							
SOLD		06/22/2012	2766.62		SUB TRUST 350002002		
ACQ	60.4690	01/18/2012	2766.62	3007.04	-240 42	ST	

ATTACHMENT A

TRUST YEAR ENDING 12/31/2012

TAX PREPARER: 55
TRUST ADMINISTRATOR: JKY
INVESTMENT OFFICER: JDD

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
109.5310 EMERSON ELECTRIC CO. - 291011104 - MINOR = 414							
SOLD		06/22/2012	5013.92		SUB TRUST 350002002		
ACQ	70.0000	07/15/1994	3204.34	1020.60	2183.74	LT15	Y
	39.5310	01/18/2012	1809.58	1965.82	-156 24	ST	
65.0000 AMGEN INC - 031162100 - MINOR = 477							
SOLD		06/25/2012	4655.28		SUB TRUST 350002002		
ACQ	15 0000	10/22/2009	1074.30	852.53	221.77	LT15	Y
	50 0000	12/17/2009	3580.98	2731 32	849.66	LT15	Y
15000.0000 US TREASURY NOTE 1.375% DTD 09/15/2009 DUE 09/15/2012 - 912828LM0 - MINOR = 030							
SOLD		06/25/2012	15041.60		SUB TRUST 350002002		
ACQ	15000 0000	12/29/2011	15041.60	15134.77	-93.17	ST	Y
55.0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 471							
SOLD		06/26/2012	5015 41		SUB TRUST 350002002		
ACQ	50 0000	01/20/2009	4559.46	3357.31	1202.15	LT15	Y
	5.0000	04/27/2010	455.95	764.85	-308 90	LT15	Y
15000.0000 METROPOLITAN LIFE GLOBAL FDG I MEDIUM TERM NTS TRANCHE # TR 00045 - 59217EBW3 - MINOR = 240							
SOLD		06/27/2012	16121.55		SUB TRUST 350002002		
ACQ	15000 0000	09/23/2010	16121.55	16612.95	-491 40	LT15	Y
105 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 416							
SOLD		07/20/2012	2101 01		SUB TRUST 350002002		
ACQ	70 0000	07/26/2006	1400 67	2286 21	-885 54	LT15	Y
	35.0000	01/29/2009	700.34	452.19	248 15	LT15	Y
90.0000 INTEL CORPORATION - 458140100 - MINOR = 490							
SOLD		07/20/2012	2302.15		SUB TRUST 350002002		
ACQ	90 0000	06/03/2011	2302.15	1980.81	321 34	LT15	
10 0000 INTL BUSINESS MACHS CORP COM - 459200101 - MINOR = 484							
SOLD		07/20/2012	1924.16		SUB TRUST 350002002		
ACQ	10.0000	07/15/1994	1924.16	144.55	1779 61	LT15	Y
95 0000 INTERNATIONAL GAME TECHNOLOGY - 459902102 - MINOR = 436							
SOLD		07/26/2012	1067.63		SUB TRUST 350002002		
ACQ	95.0000	02/06/2012	1067 63	1477 01	-409.38	ST	
110.0000 KIMBERLY-CLARK CORP - 494368103 - MINOR = 457							
SOLD		08/03/2012	9454.19		SUB TRUST 350002010		
ACQ	35 0000	04/24/2001	3008 15	1966.33	1041.82	LT15	Y
	75 0000	10/16/2001	6446.04	4117.13	2328.91	LT15	Y
55000.0000 US TREASURY NOTE 3 625% DTD 02/15/2011 DUE 02/15/2021 - 912828PX2 - MINOR = 030							
SOLD		08/16/2012	64094 34		SUB TRUST 350002028		
ACQ	15000.0000	03/16/2011	17480 27	15526.17	1954 10	LT15	Y
	5000.0000	05/31/2011	5826 76	5250.19	576 57	LT15	Y
	15000.0000	06/30/2011	17480 27	15615.23	1865 04	LT15	Y
	10000.0000	04/02/2012	11653.52	11343.36	310.16	ST	Y
	10000 0000	05/02/2012	11653 52	11565 23	88.29	ST	Y
145 0000 U.S. BANCORP COM - 902973304 - MINOR = 469							
SOLD		08/27/2012	4772 15		SUB TRUST 350002010		
ACQ	145.0000	08/22/2011	4772.15	2976.43	1795 72	LT15	
277 2800 HELIOS LEASING I LLC SECD NT 2.018% DTD 06/19/2012 DUE 05/29/2024 - 42328BAA0 - MINOR = 240							
SOLD		08/29/2012	277.28		SUB TRUST 350002028		
ACQ	277 2800	06/12/2012	277.28	277 28	0 00	ST	Y
10000.0000 PITNEY BOWES INC GLOBAL MEDIUM TERM NTS 5.25% DTD 11/17/2006 DUE - 72447XAB3 - MINOR = 210							
SOLD		09/13/2012	10112.50		SUB TRUST 350002028		
ACQ	10000 0000	11/13/2006	10112.50	9956 00	156 50	LT15	Y
390.0000 INTERNATIONAL GAME TECHNOLOGY - 459902102 - MINOR = 436							
SOLD		09/17/2012	5151.43		SUB TRUST 350002010		
ACQ	360 0000	03/17/2011	4755 17	5617 51	-862.34	LT15	
	30 0000	02/06/2012	396.26	466.43	-70.17	ST	
10000 0000 US TREASURY NOTE 3 500% DTD 02/15/08 DUE 02/15/2018 - 912828HR4 - MINOR = 030							
SOLD		09/19/2012	11423.44		SUB TRUST 350002028		
ACQ	10000.0000	04/07/2011	11423.44	10367.58	1055 86	LT15	Y
15000.0000 WACHOVIA BK NATL ASSN MEDIUM TERM SUB BK NTS TRANCHE # SB 00009 6.60% - 92976GAJ0 - MINOR = 237							
SOLD		09/19/2012	20423.10		SUB TRUST 350002028		
ACQ	15000.0000	11/30/2007	20423.10	15072 45	5350 65	LT15	Y
10000.0000 US TREASURY NOTE 3 500% DTD 02/15/08 DUE 02/15/2018 - 912828HR4 - MINOR = 030							
SOLD		09/28/2012	11475 78		SUB TRUST 350002028		
ACQ	10000 0000	02/07/2011	11475 78	10312.89	1162.89	LT15	Y
15000 0000 INTERNATIONAL BUSINESS MACHS CORP DEB 7.00% DTD 10/30/1995 DUE - 459200AM3 - MINOR = 210							
SOLD		10/01/2012	21992.70		SUB TRUST 350002028		
ACQ	15000 0000	10/28/2008	21992.70	14297.10	7695.60	LT15	Y
10000 0000 US TREASURY BOND 4 375% DTD 11/15/2009 DUE 11/15/2039 - 912810QD3 - MINOR = 035							
SOLD		10/01/2012	13220.30		SUB TRUST 350002028		
ACQ	5000 0000	08/23/2011	6610.15	5901.56	708.59	LT15	Y
	5000 0000	09/09/2011	6610.15	6013.28	596 88	LT15	Y
100.0000 ABBOTT LABS COM - 002824100 - MINOR = 482							
SOLD		10/12/2012	6994 76		SUB TRUST 350002010		
ACQ	100 0000	12/01/1999	6994 76	3513.69	3481.07	LT15	Y
25000.0000 US TREASURY NOTE 3.500% DTD 02/15/08 DUE 02/15/2018 - 912828HR4 - MINOR = 030							
SOLD		10/19/2012	28448 24		SUB TRUST 350002028		
ACQ	5000 0000	09/13/2012	5689 65	5707.81	-18.16	ST	Y
	15000.0000	02/07/2011	17068 94	15469.34	1599.60	LT15	Y
	5000.0000	02/08/2011	5689 65	5148.44	541.21	LT15	Y
35000 0000 US TREASURY NOTE 1 375% DTD 03/15/2010 DUE 03/15/2013 - 912828MT4 - MINOR = 030							
SOLD		10/23/2012	35166 80		SUB TRUST 350002028		
ACQ	35000.0000	06/25/2012	35166.80	35298.05	-131 25	ST	Y
30000.0000 US TREASURY NOTE 1.375% DTD 03/15/2010 DUE 03/15/2013 - 912828MT4 - MINOR = 030							
SOLD		10/31/2012	30134.77		SUB TRUST 350002028		
ACQ	30000.0000	06/25/2012	30134.77	30255 47	-120 70	ST	Y

ATTACHMENT A

ACCT N807 350002036
FROM 01/01/2012
TO 12/31/2012

FIRST NATIONAL BANK OF OMAHA
STATEMENT OF CAPITAL GAINS AND LOSSES
LAURITZEN FOUNDATION IMA (FUNDS)

TRUST YEAR ENDING 12/31/2012

RUN 01/30/2013
05:01:35 PM

TAX PREPARER: 55
TRUST ADMINISTRATOR: JKY
INVESTMENT OFFICER: JDD

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
15000.0000 PEPSICO INC SR NT 7 90% DTD 10/24/2008 DUE 11/01/2018 - 713448BJ6 - MINOR = 210							
SOLD		11/01/2012	20419 95		SUB TRUST 350002028		
ACQ	15000 0000	02/18/2010	20419 95	18501.30	1918 65	LT15	Y
10000.0000 US TREASURY BOND 4 375% DTD 11/15/2009 DUE 11/15/2039 - 912810QD3 - MINOR = 035							
SOLD		11/01/2012	13064.06		SUB TRUST 350002028		
ACQ	5000.0000	12/29/2010	6532.03	5000.00	1532.03	LT15	Y
	5000 0000	05/31/2011	6532.03	5131.45	1400 58	LT15	Y
5000 0000 US TREASURY NOTE 2.00% DTD 02/15/2012 DUE 02/15/2022 - 912828SF8 - MINOR = 030							
SOLD		11/06/2012	5152 34		SUB TRUST 350002028		
ACQ	5000 0000	10/01/2012	5152 34	5207.03	-54 69	ST	Y
5000.0000 US TREASURY NOTE 2 00% DTD 02/15/2012 DUE 02/15/2022 - 912828SF8 - MINOR = 030							
SOLD		11/21/2012	5193.95		SUB TRUST 350002028		
ACQ	5000.0000	10/01/2012	5193.95	5207.03	-13 08	ST	Y
278 6600 HELIOS LEASING I LLC SECD NT 2 018% DTD 06/19/2012 DUE 05/29/2024 - 42328BAA0 - MINOR = 240							
SOLD		11/29/2012	278.66		SUB TRUST 350002028		
ACQ	278.6600	06/12/2012	278.66	278.66	0.00	ST	Y
10000 0000 US TREASURY NOTE 2 00% DTD 02/15/2012 DUE 02/15/2022 - 912828SF8 - MINOR = 030							
SOLD		12/04/2012	10458 59		SUB TRUST 350002028		
ACQ	10000 0000	10/01/2012	10458 59	10414 07	44 52	ST	Y
5 0000 US BANCORP DEL DEP SHS REPSTG 1/100TH PERP PFD SER A - 902973866 - MINOR = 530							
SOLD		12/05/2012	4462 50		SUB TRUST 350002028		
ACQ	5 0000	12/19/2006	4462 50	5135 25	-672 75	LT15	Y
120.0000 MICROSOFT CORP - 594918104 - MINOR = 487							
SOLD		12/11/2012	3261 72		SUB TRUST 350002010		
ACQ	95.0000	02/22/2005	2582 20	2405 90	176.29	LT15	Y
	25.0000	02/25/2005	679.52	632 34	47.19	LT15	Y
70000 0000 US TREASURY NOTE 2 00% DTD 02/15/2012 DUE 02/15/2022 - 912828SF8 - MINOR = 030							
SOLD		12/13/2012	72567.58		SUB TRUST 350002028		
ACQ	65000.0000	08/16/2012	67384.18	66360 94	1023 24	ST	Y
	5000 0000	10/01/2012	5183 40	5207 03	-23 63	ST	Y
10000.0000 GOLDMAN SACHS GROUP INC SR NT 6 25% DTD 08/30/2007 DUE 09/01/2017 - 38144LAB6 - MINOR = 240							
SOLD		12/18/2012	11704 50		SUB TRUST 350002028		
ACQ	10000.0000	01/08/2009	11704 50	9870.10	1834.40	LT15	Y
1483.6800 FEDERATED INTERNATIONAL LEADERS FUND INST #119 - 31428U623 - MINOR = 572							
SOLD		12/20/2012	40430 28				
ACQ	857 5760	08/13/2010	23368 95	20000 00	3368.95	LT15	Y
	626 1040	08/20/2009	17061.33	14226 91	2834 42	LT15	Y
10000 0000 US TREASURY NOTE 1.625% DTD 11/15/2012 DUE 11/15/2022 - 912828TY6 - MINOR = 030							
SOLD		12/28/2012	9918.36		SUB TRUST 350002028		
ACQ	10000 0000	12/13/2012	9918.36	9914 06	4 30	ST	Y
		TOTALS	893014.30	819060 25			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	1228.52	0.00	70372.49	0 00	0 00	0 00*
COVERED FROM ABOVE	1340 90	0.00	1012 15	0 00	0.00	
COMMON TRUST FUND	0 00	0.00	0 00			0 00
CAPITAL GAIN DIVIDENDS	317.66	0.00	9778 20			2 37
	2887 08	0 00	81162 84	0.00	0.00	2 37
STATE						
NONCOVERED FROM ABOVE	1228 52	0.00	70372 49	0.00	0 00	0 00*
COVERED FROM ABOVE	1340.90	0.00	1012.15	0.00	0 00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	317.66	0.00	9778 20			2 37
	2887 08	0 00	81162.84	0.00	0.00	2 37

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
NEBRASKA	N/A	N/A

ATTACHMENT A

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					2.	
		SEE ATTACHMENT A					VAR	VAR
41,239.		39,898.					1,341.	
		SEE ATTACHMENT A					VAR	VAR
236,931.		235,702.					1,229.	
		SEE ATTACHMENT A					VAR	VAR
19,916.		18,904.					1,012.	
		SEE ATTACHMENT A					VAR	VAR
594,929.		524,557.					70,372.	
		CAP GAIN DIVIDEND						
10,096.							10,096.	
TOTAL GAIN(LOSS)							84,052.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
U. S. GOVERNMENT INTEREST	15,416.	15,416.
MUNICIPAL INTEREST	1,884.	1,884.
TOTAL	17,300.	17,300.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST	30,010.	30,010.
QUALIFIED DIVIDENDS	14,589.	14,589.
NON-QUALIFIED DIVIDENDS	9,382.	9,382.
FOREIGN QUALIFIED DIVIDENDS	3,829.	3,829.
FOREIGN NON-QUALIFIED DIVIDENDS	5,988.	5,988.
TOTAL	63,798.	63,798.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT AND ACCOUNTING FEES	1,418.	1,418.		
TOTALS	1,418.	1,418.		

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TRUSTEE FEES	7,411.	7,411.
TOTALS	7,411.	7,411.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID		716.	716.
FEDERAL TAXES PAID		1,113.	
	TOTALS	1,829.	716.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VARIOUS CORPORATE STOCK	799,128.	1,000,199.
TOTALS	799,128.	1,000,199.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VARIOUS CORPORATE BONDS	1,314,069.	1,391,305.
TOTALS	1,314,069.	1,391,305.

ATTACHMENT 8

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	ENDING BOOK VALUE
DEFERRED INCOME	175.
TOTALS	175.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MINNESOURI SCHOLARSHIP FUND	N/A	GENERAL EXEMPT PURPOSE	10,000
UNITED WAY OF THE MIDLANDS	N/A	GENERAL EXEMPT PURPOSE	70,000
LAURITZEN GARDENS	N/A	GENERAL EXEMPT PURPOSE	50,000
ST PAUL'S SCHOOL ENDOWMENT FUND	N/A	GENERAL EXEMPT PURPOSE	25,000
EPISCOPAL DIOCESE OF NEBRASKA	N/A	GENERAL EXEMPT PURPOSE	25,000
		TOTAL CONTRIBUTIONS PAID	180,000