



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation THE ELDER FOUNDATION		A Employer identification number 23-7749572
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1330	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code SOMERSET PA 15501		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input 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) \$ 440,446	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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,974	4,974		
	4 Dividends and interest from securities	8,846	8,846		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,914			
	b Gross sales price for all assets on line 6a 141,818				
	7 Capital gain net income (from Part IV, line 2)		12,914		
	8 Net short-term capital gain			0	
	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	26,734	26,734	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,933	2,933		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	955			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 2	86	86		
	24 Total operating and administrative expenses. Add lines 13 through 23	3,974	3,974	0	0
25 Contributions, gifts, grants paid	21,900			21,900	
26 Total expenses and disbursements. Add lines 24 and 25	25,874	3,974	0	21,900	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	860				
b Net investment income (if negative, enter -0-)		22,760			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Part I Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash – non-interest-bearing	32	187	187
	2 Savings and temporary cash investments	5,817	19,288	19,288
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S. and state government obligations (attach schedule) STMT 3	43,757	46,035	46,035
	b Investments – corporate stock (attach schedule) SEE STMT 4	296,318	303,386	303,386
	c Investments – corporate bonds (attach schedule) SEE STMT 5	66,197	68,247	68,247
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	15 Other assets (describe ▶ SEE STATEMENT 6)	4,259	3,303	3,303
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	416,380	440,446	440,446
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	416,380	440,446	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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)	416,380	440,446	
	31 Total liabilities and net assets/fund balances (see instructions)	416,380	440,446	

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	416,380
2 Enter amount from Part I, line 27a	2	860
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	23,309
4 Add lines 1, 2, and 3	4	440,549
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	103
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	440,446

Part V 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 WORKSHEET				
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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	12,914
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	-1,031

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	22,167	424,571	0.052210
2010	18,300	449,557	0.040707
2009	21,606	367,259	0.058830
2008	24,691	435,672	0.056673
2007	23,800	511,402	0.046539

2 Total of line 1, column (d)	2	0.254959
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	0.050992
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	440,437
5 Multiply line 4 by line 3	5	22,459
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	228
7 Add lines 5 and 6	7	22,687
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	21,900

Part VII 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	455
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	455
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	455
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	140
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	140
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	315
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c 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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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 SEE STMT 9		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 ► SOMERSET TRUST CO PO BOX 1330 Located at ► SOMERSET PA Telephone no ► 814-443-9201 ZIP+4 ► 15501			
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			
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 ►	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 type="checkbox"/> Yes <input checked="" 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 ► <input type="checkbox"/> N/A	1b	
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? N/A	1c	
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 ► 20 , 20 , 20 , 20 <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) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

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

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SOMERSET TRUST CO PO BOX 1330 SOMERSET PA 15501	TRUSTEE 0.10	2,933	0	0
GEORGIANN PETRILLA PO BOX 1078 SOMERSET PA 15501	TRUSTEE 0.01	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 **0**

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

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

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

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

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	423,835
b	Average of monthly cash balances	1b	23,309
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	447,144
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	447,144
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	6,707
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	440,437
6	Minimum investment return. Enter 5% of line 5	6	22,022

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	22,022
2a	Tax on investment income for 2012 from Part VI, line 5	2a	455
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	455
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,567
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,567
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	21,567

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	21,900
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	21,900
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,900

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				21,567
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			21,015	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 21,900				
a Applied to 2011, but not more than line 2a			21,015	
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				885
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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				20,682
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
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)) PAUL G. ELDER PRIOR TO HIS DEATH ON 12-31-99
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 <input checked="" type="checkbox"/> 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 N/A
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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 10				21,900
Total			▶ 3a	21,900
b Approved for future payment N/A				
Total			▶ 3b	

Par. XVI-A

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	
		14	4,974	
		14	8,846	
		14	12,914	
	0		26,734	0

13 26,734

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

[illegible]

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name THE ELDER FOUNDATION	Employer Identification Number 23-7749572
---	---

(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.)
(1) FEDERATED TOTAL RETURN	P	01/01/11	12/31/12
(2) FREEPORT-MCMORAN COPPER & GOLD	P	09/24/12	12/07/12
(3) JOHNSON CONTROLS	P	01/18/12	05/23/12
(4) PARKER HANIFIN	P	01/18/12	10/24/12
(5) SPDR S&P 500 ETF	P	05/05/11	01/24/12
(6) SELECT SECTOR SPDRFD CONSUMER	P	05/05/11	01/24/12
(7) UNITEDHEALTH GROUP	P	11/15/11	11/14/12
(8) APPLE	P	10/22/08	03/19/12
(9) BANK OF AMERICA	P	06/11/03	06/15/12
(10) CMS ENERGY	P	03/18/11	04/12/12
(11) CMS ENERGY	P	12/10/10	04/12/12
(12) CHEVRONTEXACO	P	08/04/08	11/16/12
(13) CHEVRONTEXACO	P	08/25/06	11/16/12
(14) DANAHER	P	04/24/09	06/29/12
(15) DANAHER	P	08/18/08	06/29/12

(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)
(1) 41			41
(2) 1,422		1,825	-403
(3) 3,575		4,197	-622
(4) 3,812		4,200	-388
(5) 2,224		2,295	-71
(6) 4,146		4,108	38
(7) 4,495		4,080	415
(8) 2,982		495	2,487
(9) 10,000		9,963	37
(10) 1,651		1,462	189
(11) 4,632		4,061	571
(12) 303		250	53
(13) 3,840		2,555	1,285
(14) 1,345		789	556
(15) 1,500		1,211	289

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	
(1)			41
(2)			-403
(3)			-622
(4)			-388
(5)			-71
(6)			38
(7)			415
(8)			2,487
(9)			37
(10)			189
(11)			571
(12)			53
(13)			1,285
(14)			556
(15)			289

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name THE ELDER FOUNDATION	Employer Identification Number 23-7749572
-------------------------------------	---

(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.)
(1) DANAHER	P	02/05/09	06/29/12
(2) EXPRESS SCRIPTS	P	04/11/08	10/24/12
(3) EXXON MOBIL	P	11/20/07	01/24/12
(4) FEDERATED TOTAL RETURN	P	09/12/02	01/23/12
(5) FREEMPORT-MCMORAN COPPER & GOLD	P	04/15/11	12/07/12
(6) GEORGIA POWER	P	07/10/07	07/16/12
(7) HOME DEPOT	P	02/19/08	01/31/12
(8) KBR	P	02/10/11	12/26/12
(9) LABORATORY CORP OF AMERICA	P	11/19/08	05/07/12
(10) LAM RESEARCH	P	08/15/11	09/25/12
(11) LAM RESEARCH	P	03/11/11	09/25/12
(12) POWERSHARES DYNAMIC HEALTHCARE	P	05/16/07	02/03/12
(13) POWERSHARES DYNAMIC HEALTHCARE	P	08/28/07	02/03/12
(14) POWERSHARES DYNAMIC HEALTHCARE	P	04/01/09	02/03/12
(15) POWERSHARES DYNAMIC HEALTHCARE	P	01/16/08	02/03/12

(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)
(1) 1,551		845	706
(2) 5,453		2,876	2,577
(3) 261		260	1
(4) 1,000		945	55
(5) 2,781		4,528	-1,747
(6) 10,000		10,000	
(7) 2,518		1,582	936
(8) 2,897		3,301	-404
(9) 4,342		3,208	1,134
(10) 1,514		1,859	-345
(11) 2,738		4,436	-1,698
(12) 1,188		1,138	50
(13) 3,565		3,332	233
(14) 3,870		2,209	1,661
(15) 5,241		5,244	-3

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h))
(1)			706
(2)			2,577
(3)			1
(4)			55
(5)			-1,747
(6)			
(7)			936
(8)			-404
(9)			1,134
(10)			-345
(11)			-1,698
(12)			50
(13)			233
(14)			1,661
(15)			-3

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name THE ELDER FOUNDATION	Employer Identification Number 23-7749572
-------------------------------------	---

(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.)
(1) PRAXAIR	P	01/28/04	08/03/12
(2) PROCTER & GAMBLE	P	06/13/07	06/29/12
(3) PROCTER & GAMBLE	P	05/18/07	06/29/12
(4) PROCTER & GAMBLE	P	06/13/07	08/27/12
(5) PROCTER & GAMBLE	P	08/27/07	08/27/12
(6) PROCTER & GAMBLE	P	02/26/10	08/27/12
(7) SCHLUMBERGER	P	05/14/10	11/14/12
(8) SCHLUMBERGER	P	05/16/07	11/14/12
(9) SECTOR SPDR	P	08/07/09	10/11/12
(10) SECTOR SPDR	P	07/08/09	10/11/12
(11) SECTOR SPDR	P	08/07/09	12/03/12
(12) SECTOR SPDR	P	03/08/10	12/03/12
(13) SECTOR SPDR	P	08/18/09	12/03/12
(14) TARGET	P	09/26/08	01/11/12
(15) TARGET	P	06/19/08	01/11/12

(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)
(1) 3,574		1,244	2,330
(2) 1,885		1,938	-53
(3) 2,797		2,928	-131
(4) 402		375	27
(5) 2,076		2,033	43
(6) 2,880		2,733	147
(7) 270		260	10
(8) 2,502		2,788	-286
(9) 801		722	79
(10) 4,276		2,916	1,360
(11) 282		260	22
(12) 517		507	10
(13) 2,853		2,548	305
(14) 776		811	-35
(15) 3,977		4,243	-266

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			2,330
(2)			-53
(3)			-131
(4)			27
(5)			43
(6)			147
(7)			10
(8)			-286
(9)			79
(10)			1,360
(11)			22
(12)			10
(13)			305
(14)			-35
(15)			-266

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name THE ELDER FOUNDATION	Employer Identification Number 23-7749572
-------------------------------------	---

(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.)
(1) WESTAR ENERGY	P	05/11/07	05/15/12
(2) ACE	P	10/14/08	07/10/12
(3) ACE	P	08/18/10	07/10/12
(4) ACE	P	11/03/08	07/10/12
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 10,000		10,000	
(2) 1,213		823	390
(3) 2,069		1,590	479
(4) 3,781		2,931	850
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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	
(1)			
(2)			390
(3)			479
(4)			850
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 955	\$ 955	\$	\$
TOTAL	\$ 955	\$ 955	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
ADVERTISING	73	73		
ADMINISTRATION EXPENSES	13	13		
TOTAL	\$ 86	\$ 86	\$ 0	\$ 0

Federal Statements

Statement 3 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
10,000 LINN COUNTY IOWA	\$ 10,391	\$ 10,697	MARKET	\$ 10,697
10,000 ST. LOUIS PUBLIC SCHOOL	11,557	12,205	MARKET	12,205
10,000 MASS STATE	11,030	11,395	MARKET	11,395
10,000 MICHIGAN FIN AUTH	10,779	11,738	MARKET	11,738
TOTAL	\$ 43,757	\$ 46,035		\$ 46,035

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
73 SHARES CHEVRONTXACO	\$ 12,130	\$ 7,894	MARKET	\$ 7,894
190 SHARES GENERAL ELECTRIC	3,403	3,988	MARKET	3,988
305 SHARES MICROSOFT	7,918	8,146	MARKET	8,146
159 SHARES PEPSICO	10,550	10,880	MARKET	10,880
34 SHARES PRAXAIR	3,635		MARKET	
157 SHARES PROCTER & GAMBLE	10,473		MARKET	
28 SHARES SCHLUMBERGER	4,713	1,940	MARKET	1,940
95 SHARES UNITED TECHNOLOGIES	6,944	7,791	MARKET	7,791
276 SHARES CMS ENERGY	12,564	6,729	MARKET	6,729
400 SHARES PPLUS GOLDMAN SACHS	8,740	9,900	MARKET	9,900
25 SHARES APPLE COMPUTER	12,150	13,304	MARKET	13,304
126 SHARES RYDEX ETF TRUST TECH	6,299		MARKET	
70 SHARES VERIZON	2,808	3,029	MARKET	3,029
158 SHARES EXXON MOBIL	13,646	13,675	MARKET	13,675
101 SHARES SELECT SECTOR SPDRFD	3,941		MARKET	
200 SHARES TIME WARNER	5,349	9,566	MARKET	9,566
455 SHS POWERSHARES DYNAMIC HEALTH	13,054		MARKET	
46 SHARES 3M	3,760	4,271	MARKET	4,271
400 SHARES GEORGIA POWER	10,652		MARKET	
400 SHARES WESTSTAR ENERGY	10,516		MARKET	
99 SHARES ACE	6,942		MARKET	
241 SHARES AT&T	7,288	8,124	MARKET	8,124
199 SHARES CISCO STSTEMS	3,598	3,910	MARKET	3,910
85 SHARES DANAHER	3,998		MARKET	
87 SHARES EXPRESS SCRIPTS	4,380	4,698	MARKET	4,698
128 SHARES HEINZ H J	6,917	7,383	MARKET	7,383
198 SHARES HOME DEPOT	10,720	12,246	MARKET	12,246

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
50 SHARES LABORATORY CORP OF AMERICA	\$ 4,299		MARKET	\$
17 SHARES S&P500 DEPOSIT	2,134		MARKET	
98 SHARES TARGET	5,020		MARKET	
266 SHARES US BANCORP	3,625	8,496	MARKET	8,496
61 SHARES ALLERGAN	5,352	5,596	MARKET	5,596
114 SHARES AMERICAN TOWER CORP	2,400	8,809	MARKET	8,809
347 SHARES INTEL	8,415	7,155	MARKET	7,155
168 SHARES INTL PAPER	4,973	6,693	MARKET	6,693
217 SHARES JP MORGAN CHASE	4,788	9,541	MARKET	9,541
146 SHARES SECTOR SPDR	9,048	2,393	MARKET	2,393
316 SHARES ORACLE	3,745	10,529	MARKET	10,529
151 SHARES KBR	5,156	4,518	MARKET	4,518
88 SHARES FREEPORT MCMORAN	3,238		MARKET	
108 SHARES ENSCO PLC	5,067	6,402	MARKET	6,402
87 SHARES METLIFE	2,713	2,866	MARKET	2,866
155 SHARES OMNICOM	5,216	7,744	MARKET	7,744
100 SHARES PHILLIP MORRIS	4,238	8,364	MARKET	8,364
94 SHARES UNITEDHEALTH GROUP	4,916	5,099	MARKET	5,099
132 SHARES LAM	4,887		MARKET	
77 ACCENTURE PLC		5,121	MARKET	5,121
76 SHARES BAXTER INTL		5,066	MARKET	5,066
55 SHARES COSTCO WHOLESALE		5,430	MARKET	5,430
185 SHARES EMC		4,681	MARKET	4,681
82 SHARES EASTMAN CHEMICAL		5,580	MARKET	5,580
714 SHARES HUNTINGDON BANCSHARES		4,562	MARKET	4,562
195 SHARES MONDELEZ INTL		4,963	MARKET	4,963
198 SHARES PFIZER		4,966	MARKET	4,966
106 SHARES PHILLIPS 66		5,629	MARKET	5,629
203 SHARES TJX		8,617	MARKET	8,617
40 SHARES UNION PACIFIC		5,029	MARKET	5,029
126 SHARES GUGGENHEIM S&P EQUAL WEIG		6,964	MARKET	6,964
SPDR S&P BIOTECH		5,099	MARKET	5,099
TOTAL	\$ 296,318	\$ 303,386		\$ 303,386

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
10,000 KIMBERLY-CLARK	\$ 12,232	\$ 12,264	MARKET	\$ 12,264
10,000 JOHN HANCOCK	10,876	10,918	MARKET	10,918
10,000 BANK OF AMERICA	8,773		MARKET	
10,000 WESTPAC BANKING		9,866	MARKET	9,866
10,000 GENERAL ELECTRIC CAP	11,111	11,501	MARKET	11,501
10,000 CATERPILLAR FINANCIAL	11,915	12,008	MARKET	12,008
10,000 HONEYWELL	11,290	11,690	MARKET	11,690
TOTAL	\$ 66,197	\$ 68,247		\$ 68,247

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
FEDERATED TOTAL RETURN SERIES	\$ 4,259	\$ 3,303	\$ 3,303
TOTAL	\$ 4,259	\$ 3,303	\$ 3,303

Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED APPRECIATION ON ASSETS	\$ 23,309
TOTAL	\$ 23,309

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
FEDERAL EXCISE TAX	\$ 103
TOTAL	\$ 103

Statement 9 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General
Explanation

Description

EXEMPT - CONTRIBUTIONS LESS THAN \$ 25,000

Federal Statements

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
ASBURY UNITED METH CHURCH		C/O DAVID BEERS				PROMOTE RELIGIOUS PROGRAMS	660
CORISICA PA 15829		18 GRANT STREET				PRESERVATION OF HISTORIC SITES	795
CLARION HIST.SOCIETY		3705 FIFTH AVE				PROMOTE THE HEALTH OF CHILDREN	660
CLARION PA 16214		PO BOX 180				PROMOTE THE ARTS	835
CHILDREN'S HOSPITAL		PO BOX 100029				PROMOTE ACTIVITIES FOR DISABLED CHIL	265
PITTSBURGH PA 15213		1622 JAMES STREET				PROMOTE RELIGIOUS PROGRAMS	660
COOK FOREST SAWMILL		PO BOX 1255				PROMOTE MEDICAL RESEARCH	720
COOKSBURG PA 16217		PO BOX 1255				PROMOTE MEDICAL RESEARCH	720
EASTER SEAL SOCIETY		PO BOX 6436				PROMOTE THE ARTS THROUGH MUSIC	795
PITTSBURGH PA 15233		C/O ROTARY INT'L 1 ROTARY				PROMOTE WORLD PEACE	9,570
HILLCREST UNITED PRES.		BOX 238				PROMOTE THE WELFARE OF THE DISABLED	175
MONROEVILLE PA 15146		BOX 93				PROMOTE THE PUBLIC GOOD & SAFETY	390
PA ELKS LEGACY TRUST		OFFICE OF DEVELOPMENT				PROMOTE THE CARE OF THE AGED	795
SOMERSET PA 15501		MEMORIAL FIELD				PROMOTE COMMUNITY PROGRAMS	390
PA ELKS HOME SERVICE		4802 5TH AVE				PROMOTE EDUCATIONAL AND CULTURAL PRO	610
SOMERSET PA 15501		1800 WEST STREET				PROMOTE ACTIVITIES FOR DISABLED CITI	660
RIVER CITY BRASS BAND		PO BOX 414				PROMOTE THE ARTS	400
PITTSBURGH PA 15212		748 SOUTH CENETR AVE				PROMOTE ACTIVITIES FOR THE DISABLED	400
THE ROTARY FOUNDATION		2821 SARAH STREET				PROMOTE ACTIVITIES FOR THE DISABLED	400
EVANSTON IL 60201							
THE SALVATION ARMY							
BRADDOCK PA 15104							
STRATTANVILLE AREA VFD							
STRATTANVILLE PA 16258							
PRESBYTERIAN ASSOCIATION							
OAKMONT PA 15139							
SOUTH EAST AREA YMCA							
WILMWEDING PA 15148							
WQED							
PITTSBURGH PA 15213							
BLIND AND VISION							
HOMESTEAD PA 15120							
LAUREL ARTS							
SOMERSET PA 15501							
SOMERSET CTY BLIND CENTER							
SOMERSET PA 15501							
THE EMMAUS COMMUNITY							
PITTSBURGH PA 15203							

Federal Statements

**Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
NEXT STEP CENTER				406 STOYSTOWN ROAD		PROVIDE HOMELESS TEMPORARY SHELTER	400
SOMERSET PA 15501							
LEARNING LAMP				108 COLLEGE PARK PLAZA		CHILDREN EDUCATIONAL SUPPORT SERVICE	400
JOHNSTOWN PA 15904							
STAR				350 HIGHPOINT DRIVE		RIDING LESSONS FOR THE DISABLED	400
SOMERSET PA 15501							
BOYS & GIRLS CLUB				PO BOX 752		PROMOTE ACTIVITIES FOR CHILDREN	400
SOMERSET PA 15501							
MOUNTAIN PLAYHOUSE				PO BOX 205		PROMOTE THE ARTS	400
JENNERSTOWN PA 15547							
TOTAL							21,900