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: JOHANSEN INTERNATL COMPETITION

A Employer identification number: 25-6610077

Number and street (or P O. box number if mail is not delivered to street address): 1 WEST 4TH STREET D4000-041 | Room/suite

B Telephone number (see instructions): 336- 747-8274

City or town, state, and ZIP code: WINSTON SALEM, NC 27101

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

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 993,112.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	28,611.	28,544.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,513.			
	b Gross sales price for all assets on line 6a 175,729.				
	7 Capital gain net income (from Part IV, line 2)		11,513.		
	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	40,124.	40,057.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	8,064.	6,048.		2,016.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	1,500.	NONE	NONE	1,500.
	c Other professional fees (attach schedule) STMT 6	953.	953.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 7	1,560.	451.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 8	3.	3.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,080.	7,455.	NONE	3,516.
	25 Contributions, gifts, grants paid	46,548.			46,548.
	26 **Total expenses and disbursements** Add lines 24 and 25	58,628.	7,455.	NONE	50,064.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-18,504.			
	b **Net investment income** (if negative, enter -0-)		32,602.		
	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	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,091.	1,349.	1,349.
	2 Savings and temporary cash investments	41,261.	34,749.	34,749.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) STMT 9			
	b Investments - corporate stock (attach schedule) STMT 10	155,452.	482,102.	577,016.
	c Investments - corporate bonds (attach schedule) STMT 16	20,109.		
	11 Investments - land, buildings, and equipment basis ▶			
	Less. accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 17	665,920.	348,016.	379,998.
	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)	885,833.	866,216.	993,112.
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)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	885,833.	866,216.	
	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)	885,833.	866,216.	
	31 Total liabilities and net assets/fund balances (see instructions)	885,833.	866,216.	

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	885,833.
2 Enter amount from Part I, line 27a	2	-18,504.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	867,329.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 19	5	1,113.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	866,216.

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	PUBLICLY TRADED SECURITIES			
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	175,729.		164,216.	11,513.
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				11,513.
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** 11,513.

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**

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	51,425.	930,164.	0.055286
2010	48,363.	888,746.	0.054417
2009	39,612.	568,682.	0.069656
2008	57,581.	988,935.	0.058225
2007	750.	1,136,784.	0.000660

2	**Total** of line 1, column (d)	2	0.238244
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	0.047649
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	939,571.
5	Multiply line 4 by line 3	5	44,770.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	326.
7	Add lines 5 and 6	7	45,096.
8	Enter qualifying distributions from Part XII, line 4	8	50,064.

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	326.
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	326.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	326.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 676.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	676.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	350.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 328. **Refunded** ▶	11	22.

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		X
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?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	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?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) ▶ VA			
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 ▶ SEE STATEMENT 20 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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			
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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	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			
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? *If "Yes" to 6b, file Form 8870.*	6b		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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
WELLS FARGO BANK NA 1525 WEST WT HARRIS BLVD D1114-044, CHARLOTTE, NC 282	Trustee 4	8,064.		-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

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
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3 NONE	
Total. Add lines 1 through 3 ▶	

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	933,143.
b	Average of monthly cash balances	1b	20,736.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	953,879.
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	NONE
3	Subtract line 2 from line 1d	3	953,879.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,308.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	939,571.
6	**Minimum investment return.** Enter 5% of line 5	6	46,979.

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	46,979.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	326.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	326.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	46,653.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	46,653.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	46,653.

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	50,064.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	50,064.
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	326.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	49,738.

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				46,653.
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			NONE	
b Total for prior years: 20 10 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2012.				
a From 2007 ... NONE				
b From 2008 ... 9,732.				
c From 2009 ... 11,519.				
d From 2010 ... 4,404.				
e From 2011 ... 6,263.				
f Total of lines 3a through e	31,918.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 50,064.				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				46,653.
e Remaining amount distributed out of corpus	3,411.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	35,329.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	35,329.			
10 Analysis of line 9:				
a Excess from 2008 ... 9,732.				
b Excess from 2009 ... 11,519.				
c Excess from 2010 ... 4,404.				
d Excess from 2011 ... 6,263.				
e Excess from 2012 ... 3,411.				

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:

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FRIDAY MORNING MUSIC CLUB FDN 801 K STREET, NW WASHINGTON DC 20001	NONE	PUBLIC CHA	GENERAL	46,548.
Total . . . . ▶ 3a				46,548.
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					
4 Dividends and interest from securities			14	28,611.	
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	11,513.	
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)				40,124.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 40,124.

(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.)
	NOT APPLICABLE

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

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

S.V.P.
Wells Fargo Bank, N.A. | 04/16/2013 | Trustee

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	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		4-16-13		P01251603
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219-2777			Phone no. 412-355-6000	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	167.	167.
AETNA INC-NEW COM	34.	34.
AGILENT TECHNOLOGIES INC COM	6.	6.
AIR PRODS & CHEMICALS INC COM W/ RTS TO	30.	30.
ALTRIA GROUP INC	152.	152.
AMER CENT SMALL CAP GRWTH INST #336	65.	65.
AMERICAN EXPRESS CO COM	39.	39.
AMERIPRISE FINANCIAL INC	36.	36.
APACHE CORP COM RTS EXP 01/31/2006	9.	9.
APPLE COMPUTER INC COM	109.	109.
APPLIED MATERIALS INC COM W/RIGHTS ATTAC	28.	28.
ARTIO GLOBAL HIGH INCOME-I #1525	787.	771.
AUTOMATIC DATA PROCESSING INC COM	28.	28.
BECTON DICKINSON & CO COM	16.	16.
BLACKROCK INC	117.	117.
BOEING CO COM	62.	62.
CME GROUP INC	44.	44.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	3.	3.
CATERPILLAR INC COM W/RTS EXP 12/11/2006	69.	69.
CENTURYTEL INC COM	154.	154.
CHEVRONTEXACO CORP COM	151.	151.
COCA-COLA CO COM	169.	169.
COHEN & STEERS INSTL RLTY SHRS #1263	358.	358.
COLGATE-PALMOLIVE CO COM	31.	31.
COMCAST CORP NEW CL A SPL	54.	54.
CONOCOPHILLIPS COM	154.	154.
CORNING INC COM W/RTS EXP 07/15/2006	11.	11.
DANAHER CORP COM	6.	6.
DARDEN RESTAURANTS INC COM	43.	43.
DEERE & CO COM	30.	30.
DELL INC	8.	8.
DEVON ENERGY CORP NEW COM	22.	22.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DISNEY (WALT) COMPANY HOLDING COMPANY CO	40.	40.
DU PONT E I DE NEMOURS & CO COM	51.	51.
ECOLAB INC COM	3.	3.
EXXON MOBIL CORP COM	255.	255.
FIDELITY NATL INFORMATION SVCS INC	39.	39.
FRANKLIN RES INC COM	39.	39.
FREEPORT MCMORAN COPPER & GOLD CL B W/RT	55.	55.
GENERAL DYNAMICS CORP COM	8.	8.
GENERAL ELEC CO COM	63.	63.
GENUINE PARTS CO COM W/RIGHTS ATTACHED E	43.	43.
HSBC HLDGS PLC SPONSORED ADR NEW	82.	82.
HARBOR FD INTL FD	1,307.	1,307.
OAKMARK INTERNATIONAL FD CL I	1,322.	1,322.
HEWLETT-PACKARD CO 5.250% 3/01/12	435.	435.
INTEL CORP COM	79.	79.
INTL BUSINESS MACHINES CORP COM	49.	49.
INTERNATIONAL GAME TECHNOLOGY COM	23.	23.
INTERNATIONAL PAPER CO COM	40.	40.
ISHARES IBOXX $ INV GR CORP BD FD	3,240.	3,240.
ISHARES MIDCAP INDEX FD	1,120.	1,120.
JP MORGAN CHASE & CO COM	93.	93.
JOHNSON & JOHNSON COM	132.	132.
JPMORGAN HIGH YIELD FUND SS #3580	3,600.	3,600.
KOHLS CORP COM	51.	51.
KRAFT FOODS INC-A COM	38.	38.
LAUDER ESTEE COS INC CL A	19.	19.
MARSH & MCLENNAN COS INC COM	35.	35.
MCDONALDS CORP COM	138.	138.
MCGRAW HILL COS INC	18.	18.
MEDTRONIC INC COM W/RTS ATTACHED EXP 10/	19.	19.
MERCK & CO INC NEW	65.	65.
METLIFE INC COM	25.	25.
MICROSOFT CORP COM	107.	107.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NYSE EURONEXT INC	32.	3.
NATIONAL OILWELL INC COM	14.	14.
NESTLE S A SPONSORED ADR REPSTG REG SH	127.	127.
NEWS CORP CL A	11.	11.
NORTHEAST UTILS COM W/RTS ATTACHED EXP 2	53.	53.
NOVO-NORDIST A S ADR	43.	43.
NSTAR COM	30.	30.
OCCIDENTAL PETE CORP COM	134.	134.
ORACLE CORP COM	44.	44.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	3,068.	3,068.
PIMCO EMERG MKTS BD-INST #137	2,031.	2,031.
PEPSICO INC COM	92.	92.
PHILIP MORRIS INTERNATIONAL IN	303.	303.
PHILLIPS 66	13.	13.
PIMCO FOREIGN BOND (UNHEDGED) #1853	966.	966.
PIMCO COMMODITY REAL RET STRAT-I#45	570.	570.
PRAXAIR INC COM	90.	90.
T ROWE PRICE INST EM MKT EQ #146	439.	439.
PROCTER & GAMBLE CO COM	111.	111.
PRUDENTIAL FINANCIAL INC COM	34.	34.
QUALCOMM INC COM W/RTS ATTACHED	21.	21.
RIO TINTO PLC SPONSORED ADR	51.	51.
ROCHE HLDG LTD SPONSORED ADR	70.	70.
ROCKWELL COLLINS-WI COM	26.	26.
ROYAL DUTCH SHELL PLC SPONSORED	144.	144.
ROYCE PREMIER FUND W CLASS #566	291.	291.
SPDR DJ WILSHIRE INTERNATIONAL REAL	810.	810.
SABMILLER PLC - ADR	15.	15.
SMUCKER J M CO COM	7.	7.
STAPLES INC COM W/INVISIBLE RTS TO PUR S	53.	53.
TD AMERITRADE HLDG CORP	57.	57.
TJX COS INC NEW COM	26.	26.
TARGET CORP COM	66.	66.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TEXAS INSTRS INC COM	88.	88.
THERMO ELECTRON CORP COM W/RTS ATTACHED	17.	17.
TIME WARNER INC	43.	43.
TIME WARNER CABLE INC	20.	20.
TOTAL FINA ELF S A SPONSORED ADR	165.	165.
TRAVELERS COMPANIES, INC	29.	29.
UNITED TECHNOLOGIES CORP COM	76.	76.
UNITEDHEALTH GRP INC COM	30.	30.
VANGUARD S/T BD IND SIGNAL #1349	99.	99.
VANGUARD INFLAT PROTECT SEC FD #119	808.	808.
VENTAS INC-COM	75.	75.
VISA INC-CLASS A SHRS	20.	20.
WAL MART STORES INC COM	71.	71.
WALGREEN CO COM W/RTS ATTACHED EXP 08/21	37.	37.
WASTE MGMT INC DEL COM	21.	21.
WELLS FARGO ADV AST ALL FD-ADM #4706	1,426.	1,426.
WISCONSIN ENERGY CORP COM	73.	73.
XILINX INC COM	7.	7.
ARCOS DORADOS HOLDINGS INC-A	7.	7.
INGERSOLL-RAND PLC	22.	
FIDELITY INST MM PTFLO CL I #59	8.	8.
BLACKROCK INSTL FUNDS T-FUND #60	2.	2.
TOTAL	28,611.	28,544.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	953.	953.
TOTALS	953.	953.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	150.	150.
FEDERAL TAX PAYMENT - PRIOR YE	433.	
FEDERAL ESTIMATES - PRINCIPAL	676.	
FOREIGN TAXES ON QUALIFIED FOR	175.	175.
FOREIGN TAXES ON NONQUALIFIED	126.	126.
TOTALS	1,560.	451.

JOHANSEN INTERNATL COMPETITION 25-6610077

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NONALLOCABLE EXPENSES -	3.	3.
TOTALS	3.	3.

JOHANSEN INTERNATL COMPETITION 25-6610077

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION
36202BXG5 GOVT NATL MTG ASSN
TOTALS

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
580135101 MCDONALDS CORP	4,192.	5,557.
580645109 MCGRAW-HILL COMPANIE		
65248E104 NEWS CORP	449.	1,658.
87612E106 TARGET CORP	2,038.	2,959.
254687106 WALT DISNEY CO	1,105.	1,593.
02209S103 ALTRIA GROUP INC	1,504.	2,861.
191216100 COCA COLA CO	4,075.	6,018.
518439104 ESTEE LAUDER COMPANI	359.	1,556.
50075N104 KRAFT FOODS INC		
713448108 PEPSICO INC	3,696.	4,174.
718172109 PHILIP MORRIS INTERN	3,578.	8,029.
742718109 PROCTER & GAMBLE CO	3,062.	3,530.
871829107 SYSCO CORP		
931142103 WAL MART STORES INC	1,985.	2,525.
931422109 WALGREEN CO	1,040.	1,369.
166764100 CHEVRON CORP	3,437.	4,650.
20825C104 CONOCOPHILLIPS	1,812.	2,900.
30231G102 EXXON MOBIL CORPORAT	9,402.	10,299.
406216101 HALLIBURTON CO		
674599105 OCCIDENTAL PETE CORP	4,579.	4,290.
025816109 AMERICAN EXPRESS CO	2,473.	3,391.
354613101 FRANKLIN RESOURCES I	566.	1,131.
46625H100 JPMORGAN CHASE & CO	2,852.	3,649.
744320102 PRUDENTIAL		
002824100 ABBOTT LABS	4,409.	5,699.
075887109 BECTON DICKINSON &		
46120E602 INTUITIVE SURGICAL I	443.	1,961.
478160104 JOHNSON & JOHNSON	3,190.	3,856.
585055106 MEDTRONIC INC		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
58933Y105 MERCK & CO INC NEW	929.	1,351.
149123101 CATERPILLAR INC	1,192.	2,509.
369550108 GENERAL DYNAMICS		
369604103 GENERAL ELECTRIC CO	1,187.	1,973.
913017109 UNITED TECHNOLOGIES	2,528.	3,280.
037833100 APPLE INC	5,367.	11,708.
053015103 AUTOMATIC DATA PROCE	702.	1,025.
17275R102 CISCO SYSTEMS		
458140100 INTEL CORP	1,384.	1,876.
459200101 INTERNATIONAL BUSINE	3,137.	3,831.
595017104 MICROCHIP TECHNOLOGY		
594918104 MICROSOFT CORP	3,466.	3,419.
747525103 QUALCOMM INC	862.	1,361.
882508104 TEXAS INSTRUMENTS IN	2,160.	3,769.
009158106 AIR PRODS & CHEMS IN	993.	1,008.
35671D857 FREEPORT-MCMORAN COP	2,113.	1,607.
74005P104 PRAXAIR INC COM	3,781.	4,487.
437076102 HOME DEPOT		
655664100 NORDSTROM INC		
708160106 PENNY JC		
731572103 POLO RALPH LAUREN		
887317303 TIME WARNER INC	1,442.	2,200.
423074103 HEINZ H J		
786514208 SAFEWAY INC		
427866108 THE HERSHEY COMPANY		
20825C104 CONOCOPHILLIPS		
42809H107 HESS CORP		
74733V100 QUESTAR MKT		
060505104 BANK OF AMERICA		

JOHANSEN INTERNATL COMPETITION 25-6610077

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
27579R104 EAST WEST BANCORP		
46625H100 JPMORGAN CHASE & CO		
55261F104 M & T BANK CORP		
665859104 NORTHERN TRUST CORP		
808513105 SCHWAB CHARLES CORP		
989701107 ZIONS BANCORP		
002824100 ABBOTT LABS		
071813109 BAXTER INTL		
532457108 ELI LILLY & CO		
441060100 HOSPIRA INC		
097023105 BOEING CO	2,679.	2,638.
244199105 DEERE & CO	1,455.	1,728.
666807102 NORTHROP GRUMMAN		
784635104 SPX CORP		
037833100 APPLE INC		
268648102 EMC CORP		
278642103 EBAY INC		
459200101 INTERNATIONAL BUS		
461202103 INTUIT COM		
608554200 MOLEX INC		
68389X105 ORACLE CORPORATION	1,992.	3,865.
882508104 TEXAS INSTRUMENTS		
260543103 DOW CHEMICAL		
65339F101 NEXTERA ENERGY		
748356102 QUESTAR CORP		
025083320 AMER CENT SMALL CAP	18,544.	25,080.
19247U106 COHEN & STEERS INSTL	24,000.	25,836.
411511306 HARBOR INTERNATION F	45,236.	57,738.
413838202 OAKMARK INTERNATIONA	59,563.	60,635.

JOHANSEN INTERNATL COMPETITION 25-6610077

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
464287499 ISHARES TR RUSSELL M	39,367.	61,753.
722005667 PIMCO COMMODITY REAL	29,000.	21,499.
74144Q203 T ROWE PRICE INST EM	58,967.	59,034.
780905451 ROYCE PREMIER FUND W	15,099.	21,345.
94985D418 WELLS FARGO ADV AST		
393122106 GREENT MTN COFFEE		
713448108 PEPSICO INC		
037411105 APACHE CORP	1,491.	1,021.
09247X101 BLACKROCK INC	3,597.	4,341.
46625H100 JPMORGAN CHASE & CO		
20030N200 COMCAST CORP-SPECIAL	1,322.	2,119.
237194105 DARDEN RESTAURANTS		
372460105 GENUINE PARTS CO	969.	1,144.
459902102 INTERNATIONAL GAME T	1,302.	1,063.
500255104 KOHLS CORP	2,194.	1,848.
855030102 STAPLES INC	2,042.	1,129.
887317303 TIME WARNER INC		
872540109 TJX COS INC NEW	1,239.	2,123.
194162103 COLGATE PALMOLIVE CO	1,039.	1,359.
13342B105 CAMERON INTL CORP	1,695.	1,637.
25179M103 DEVON ENERGY CORPORA	2,477.	1,561.
30231G102 EXXON MOBIL CORP		
637071101 NATIONAL OILWELL INC	2,297.	2,119.
674599105 OCCIDENTAL PETE CORP		
025816109 AMERICAN EXPRESS CO		
03076C106 AMERIPRISE FINL INC	1,296.	1,315.
09247X101 BLACKROCK INC		
125581801 CIT GROUP INC.	1,824.	1,700.
354613101 FRANKLIN RESOURCES		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
571748102 MARSH & MCLENNAN COS	1,522.	1,620.
59156R108 METLIFE INC		
629491101 NYSE EURONEXT INC		
87236Y108 TD AMERITRADE HLDG C	1,448.	1,177.
89417E109 TRAVELERS COMPANIES,	943.	1,149.
00817Y108 AETNA INC-NEW	1,850.	2,269.
23918K108 DAVITA HEALTHCARE PA	1,802.	2,542.
50540R409 LABORATORY CRP OF AM	1,576.	1,559.
883556102 THERMO FISHER SCIENT	1,363.	1,531.
91324P102 UNITEDHEALTH GROUP I	1,621.	2,061.
235851102 DANAHER CORP	2,311.	2,516.
774341101 ROCKWELL COLLINS	1,531.	1,338.
94106L109 WASTE MANAGEMENT		
038222105 APPLIED MATERIALS IN	1,679.	1,373.
219350105 CORNING INC		
24702R101 DELL INC		
285512109 ELECTRONIC ARTS INC	1,088.	857.
92826C839 VISA INC-CLASS A SHR	1,281.	2,577.
984332106 YAHOO INC		
31620M106 FIDELITY NATL INFORM	1,549.	1,706.
263534109 DU PONT E I DE NEMOU	1,894.	1,619.
460146103 INTERNATIONAL PAPER	1,042.	1,434.
74005P104 PRAXAIR INC		
156700106 CENTURYLINK, INC	2,104.	2,073.
67019E107 NSTAR		
976657106 WISCONSIN ENERGY COR	1,574.	1,990.
00846U101 AGILENT TECHNOLOGIES	2,130.	2,293.
12572Q105 CME GROUP INC	1,630.	1,571.
14040H105 CAPITAL ONE FINANCIA	1,358.	1,448.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
192446102 COGNIZANT TECH SOLUT	1,399.	1,625.
25243Q205 DIAGEO PLC - ADR	1,380.	1,399.
278865100 ECOLAB INC	451.	503.
404280406 HSBC - ADR	1,168.	1,857.
50076Q106 KRAFT FOODS GROUP IN	374.	500.
609207105 MONDELEZ INTERNATION	691.	840.
641069406 NESTLE S.A. REGISTER	2,109.	3,910.
664397106 NORTHEAST UTILS	1,578.	1,837.
670100205 NOVO NORDISK A/S - A	1,158.	2,775.
718546104 PHILLIPS 66	539.	1,328.
767204100 RIO TINTO PLC - ADR	1,957.	1,801.
771195104 ROCHE HOLDINGS LTD -	1,659.	1,919.
780259206 ROYAL DUTCH SHELL PL	2,305.	2,896.
78463X863 SPDR DJ WILSHIRE INT	10,062.	12,074.
78572M105 SABMILLER PLC - ADR	659.	749.
832696405 JM SMUCKER CO	1,072.	1,121.
88732J207 TIME WARNER CABLE IN	574.	875.
89151E109 TOTAL S.A. - ADR	2,914.	2,913.
92276F100 VENTAS INC COM	1,714.	2,006.
983919101 XILINX INC	527.	574.
G0457F107 ARCOS DORADOS HOLDIN	634.	347.
G47791101 INGERSOLL-RAND PLC	1,707.	1,775.
TOTALS	482,102.	577,016.

JOHANSEN INTERNATL COMPETITION 25-6610077

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION
4812C0803 JPMORGAN HIGH YIELD
922031869 VANGUARD INFLATION
921937850 VANGUARD SHORT-TERM
693391559 PIMCO EMERGING MKT
693390882 PIMCO FOREIGN BD
17275RAB8 CISCO SYSTEMS
38141GEF7 GOLDMAN SACHS GRP
428236AL7 HEWLET-PACKARD
40429CCX8 HSBC FINANCE
464287242 ISHARES IBOXX $ INV
722005220 PIMCO FOREIGN BOND (
TOTALS

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
025083320 AMERICAN CENTURY SMA	C		
464287499 ISHARES TR RUSSELL	C		
780905451 ROYCE PREMIER	C		
74144Q203 T ROWE PRICE INST	C		
04315J837 ARTIO INTERNATIONAL	C		
411511306 HARBOR INTERNATIONAL	C		
344419106 FOMENTO ECONOMIC	C		
404280406 HSBC	C		
641069406 NESTLE SA	C		
89151E109 TOTAL SA	C		
670100205 NOVO NORDISK	C		
767204100 RIO TINTO PLC	C		
771195104 ROCHE HOLDINGS LTD	C		
780259206 ROYAL DUTCH SHELL	C		
806857108 SCHLUMBERGER LTD	C		
05964H105 BANCO SANTANDER	C		
05964H105 BANCO SANTANDER	C		
25243Q205 DIAGEO PLC	C		
606822104 MITSUBISHI UFJ	C		
904784709 UNILEVER NV	C		
92857W209 VODAFONE GROUP	C		
H27013103 WEATHERFORD	C		
464287242 ISHARES IBOXX $ INV	C	75,131.	84,693.
4812C0803 JPMORGAN HIGH YIELD	C	46,622.	55,926.
922031869 VANGUARD INFLAT PROT	C	28,827.	32,093.
921937850 VANGAURD SHORT TERM	C		
693391559 PIMCO EMERG MKTS BD-	C	35,958.	42,576.
722005220 PIMCO FOREIGN BOND (	C	28,478.	27,014.
413838202 OAKMARK FUND	C		

JOHANSEN INTERNATL COMPETITION 25-6610077

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
94985D418 WELLS FARGO ADV AST	C	48,000.	50,630.
19247U106 COHEN & STEERS INSTI	C		
722005667 PIMCO COMMODITY RTN	C		
G0457F107 ARCOS DORADOS HOLDIN	C		
404280406 HSBC-ADR	C		
641069406 NESTLE SA REGISTERED	C		
670100205 NOVO NORDISK A/S ADR	C		
767204100 RIO TINTO PLC-ADR	C		
771195104 ROCHE HOLDINGS LTD-	C		
780259206 ROYAL DUTCH SHELL	C		
89151E109 TOTAL SA-ADR	C		
G47791101 INGERSOLL RAND	C		
92276F100 VENTAS INC	C		
04315J860 ARTIO GLOBAL HIGH IN	C	10,000.	10,430.
693390700 PIMCO TOTAL RET FD-I	C	75,000.	76,636.
TOTALS		348,016.	379,998.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TIMING DIFFERENCE	1,063.
2011 RETURN OF CAPITAL	37.
ROUNDING	13.
TOTAL	1,113.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: WELLS FARGO BANK NA

ADDRESS: ONE WEST 4TH STREETD4000-062
WINSTON-SALEM, NC 27101-4000

TELEPHONE NUMBER: (336)747-8274