Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
WILLIAM AND DEBORAH DAVIS FAMILY FOUNDATION, INC.

A Employer identification number
26-1595211

Number and street (or P O box number if mail is not delivered to street address) Room/suite
4 ARONWOLD LANE

B Telephone number
610-687-1600

City or town, state, and ZIP code
NEWTOWN SQUARE, PA 19073

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 11,154,540.

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

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

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

		(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	17,767.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	225,051.	225,051.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	202,236.			STATEMENT 2
	b Gross sales price for all assets on line 6a 2,889,909.				
	7 Capital gain net income (from Part IV, line 2)		167,406.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	8,862.	8,862.		STATEMENT 3
	12 **Total** Add lines 1 through 11	453,916.	401,319.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	5,000.	5,000.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	3,456.	3,456.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	37,523.	37,523.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	45,979.	45,979.		0.
	25 Contributions, gifts, grants paid	557,361.			557,361.
	26 **Total expenses and disbursements** Add lines 24 and 25	603,340.	45,979.		557,361.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<149,424.>			
	b **Net investment income** (if negative, enter -0-)		355,340.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,329,555.	819,850.	819,850.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,272.		
	10a Investments - U S. and state government obligations			
	b Investments - corporate stock STMT 9	3,532,203.	2,878,940.	3,079,283.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	6,170,477.	7,156,139.	7,255,407.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	11,033,507.	10,854,929.	11,154,540.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	3,500.	0.	
	23 **Total liabilities** (add lines 17 through 22)	3,500.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,030,007.	10,854,929.	
	30 **Total net assets or fund balances**	11,030,007.	10,854,929.	
	31 **Total liabilities and net assets/fund balances**	11,033,507.	10,854,929.	

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	11,030,007.
2 Enter amount from Part I, line 27a	2	<149,424.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	2,614.
4 Add lines 1, 2, and 3	4	10,883,197.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	28,268.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,854,929.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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	966,886.		943,639.	23,247.
b	898,701.		801,297.	97,404.
c	619,000.		609,094.	9,906.
d	36,557.		36,944.	<387.>
e	332,286.		295,050.	37,236.

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				23,247.
b				97,404.
c				9,906.
d				<387.>
e				37,236.

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	167,406.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	578,588.	11,387,988.	.050807
2010	519,283.	10,181,579.	.051002
2009	389,250.	10,297,357.	.037801
2008	424,550.	11,130,666.	.038142
2007			

2 Total of line 1, column (d)	2	.177752
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	.044438
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,825,382.
5 Multiply line 4 by line 3	5	481,058.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,553.
7 Add lines 5 and 6	7	484,611.
8 Enter qualifying distributions from Part XII, line 4	8	557,361.

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	3,553.
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	3,553.
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	3,553.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 12,632.		
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	12,632.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	35.
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	9,044.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 9,044. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 12	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 ▶ THE ORGANIZATION Telephone no. ▶ 610-687-1600
Located at ▶ 4 ARONWOLD LANE, NEWTOWN SQUARE, PA ZIP+4 ▶ 19073

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (No)

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM DAVIS 4 ARONWOLD LANE NEWTOWN SQUARE, PA 19073	PRESIDENT AND TREASURER 2.00	0.	0.	0.
DEBORAH DAVIS 4 ARONWOLD LANE NEWTOWN SQUARE, PA 19073	SECRETARY 2.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	9,869,059.
b	Average of monthly cash balances	1b	1,121,177.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,990,236.
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	10,990,236.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	164,854.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,825,382.
6	**Minimum investment return** Enter 5% of line 5	6	541,269.

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	541,269.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 3,553.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,553.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	537,716.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	537,716.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	537,716.

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	557,361.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	557,361.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,553.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	553,808.

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				537,716.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			372,220.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ $ 557,361.				
a Applied to 2011, but not more than line 2a			372,220.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				185,141.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				352,575.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

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

NONE

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

Check here ▶ [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				
ACADEMY OF NOTRE DAME 560 SPROUL ROAD VILLANOVA, PA 19085	NONE	PUBLIC	PHILANTHROPY	15,000.
AMERICAN JUNIOR GOLFERS ASSOCIATION 1980 SPORTS CLUB DRIVE BRASELTON, GA 30517	NONE	PUBLIC	PHILANTHROPY	30,000.
AMIGOS DE JESUS 118 WOODLAND AVE MALVERN, PA 19355	NONE	PUBLIC	PHILANTHROPY	10,000.
AUGUSTINIAN FRIARS 800 E. LANCASTER AVENUE VILLANOVA, PA 19085	NONE	PUBLIC	PHILANTHROPY	10,000.
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA, GA 30303	NONE	PUBLIC	PHILANTHROPY	6,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	557,361.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	225,051.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	8,862.	
8 Gain or (loss) from sales of assets other than inventory			18	202,236.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		436,149.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 436,149.

(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)

223821 12-05-12

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

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

Signature of officer or trustee: [signature] Date: 11-14-13 Title: DIRECTOR

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL J. STEPHANO	[signature]			P00446686

Firm's name ▶ STEPHANO SLACK, LLC — Firm's EIN ▶ 16-1710665

Firm's address ▶ 125 STRAFFORD AVE, STE 200 WAYNE, PA 19087 — Phone no. 610-687-1600

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization
WILLIAM AND DEBORAH DAVIS FAMILY FOUNDATION, INC.

Employer identification number
26-1595211

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
WILLIAM AND DEBORAH DAVIS FAMILY FOUNDATION, INC.	26-1595211

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM DAVIS 4 ARONWOLD LANE NEWTOWN SQ, PA 19073	$ 17,767.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
WILLIAM AND DEBORAH DAVIS FAMILY FOUNDATION, INC.	26-1595211

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: WILLIAM AND DEBORAH DAVIS FAMILY FOUNDATION, INC.

Employer identification number: 26-1595211

Part III *Exclusively* religious, charitable, etc , individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ABRAMSON FAMILY CANCER 421 CURIE BOULEVARD, 409 BRB II/III PHILADELPHIA, PA 19104	NONE	PUBLIC	PHILANTHROPY	5,000.
AVALON FIRE DEPT 3100 DUNE DR AVALON, NJ 08202	NONE	PUBLIC	PHILANTHROPY	1,000.
AVALON RESCUE SQUAD PO BOX 223 AVALON, NJ 08202	NONE	PUBLIC	PHILANTHROPY	1,000.
AUTISM SPEAKS 1 EAST 33RD STREET, 4TH FLOOR NEW YORK, NY 10016	NONE	PUBLIC	PHILANTHROPY	1,000.
BOSTON COLLEGE 270 HAMMOND ST CHESTNUT HILL, MA 02467	NONE	PUBLIC	PHILANTHROPY	110,100.
BRYN MAWR HOSPITAL FOUNDATION 130 SOUTH BRYN MAWR AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC	PHILANTHROPY	50,000.
CAL RIPKEN SR. FOUNDATION 1427 CLARKVIEW ROAD SUITE 100 BALTIMORE, MD 21209	NONE	PUBLIC	PHILANTHROPY	1,500.
CARDINAL O'HARA HIGH SCHOOL 1701 S SPROUL ROAD SPRINGFIELD, PA 19064	NONE	PUBLIC	PHILANTHROPY	1,000.
CHILDREN SCHOLARSHIP FUND PO BOX 855 CLARION, PA 16214	NONE	PUBLIC	PHILANTHROPY	10,000.
CHOP FOUNDATION 34TH STREET AND CIVIC CENTER BLVD PHILADELPHIA, PA 19104	NONE	PUBLIC	PHILANTHROPY	10,000.
Total from continuation sheets				486,361.

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05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FIRST TEE OF ROANOKE VALLEY 3707 DENSMORE RD ROANOKE, VA 24017	NONE	PUBLIC	PHILANTHROPY	1,000.
FIRST TEE OF GREATER PHILA AREA 1952 EAST ALLEGHENY AVE PHILADELPHIA, PA 19134	NONE	PUBLIC	PHILANTROPY	1,000.
IHM MISSION ADVANCEMENT 1140 KING ROAD IMMACULATA, PA 19345	NONE	PUBLIC	PHILANTHROPY	10,200.
J WOOD PLATT CADDIE SCHOLARSHIP TRUST 1974 SPROUL ROAD SUITE 400 BROOMALL, PA 19008	NONE	PUBLIC	PHILANTHROPY	2,000.
KELLY ROONEY FOUNDATION PO BOX 158 WAYNE, PA 19087	NONE	PUBLIC	PHILANTHROPY	5,000.
LEGIONARIES OF CHRIST 590 COLUMBUS AVE THORNWOOD, NY 10594	NONE	PUBLIC	PHILANTHROPY	5,000.
LOCAL 59 AVALON POLICE 704 NEW JERSEY AVE WILDWOOD, NJ 08260	NONE	PUBLIC	PHILANTHROPY	5,000.
MALVERN PREPARATORY SCHOOL 418 S. WARREN AVENUE MALVERN, PA 19355	NONE	PUBLIC	PHILANTHROPY	29,155.
NEWTOWN EDGMONT LITTLE LEAGUE 323 BISHOP HOLLOW ROAD NEWTOWN SQUARE, PA 19073	NONE	PUBLIC	PHILANTHROPY	1,000.
NEWTOWN SQUARE FIRE COMPANY 8 N NEWTOWN STREET RD NEWTOWN SQUARE, PA 19073	NONE	PUBLIC	PHILANTHROPY	5,000.
Total from continuation sheets				

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05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEWTOWN TOWNSHIP K9 UNIT 209 BISHOP HOLLOW RD NEWTOWN SQUARE, PA 19073	NONE	PUBLIC	PHILANTHROPY	20,000.
ST. ALOYSIUS ACADEMY 401 S. BRYN MAWR AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC	PHILANTHROPY	32,850.
ST. ANASTASIA PARISH 3301 WEST CHESTER PIKE NEWTOWN SQUARE, PA 19073	NONE	PUBLIC	PHILANTHROPY	10,000.
SUMMER STATION FOUNDATION PINE VALLEY GOLF CLUB EAST ATLANTIC AVENUE CLEMENTON, NJ 08021	NONE	PUBLIC	PHILANTHROPY	3,960.
TEAM PHILLY FOUNDATION INNER CITY YOUTH 3350 GAINSBORO ROAD MARLTON, NJ 08053	NONE	PUBLIC	PHILANTHROPY	15,000.
THE RANDY FOYE FOUNDATION 97 EAST RIVER ROAD RUMSON, NJ 07760	NONE	PUBLIC	PHILANTHROPY	5,000.
THE V FOUNDATION FOR CANCER RESEARCH 106 TOWERVIEW COURT CARY, NC 27513	NONE	PUBLIC	PHILANTHROPY	8,000.
TREAT EM LIKE A KING 5432 AUBURN BLVD #136 SACRAMENTO, CA 95841	NONE	PUBLIC	PHILANTHROPY	5,000.
TTO INC 8685 SEASONS WAY LANDHAM , MD 20706	NONE	PUBLIC	PHILANTHROPY	10,000.
TOMORROWS STARS FOUNDATION 335 17TH AVE PATERSON, NJ 07504	NONE	PUBLIC	PHILANTHROPY	5,000.
Total from continuation sheets				

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05-01-12

Part XV **Supplementary Information**

3 **Grants and Contributions Paid During the Year (Continuation)**

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
UNIVERSITY OF PENN 3451 WALNUT STREET 433 FRANKLIN BUILDING PHILADELPHIA, PA 19104	NONE	PUBLIC	PHILANTHROPY	50,000.
VILLANOVA UNIVERSITY 800 E. LANCASTER AVENUE VILLANOVA, PA 19085	NONE	PUBLIC	PHILANTHROPY	56,596.
NEWTOWN TOWNSHIP POLICE DEPT 209 BISHOP HOLLOW RD NEWTOWN SQUARE, PA 19073	NONE	PUBLIC	PHILANTHROPY	10,000.
Total from continuation sheets				

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05-01-12

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	127,827.	0.	127,827.
VANGUARD	73,147.	0.	73,147.
WELLS FARGO SECURITIES	24,077.	0.	24,077.
TOTAL TO FM 990-PF, PART I, LN 4	225,051.	0.	225,051.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 2

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CHARLES SCHWAB - SEE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
966,886.	943,639.	0.	0.	23,247.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CHARLES SCHWAB - SEE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
898,701.	801,297.	0.	0.	97,404.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD - SEE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
619,000.	609,094.	0.	0.	9,906.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLS FARGO - SEE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,557.	36,944.	0.	0.	<387.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLS FARGO - SEE ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
332,286.	295,050.	0.	0.	37,236.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION-VANGUARD	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,338.	0.	0.	0.	7,338.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION-CHARLES SCHWAB	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28,947.	0.	0.	0.	28,947.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION - WELLS FARGO	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
194.	0.	0.	0.	194.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION - K-1S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	1,649.	0.	0.	<1,649.>

NET GAIN OR LOSS FROM SALE OF ASSETS	202,236.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	202,236.

FORM 990-PF — OTHER INCOME — STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME	8,862.	8,862.	
TOTAL TO FORM 990-PF, PART I, LINE 11	8,862.	8,862.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,000.	5,000.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	5,000.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID - WELLS FARGO	128.	128.		0.
FOREIGN TAXES PAID - CHARLES SCHWAB	1,663.	1,663.		0.
FOREIGN TAXES PAID - VANGUARD	1,665.	1,665.		0.
TO FORM 990-PF, PG 1, LN 18	3,456.	3,456.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	1,105.	1,105.		0.
INVESTMENT FEES	36,418.	36,418.		0.
TO FORM 990-PF, PG 1, LN 23	37,523.	37,523.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
NONDIVIDEND DISTRIBUTIONS - CHARLES SCHWAB	2,614.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,614.

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

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE FEDERAL TAX EXPENSE	22,019.
NON-DEDUCTIBLE PORTION OF CHARITABLE CONTRIBUTIONS	6,249.
TOTAL TO FORM 990-PF, PART III, LINE 5	28,268.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - EQUITIES	2,878,940.	3,079,283.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,878,940.	3,079,283.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - OTHER	COST	6,101,955.	6,312,831.
INVESTMENT IN STANDARD PACIFIC CAPITAL OFFSHORE FUND	COST	500,000.	441,118.
INVESTMENT IN MUNDANE INTERNATIONAL LTD	COST	124,184.	100,054.
INVESTMENT IN AMICI FUND INTERNATIONAL LTD	COST	430,000.	401,404.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,156,139.	7,255,407.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO/FROM WILLIAM DAVIS	3,500.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	3,500.	0.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 12
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
WILLIAM DAVIS	4 ARONWOLD LANE NEWTOWN SQUARE, PA 19073

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions WILLIAM AND DEBORAH DAVIS FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 26-1595211
	Number, street, and room or suite no If a P O box, see instructions 4 ARONWOLD LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEWTOWN SQUARE, PA 19073	

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

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

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

- The books are in the care of ▶ THE ORGANIZATION 4 ARONWOLD LANE - NEWTOWN SQUARE, PA 19073

  Telephone No ▶ 610-687-1600 FAX No ▶

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

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

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

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

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION FROM THIRD PARTIES TO COMPLETE AN ACCURATE RETURN

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

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ CPA Date ▶

223842
01-21-13

13221107 134814 DAVISFOUND 2012.04040 WILLIAM AND DEBORAH DAVIS F DAVISF01

2012 SUMMARY AMENDMENT

Account Number: 5178-0441
WILLIAM AND DEBORAH DAVIS
FAMILY FOUNDATION
EFFECTIVE DATE 12/31/2007

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ARES CAPITAL CORP							
CUSIP 04010L103	1,190.00000	16.5366	03/30/11	04/20/12	19,038.33	19,768.55	-730.22
	798.00000	16.8899	03/31/11	04/20/12	12,766.88	13,519.14	-752.26
	519.00000	17 2500	04/06/11	04/20/12	8,303.27	8,993.75	-690.48
Subtotal	2,507.00000				40,108.48	42,281.44	-2,172.96
SOLAR SENIOR CAPITAL LTD							
CUSIP 83416M105	586.00000	18.7600	04/01/11	11/29/12	10,635.66	11,022 95	-387.29
	127.00000	18 7500	04/01/11	11/29/12	2,304.99	2,392.66	-87.67
	229.00000	18.8800	04/04/11	11/29/12	4,156.26	4,364.52	-208.26
	134.00000	18.8500	04/05/11	11/29/12	2,432.05	2,539.81	-107 76
	261.00000	18.8500	04/05/11	11/29/12	4,737.30	4,946.94	-209.64
	539.00000	18.8500	04/08/11	11/29/12	9,783.17	10,188.16	-404.99
	250.00000	18.8500	04/08/11	11/29/12	4,539.36	4,725.49	-186.13
	450.00000	18.1500	07/14/11	11/29/12	8,170.85	8,192.10	-21.25
	200 00000	18.1500	07/14/11	11/29/12	3,631.92	3,640 94	-9.02
	100.00000	18.1500	07/14/11	11/29/12	1,816.96	1,820.46	-3 50
Subtotal	2,876.00000				52,208.52	53,834.03	-1,625.51
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					$92,317.00	$96,115.47	-$3,798.47

2012 SUMMARY AMENDMENT

WELLS FARGO ADVISORS

Account Number: 5178-0441
WILLIAM AND DEBORAH DAVIS
FAMILY FOUNDATION
EFFECTIVE DATE 12/31/2007

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
JPMORGAN CHASE & CO ETN ALERIAN MLP INDEX ETN BASED ON WAP CUSIP 46625H365	3,855.00000	32 8885	09/16/10	10/01/12	156,660.42	127,016.47	29,643.95
	400.00000	32.8799	09/16/10	10/01/12	16,255.29	13,180.96	3,074.33
	1,075.00000	35.8000	12/06/10	10/01/12	43,686.11	38,554.50	5,131.61
	275.00000	35.0300	12/20/10	10/01/12	11,175.52	9,650.47	1,525.05
	200 00000	35.0275	12/20/10	10/01/12	8,127.65	7,023.02	1,104.63
	100.00000	35.0290	12/20/10	10/01/12	4,063.83	3,509.16	554.67
Subtotal	**5,905.00000**				**239,968.82**	**198,934.58**	**41,034.24**
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					$239,968.82	$198,934.58	$41,034.24

YT111056 015164 056180701111 YNNNN NNNNN NNNNNN 000007

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. Date Prepared: February 22, 2013

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

REALIZED GAIN OR (LOSS)

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

Short-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
BLACKROCK EQTY DIVIDEN	09251M504	79.54	04/18/12	09/26/12	$ 1,598.69	$ 1,540.72	$ 0.00	$ 57.97
BLACKROCK EQTY DIVIDEN	09251M504	81.05	07/19/12	09/26/12	$ 1,629.01	$ 1,578.88	$ 0.00	$ 50.13
Security Subtotal					$ 3,227.70	$ 3,119.60	$ 0.00	$ 108.10
HIGHLAND LONG SHORT EQ	430070201	6,702.41	02/07/12	06/19/12	$ 75,335.12	$ 75,000.00	$ 0.00	$ 335.12
HIGHLAND LONG SHORT EQ	430070201	2,194.38	02/08/12	06/19/12	$ 24,864.88	$ 24,533.21	$ 0.00	$ 131.67
HIGHLAND LONG SHORT EQ	430070201	2,192.98	02/08/12	07/05/12	$ 25,000.00	$ 24,517.54	$ 0.00	$ 482.46
HIGHLAND LONG SHORT EQ	430070201	84.90	02/08/12	08/06/12	$ 952.65	$ 949.25	$ 0.00	$ 3.40
HIGHLAND LONG SHORT EQ	430070201	1,774.62	02/14/12	08/06/12	$ 19,911.27	$ 20,000.00	$ 0.00	$ (88.73)
HIGHLAND LONG SHORT EQ	430070201	1,705.53	02/23/12	08/06/12	$ 19,136.08	$ 19,255 47	$ 0.00	$ (119.39)
HIGHLAND LONG SHORT EQ	430070201	1,837.42	02/23/12	08/07/12	$ 20,744.53	$ 20,744.53	$ 0.00	$ 0.00
HIGHLAND LONG SHORT EQ	430070201	1,262.66	03/02/12	08/07/12	$ 14,255.47	$ 14,280.73	$ 0.00	$ (25.26)
HIGHLAND LONG SHORT EQ	430070201	1,765.22	03/02/12	08/09/12	$ 20,000.00	$ 19,964.69	$ 0.00	$ 35.31
HIGHLAND LONG SHORT EQ	430070201	66.71	03/02/12	08/14/12	$ 759.25	$ 754.58	$ 0.00	$ 4.67
HIGHLAND LONG SHORT EQ	430070201	812.01	03/16/12	08/14/12	$ 9,240.75	$ 9,297.59	$ 0.00	$ (56.84)
HIGHLAND LONG SHORT EQ	430070201	2,681.43	03/16/12	08/17/12	$ 30,836.48	$ 30,702.41	$ 0.00	$ 134.07
Security Subtotal					$ 260,836.48	$ 260,000.00	$ 0.00	$ 836.48

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

Date Prepared: February 22, 2013

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
RIDGEWORTH HIGH INCOME	76628T405	4,978.66	01/13/12	09/27/12	$ 35,000.00	$ 33,207.68	$ 0.00	$ 1,792.32
RIDGEWORTH HIGH INCOME	76628T405	12,262.71	01/13/12	11/07/12	$ 86,820.03	$ 81,792.32	$ 0.00	$ 5,027.71
RIDGEWORTH HIGH INCOME	76628T405	43.11	01/31/12	11/07/12	$ 305.25	$ 291.89	$ 0.00	$ 13.36
RIDGEWORTH HIGH INCOME	76628T405	2,205.88	02/02/12	11/07/12	$ 15,617.64	$ 15,000.00	$ 0.00	$ 617.64
RIDGEWORTH HIGH INCOME	76628T405	2,923.97	02/03/12	11/07/12	$ 20,701.76	$ 20,000.00	$ 0.00	$ 701.76
RIDGEWORTH HIGH INCOME	76628T405	129.87	02/29/12	11/07/12	$ 919.54	$ 902.65	$ 0.00	$ 16.89
RIDGEWORTH HIGH INCOME	76628T405	125.39	03/30/12	11/07/12	$ 887.76	$ 863.94	$ 0.00	$ 23.82
RIDGEWORTH HIGH INCOME	76628T405	1,169.59	04/10/12	11/07/12	$ 8,280.70	$ 8,000.00	$ 0.00	$ 280.70
RIDGEWORTH HIGH INCOME	76628T405	135.52	04/30/12	11/07/12	$ 959.52	$ 935.13	$ 0.00	$ 24.39
RIDGEWORTH HIGH INCOME	76628T405	139.37	05/31/12	11/07/12	$ 986.80	$ 940 80	$ 0.00	$ 46.00
RIDGEWORTH HIGH INCOME	76628T405	135.94	06/29/12	11/07/12	$ 962.47	$ 929.84	$ 0.00	$ 32.63
RIDGEWORTH HIGH INCOME	76628T405	135.66	07/31/12	11/07/12	$ 960.54	$ 938.83	$ 0.00	$ 21.71
RIDGEWORTH HIGH INCOME	76628T405	139.16	08/31/12	11/07/12	$ 985.31	$ 968.61	$ 0.00	$ 16.70
RIDGEWORTH HIGH INCOME	76628T405	0.07	09/28/12	11/07/12	$ 0.50	$ 0.50	$ 0.00	$ 0.00
RIDGEWORTH HIGH INCOME	76628T405	96.82	10/31/12	11/07/12	$ 685.52	$ 683.58	$ 0.00	$ 1.94
Security Subtotal					$ 174,073.34	$ 165,455.77	$ 0.00	$ 8,617.57
SOLAR SENIOR CAPITAL	83416M105	588.00	08/29/12	11/26/12	$ 10,621.10	$ 10,234.84	$ 0.00	$ 386.26
SOLAR SENIOR CAPITAL	83416M105	40.00	08/29/12	11/27/12	$ 719.60	$ 696.25	$ 0.00	$ 23.35
SOLAR SENIOR CAPITAL	83416M105	305.00	08/29/12	11/27/12	$ 5,486.93	$ 5,308.89	$ 0.00	$ 178.04

WELLS FARGO ADVISORS

Account Number: 5178-0441
WILLIAM AND DEBORAH DAVIS
FAMILY FOUNDATION
EFFECTIVE DATE 12/31/2007

Realized Gain/Loss

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a Tax Advisor as to any additional reporting requirements or adjustments. THIS INFORMATION IS NOT VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

REALIZED GAIN/LOSS SUMMARY	COVERED SECURITIES	NONCOVERED SECURITIES	TOTAL
Short term	-$386.80	$0.00	-$386.80
Long term	-$3,798.47	$41,034.24	$37,235.77
Unknown term	Not applicable	$0.00	$0.00
Index options	Not applicable	$0.00	$0.00
Total - Realized Gain/Loss	-$4,185.27	$41,034.24	$36,848.97

Realized Gain/Loss Detail

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ARES CAPITAL CORP CUSIP 04010L103	1,085.00000	16.5000	05/24/11	04/20/12	17,358.48	17,972.60	-614.12
	1,200.00000	15.7300	07/14/11	04/20/12	19,198.32	18,971.00	227.32
Subtotal	2,285.00000				36,556.80	36,943.60	-386.80
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					$36,556.80	$36,943.60	-$386.80

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

Date Prepared: February 22, 2013

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
SOLAR SENIOR CAPITAL	83416M105	512.00	08/29/12	11/27/12	$	9,210.86	$	8,911.97	$	0.00	$	298.89
Security Subtotal					$	**26,038.49**	$	**25,151.95**	$	**0.00**	$	**886.54**
Total Short-Term *(Cost basis is reported to the IRS)*					$	**464,176.01**	$	**453,727.32**	$	**0.00**	$	**10,448.69**

Short-Term Realized Gain or (Loss)

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

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
AQR DIVERSIFIED	ARBIT 00203H602	1,792.45	10/18/11	09/12/12	$	19,876.64	$	20,000.00	$	0.00	$	(123.36)
AQR DIVERSIFIED	ARBIT 00203H602	2,681.29	10/20/11	09/12/12	$	29,733.00	$	30,000.00	$	0.00	$	(267.00)
AQR DIVERSIFIED	ARBIT 00203H602	3,120.54	11/03/11	09/12/12	$	34,603.82	$	35,000.00	$	0.00	$	(396.18)
AQR DIVERSIFIED	ARBIT 00203H602	3,554.27	11/14/11	09/12/12	$	39,413.53	$	40,000.00	$	0.00	$	(586.47)
AQR DIVERSIFIED	ARBIT 00203H602	172.93	12/16/11	09/12/12	$	1,917.69	$	1,883.27	$	0.00	$	34.42
AQR DIVERSIFIED	ARBIT 00203H602	519.09	12/16/11	09/12/12	$	5,756.23	$	5,652.90	$	0.00	$	103.33
Security Subtotal					$	**131,300.91**	$	**132,536.17**	$	**0.00**	$	**(1,235.26)**
BLACKROCK EQTY DIVIDEN	09251M504	1,155.85	10/10/11	09/26/12	$	23,231.17	$	20,000.00	$	0.00	$	3,231.17
BLACKROCK EQTY DIVIDEN	09251M504	54.77	10/20/11	09/26/12	$	1,100.91	$	955.28	$	0.00	$	145.63
BLACKROCK EQTY DIVIDEN	09251M504	4,285.30	11/17/11	09/26/12	$	86,129.08	$	75,000.00	$	0.00	$	11,129.08

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Date Prepared: February 22, 2013

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Short-Term Realized Gain or (Loss) (continued)

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

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
BLACKROCK EQTY DIVIDEN	09251M504	6.34	12/08/11	09/26/12	$ 127.43	$ 112.16	$ 0.00	$ 15.27
BLACKROCK EQTY DIVIDEN	09251M504	98.70	12/08/11	09/26/12	$ 1,983.82	$ 1,746.07	$ 0.00	$ 237.75
Security Subtotal					$ 112,572.41	$ 97,813.51	$ 0.00	$ 14,758.90
RIDGEWORTH SEIX FLOAT	76628T678	71.10	05/31/11	05/22/12	$ 624.29	$ 640.63	$ 0.00	$ (16 34)
RIDGEWORTH SEIX FLOAT	76628T678	24.52	06/30/11	05/22/12	$ 215.37	$ 219.04	$ 0.00	$ (3.67)
RIDGEWORTH SEIX FLOAT	76628T678	14.19	07/29/11	05/22/12	$ 124.62	$ 126.46	$ 0.00	$ (1.84)
RIDGEWORTH SEIX FLOAT	76628T678	14.90	08/31/11	05/22/12	$ 130.89	$ 127.01	$ 0.00	$ 3.88
RIDGEWORTH SEIX FLOAT	76628T678	13.58	09/30/11	05/22/12	$ 119.24	$ 115.30	$ 0.00	$ 3.94
RIDGEWORTH SEIX FLOAT	76628T678	14 40	10/31/11	05/22/12	$ 126.51	$ 125.49	$ 0.00	$ 1.02
RIDGEWORTH SEIX FLOAT	76628T678	1,858.86	11/04/11	05/22/12	$ 16,321.22	$ 16,172.10	$ 0.00	$ 149.12
RIDGEWORTH SEIX FLOAT	76628T678	4,692.86	11/04/11	07/09/12	$ 41,344.12	$ 40,827.90	$ 0.00	$ 516.22
RIDGEWORTH SEIX FLOAT	76628T678	6,321.83	11/07/11	07/09/12	$ 55,695.40	$ 55,000.00	$ 0.00	$ 695.40
RIDGEWORTH SEIX FLOAT	76628T678	2,160.12	11/10/11	07/09/12	$ 19,030.67	$ 18,793.06	$ 0.00	$ 237.61
Security Subtotal					$ 133,732.33	$ 132,146.99	$ 0.00	$ 1,585.34
VANGUARD VALUE	922908744	100.00	05/16/11	04/16/12	$ 5,616.20	$ 5,748.85	$ 0.00	$ (132.65)
VANGUARD VALUE	922908744	1,235.00	05/16/11	04/16/12	$ 69,360.12	$ 70,969.17	$ 0.00	$ (1,609.05)
VANGUARD VALUE	922908744	515.00	05/16/11	04/20/12	$ 29,170.33	$ 29,594.43	$ 0.00	$ (424.10)

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Short-Term Realized Gain or (Loss) (continued)

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

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
VANGUARD VALUE	922908744	370.00	05/17/11	04/20/12	$ 20,957.33	$ 21,102.10	$ 0 00	$ (144.77)
Security Subtotal					**$ 125,103.98**	**$ 127,414.55**	**$ 0.00**	**$ (2,310.57)**
Total Short-Term *(Cost basis is available but not reported to the IRS)*					$ 502,709.63	$ 489,911.22	$ 0.00	$ 12,798.41
Total Short-Term					$ 966,885.64	$ 943,638.54	$ 0.00	$ 23,247.10

Long-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
COLUMBIA SHORT TERM BO	19765H362	47.23	01/29/10	12/14/12	$ 472.36	$ 470.00	$ 0.00	$ 2.36
COLUMBIA SHORT TERM BO	19765H362	57.01	02/26/10	12/14/12	$ 570.10	$ 567.25	$ 0.00	$ 2.85
COLUMBIA SHORT TERM BO	19765H362	36.74	03/12/10	12/14/12	$ 367.45	$ 365.98	$ 0.00	$ 1.47
COLUMBIA SHORT TERM BO	19765H362	57.31	05/14/10	12/14/12	$ 573.18	$ 570.88	$ 0.00	$ 2.30
Security Subtotal					**$ 1,983.09**	**$ 1,974.11**	**$ 0.00**	**$ 8.98**
RIDGEWORTH SEIX FLOAT	76628T678	133.16	04/22/10	07/09/12	$ 1,173.21	$ 1,192.61	$ 19.40	$ 0.00
RIDGEWORTH SEIX FLOAT	76628T678	142.63	05/01/10	07/09/12	$ 1,256.60	$ 1,260 26	$ 1.83	$ (1.83)
Security Subtotal					**$ 2,429.81**	**$ 2,452.87**	**$ 21.23**	**$ (1.83)**

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Long-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
SOLAR SENIOR CAPITAL	83416M105	345.00	08/12/11	11/26/12	$ 6,231.77	$ 5,411.65	$ 0.00	$ 820.12
Security Subtotal					$ 6,231.77	$ 5,411.65	$ 0.00	$ 820.12
Total Long-Term *(Cost basis is reported to the IRS)*					$ 10,644.67	$ 9,838.63	$ 21.23	$ 827.27

Long-Term Realized Gain or (Loss)

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

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
AQR DIVERSIFIED ARBIT	00203H602	2,118.31	10/27/10	09/12/12	$ 23,490.14	$ 23,770.10	$ 0.00	$ (279.96)
AQR DIVERSIFIED ARBIT	00203H602	3,557.44	11/08/10	09/12/12	$ 39,448.62	$ 40,000.00	$ 0.00	$ (551.38)
AQR DIVERSIFIED ARBIT	00203H602	91.84	12/17/10	09/12/12	$ 1,018.43	$ 1,016.68	$ 0.00	$ 1.75
AQR DIVERSIFIED ARBIT	00203H602	332.15	12/17/10	09/12/12	$ 3,683.32	$ 3,676.99	$ 0.00	$ 6.33
AQR DIVERSIFIED ARBIT	00203H602	3,084.73	03/02/11	09/12/12	$ 34,206.78	$ 35,000.00	$ 0.00	$ (793.22)
Security Subtotal					$ 101,847.29	$ 103,463.77	$ 0.00	$ (1,616.48)
BLACKROCK EQTY DIVIDEN	09251M504	2,940.02	01/12/10	09/26/12	$ 59,090.66	$ 47,435.56	$ 0.00	$ 11,655.10
BLACKROCK EQTY DIVIDEN	09251M504	2,934.90	01/28/10	09/26/12	$ 58,987.73	$ 45,000.00	$ 0.00	$ 13,987.73
BLACKROCK EQTY DIVIDEN	09251M504	36.12	04/22/10	09/26/12	$ 726.00	$ 602.71	$ 0.00	$ 123.29
BLACKROCK EQTY DIVIDEN	09251M504	1,689.01	06/04/10	09/26/12	$ 33,946.90	$ 25,000.00	$ 0.00	$ 8,946.90

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Long-Term Realized Gain or (Loss) (continued)

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

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
BLACKROCK EQTY DIVIDEN	09251M504	32.60	07/22/10	09/26/12	$ 655.38	$ 505.53	$ 0.00	$ 149.85
BLACKROCK EQTY DIVIDEN	09251M504	1,663.11	09/21/10	09/26/12	$ 33,426.38	$ 27,000.00	$ 0.00	$ 6,426 38
BLACKROCK EQTY DIVIDEN	09251M504	58.25	10/21/10	09/26/12	$ 1,170.79	$ 971.37	$ 0.00	$ 199.42
BLACKROCK EQTY DIVIDEN	09251M504	46.22	12/09/10	09/26/12	$ 928.98	$ 793.00	$ 0.00	$ 135.98
BLACKROCK EQTY DIVIDEN	09251M504	48 07	07/21/11	09/26/12	$ 966.26	$ 909.11	$ 0.00	$ 57.15
Security Subtotal					**$ 189,899.08**	**$ 148,217.28**	**$ 0.00**	**$ 41,681.80**
COLUMBIA SHORT TERM BO	19765H362	602.30	01/12/10	03/02/12	$ 5,986.87	$ 5,980.85	$ 0.00	$ 6.02
COLUMBIA SHORT TERM BO	19765H362	11,470.13	01/19/10	03/02/12	$ 114,013.13	$ 113,898.43	$ 0.00	$ 114.70
COLUMBIA SHORT TERM BO	19765H362	6,153.23	01/19/10	03/16/12	$ 61,101.57	$ 61,101.57	$ 0.00	$ 0.00
COLUMBIA SHORT TERM BO	19765H362	47.23	01/29/10	03/16/12	$ 469.05	$ 470.00	$ 0 95	$ 0.00
COLUMBIA SHORT TERM BO	19765H362	93.75	02/26/10	03/16/12	$ 930.99	$ 932.86	$ 1.87	$ 0.00
COLUMBIA SHORT TERM BO	19765H362	91.29	03/31/10	03/16/12	$ 906.51	$ 906.51	$ 0.00	$ 0.00
COLUMBIA SHORT TERM BO	19765H362	88.70	04/30/10	03/16/12	$ 880.87	$ 882.64	$ 1.14	$ (0.63)
COLUMBIA SHORT TERM BO	19765H362	92.04	05/28/10	03/16/12	$ 913.97	$ 913.97	$ 0.00	$ 0.00
COLUMBIA SHORT TERM BO	19765H362	91.24	06/30/10	03/16/12	$ 906.05	$ 907.88	$ 0.00	$ (1.83)
COLUMBIA SHORT TERM BO	19765H362	86.24	07/30/10	03/16/12	$ 856.45	$ 861.63	$ 0.00	$ (5.18)
COLUMBIA SHORT TERM BO	19765H362	68.65	08/31/10	03/16/12	$ 681.77	$ 685.89	$ 0.00	$ (4.12)
COLUMBIA SHORT TERM BO	19765H362	51.82	09/30/10	03/16/12	$ 514.63	$ 518.26	$ 0.00	$ (3.63)
COLUMBIA SHORT TERM BO	19765H362	688.63	10/27/10	03/16/12	$ 6,838.14	$ 6,886.33	$ 0.00	$ (48.19)

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
COLUMBIA SHORT TERM BO	19765H362	7,301.69	10/27/10	12/14/12	$ 73,016.91	$ 73,016.91	$ 0.00	$ 0.00
Security Subtotal					**$ 268,016.91**	**$ 267,963.73**	**$ 3.96**	**$ 57.14**
JP MORGAN EXCH TRADED	46625H365	255.00	04/16/10	01/06/12	$ 10,041.43	$ 7,935.58	$ 0.00	$ 2,105.85
JP MORGAN EXCH TRADED	46625H365	215.00	04/16/10	02/03/12	$ 8,621.79	$ 6,690.78	$ 0.00	$ 1,931.01
JP MORGAN EXCH TRADED	46625H365	55.00	04/27/10	02/03/12	$ 2,205.57	$ 1,734.10	$ 0.00	$ 471.47
JP MORGAN EXCH TRADED	46625H365	230.00	04/27/10	02/03/12	$ 9,223.30	$ 7,251.67	$ 0.00	$ 1,971.63
JP MORGAN EXCH TRADED	46625H365	24.00	04/27/10	02/08/12	$ 965.07	$ 756.70	$ 0 00	$ 208.37
JP MORGAN EXCH TRADED	46625H365	35.00	04/27/10	02/08/12	$ 1,407.74	$ 1,103.52	$ 0.00	$ 304.22
JP MORGAN EXCH TRADED	46625H365	65.00	04/27/10	02/08/12	$ 2,614.38	$ 2,049.38	$ 0.00	$ 565.00
JP MORGAN EXCH TRADED	46625H365	76.00	04/27/10	02/08/12	$ 3,056.05	$ 2,396.20	$ 0.00	$ 659.85
JP MORGAN EXCH TRADED	46625H365	76.00	04/27/10	02/08/12	$ 3,056.05	$ 2,396.20	$ 0.00	$ 659.85
JP MORGAN EXCH TRADED	46625H365	89.00	04/27/10	02/08/12	$ 3,579.69	$ 2,806.08	$ 0.00	$ 773.61
JP MORGAN EXCH TRADED	46625H365	100.00	04/27/10	02/08/12	$ 4,021.12	$ 3,152.90	$ 0.00	$ 868.22
JP MORGAN EXCH TRADED	46625H365	100.00	04/27/10	02/08/12	$ 4,021.12	$ 3,152.90	$ 0.00	$ 868.22
JP MORGAN EXCH TRADED	46625H365	100.00	04/27/10	02/08/12	$ 4,021.17	$ 3,152.90	$ 0.00	$ 868.27
JP MORGAN EXCH TRADED	46625H365	100.00	04/27/10	02/08/12	$ 4,021.36	$ 3,152.90	$ 0.00	$ 868.46
JP MORGAN EXCH TRADED	46625H365	100.00	04/27/10	02/08/12	$ 4,022.12	$ 3,152.90	$ 0.00	$ 869.22
JP MORGAN EXCH TRADED	46625H365	200.00	04/27/10	02/08/12	$ 8,042.26	$ 6,305.80	$ 0.00	$ 1,736.46
JP MORGAN EXCH TRADED	46625H365	55.00	04/30/10	02/08/12	$ 2,211.62	$ 1,723.15	$ 0.00	$ 488.47
JP MORGAN EXCH TRADED	46625H365	100.00	04/30/10	02/23/12	$ 4,121.08	$ 3,133.00	$ 0.00	$ 988.08

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
JP MORGAN EXCH TRADED	46625H365	140.00	04/30/10	02/23/12	$ 5,769.51	$ 4,387.60	$ 0.00	$ 1,381.91
JP MORGAN EXCH TRADED	46625H365	245.00	04/30/10	02/23/12	$ 10,096.65	$ 7,675.85	$ 0.00	$ 2,420.80
JP MORGAN EXCH TRADED	46625H365	100.00	04/30/10	04/20/12	$ 3,955.24	$ 3,134.00	$ 0.00	$ 821.24
JP MORGAN EXCH TRADED	46625H365	710.00	04/30/10	04/20/12	$ 28,082.23	$ 22,251.40	$ 0.00	$ 5,830.83
JP MORGAN EXCH TRADED	46625H365	55.00	05/26/10	04/20/12	$ 2,175.40	$ 1,577.40	$ 0.00	$ 598.00
JP MORGAN EXCH TRADED	46625H365	100.00	05/26/10	04/20/12	$ 3,955.24	$ 2,867.90	$ 0.00	$ 1,087.34
JP MORGAN EXCH TRADED	46625H365	100.00	05/26/10	04/20/12	$ 3,955.24	$ 2,867.90	$ 0.00	$ 1,087.34
JP MORGAN EXCH TRADED	46625H365	200.00	05/26/10	04/20/12	$ 7,910.49	$ 5,735.80	$ 0.00	$ 2,174.69
JP MORGAN EXCH TRADED	46625H365	445.00	05/26/10	05/01/12	$ 17,822.32	$ 12,762.60	$ 0.00	$ 5,059.72
JP MORGAN EXCH TRADED	46625H365	65.00	07/16/10	05/01/12	$ 2,603.26	$ 2,105.01	$ 0.00	$ 498.25
JP MORGAN EXCH TRADED	46625H365	490.00	07/16/10	05/01/12	$ 19,624.57	$ 15,868.55	$ 0.00	$ 3,756.02
JP MORGAN EXCH TRADED	46625H365	1,270.00	07/16/10	06/29/12	$ 49,786.63	$ 41,128.70	$ 0.00	$ 8,657.93
JP MORGAN EXCH TRADED	46625H365	40.00	07/16/10	07/05/12	$ 1,580.60	$ 1,295.39	$ 0.00	$ 285.21
JP MORGAN EXCH TRADED	46625H365	5.00	07/28/10	07/05/12	$ 197.48	$ 163.75	$ 0.00	$ 33.73
JP MORGAN EXCH TRADED	46625H365	95.00	07/28/10	07/05/12	$ 3,752.12	$ 3,111.41	$ 0.00	$ 640.71
JP MORGAN EXCH TRADED	46625H365	95.00	07/28/10	07/05/12	$ 3,753.93	$ 3,111.32	$ 0.00	$ 642.61
JP MORGAN EXCH TRADED	46625H365	100.00	07/28/10	07/05/12	$ 3,949.60	$ 3,275.17	$ 0.00	$ 674.43
JP MORGAN EXCH TRADED	46625H365	100.00	07/28/10	07/05/12	$ 3,951.10	$ 3,275.17	$ 0.00	$ 675.93
JP MORGAN EXCH TRADED	46625H365	200.00	07/28/10	07/05/12	$ 7,899.20	$ 6,550.34	$ 0.00	$ 1,348.86
JP MORGAN EXCH TRADED	46625H365	170.00	07/28/10	07/12/12	$ 6,599.69	$ 5,567.79	$ 0.00	$ 1,031.90
JP MORGAN EXCH TRADED	46625H365	15.00	08/05/10	07/12/12	$ 582.33	$ 506.47	$ 0.00	$ 75.86

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
JP MORGAN EXCH TRADED	46625H365	100.00	08/05/10	07/12/12	$ 3,882.17	$ 3,376.51	$ 0.00	$ 505.66
Security Subtotal					**$ 271,137.92**	**$ 214,642.69**	**$ 0.00**	**$ 56,495.23**
LAZARD EMRG MKTS INST	52106N889	1,566.58	03/30/10	04/20/12	$ 29,950.05	$ 29,824.97	$ 0.00	$ 125.08
Security Subtotal					**$ 29,950.05**	**$ 29,824.97**	**$ 0.00**	**$ 125.08**
RIDGEWORTH SEIX FLOAT	76628T678	648.07	04/22/10	05/22/12	$ 5,690.26	$ 5,745.79	$ 23.63	$ (31.90)
RIDGEWORTH SEIX FLOAT	76628T678	166.56	04/30/10	05/22/12	$ 1,462.43	$ 1,479.05	$ 0.00	$ (16 62)
RIDGEWORTH SEIX FLOAT	76628T678	221.38	05/28/10	05/22/12	$ 1,943.83	$ 1,908.36	$ 0.00	$ 35.47
RIDGEWORTH SEIX FLOAT	76628T678	203.70	06/30/10	05/22/12	$ 1,788.59	$ 1,743.73	$ 0.00	$ 44.86
RIDGEWORTH SEIX FLOAT	76628T678	207.61	07/30/10	05/22/12	$ 1,822.86	$ 1,804.13	$ 0.00	$ 18.73
RIDGEWORTH SEIX FLOAT	76628T678	258.37	08/31/10	05/22/12	$ 2,268.55	$ 2,250.40	$ 0.00	$ 18.15
RIDGEWORTH SEIX FLOAT	76628T678	214.88	09/30/10	05/22/12	$ 1,886.72	$ 1,890.97	$ 0.00	$ (4.25)
RIDGEWORTH SEIX FLOAT	76628T678	184.48	10/29/10	05/22/12	$ 1,619.78	$ 1,640.04	$ 0.00	$ (20.26)
RIDGEWORTH SEIX FLOAT	76628T678	173.03	11/30/10	05/22/12	$ 1,519.28	$ 1,536.54	$ 0.00	$ (17.26)
RIDGEWORTH SEIX FLOAT	76628T678	179.78	12/31/10	05/22/12	$ 1,578.58	$ 1,609.10	$ 0.00	$ (30.52)
RIDGEWORTH SEIX FLOAT	76628T678	170.60	01/31/11	05/22/12	$ 1,497.97	$ 1,543.99	$ 0.00	$ (46.02)
RIDGEWORTH SEIX FLOAT	76628T678	160.09	02/28/11	05/22/12	$ 1,405.64	$ 1,448.82	$ 0.00	$ (43.18)
RIDGEWORTH SEIX FLOAT	76628T678	195.49	03/31/11	05/22/12	$ 1,716.49	$ 1,761.41	$ 0.00	$ (44.92)

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Schwab One® Account of
WILLIAM AND DEBORAH DAVIS
FAMILY FOUNDATION

Account Number
4955-8906

TAX YEAR 2012
YEAR-END SUMMARY

Date Prepared: February 22, 2013

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
RIDGEWORTH SEIX FLOAT	76628T678	114.32	04/29/11	05/22/12	$ 1,003.83	$ 1,032.38	$ 0.00	$ (28.55)
Security Subtotal					**$ 27,204.81**	**$ 27,394.71**	**$ 23.63**	**$ (166.27)**
Total Long-Term *(Cost basis is available but not reported to the IRS)*					**$ 888,056.06**	**$ 791,507.15**	**$ 27.59**	**$ 96,576.50**
Total Long-Term					**$ 898,700.73**	**$ 801,345.78**	**$ 48.82**	**$ 97,403.77**

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Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
Total Short-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS. Report on Form 8949, Part I, with Box A checked.)*	$	464,176.01	$	453,727.32	$	0.00	$	10,448.69
Total Short-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS. Report on Form 8949, Part I, with Box B checked.)*	$	502,709.63	$	489,911.22	$	0.00	$	12,798.41
Total Short-Term Realized Gain or (Loss)	$	966,885.64	$	943,638.54	$	0.00	$	23,247.10
Total Long-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS. Report on Form 8949, Part II, with Box A checked.)*	$	10,644.67	$	9,838.63	$	21.23	$	827.27
Total Long-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS. Report on Form 8949, Part II, with Box B checked.)*	$	888,056.06	$	791,507.15	$	27.59	$	96,576.50
Total Long-Term Realized Gain or (Loss)	$	898,700.73	$	801,345.78	$	48.82	$	97,403.77
TOTAL REALIZED GAIN OR (LOSS)	$	1,865,586.37	$	1,744,984.32	$	48.82	$	120,650.87

2012 Tax Information Statement

Account Number: 050648
Recipient's Tax ID Number: 26-1595211
Payer's Federal ID Number: 23-3072844
Payer's State ID Number:
State: PA
Questions? (800)567-5163
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
THE WILLIAM AND DEBORAH DAVIS FAMIL
FOUNDATION
4 ARONWALD LN
NEWTOWN SQUARE, PA 19073

Payer's Name and Address:
VANGUARD NATIONAL TRUST COMPANY
ASSET MANAGEMENT SERVICES
P.O. BOX 709
VALLEY FORGE, PA 19482-0709

2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Long Term 15% Sales Reported on 1099-B								
92192620C	VANGUARD EXPLORER FUND ADMIR AL SHARES		VEXRX					
272.2200	11/27/2012	02/15/2011	20,000.00	19,812.17	0.00	187 83	0.00	0 00
92203181C	VANGUARD INTERMEDIATE-TERM CORPORATE ADMIRAL SH		VFIDX					
492.1260	05/18/2012	01/28/2011	5,000 00	4,901.57	0 00	98.43	0 00	0.00
92203183C	VANGUARD SHORT-TERM CORPORAT E ADMIRAL SHARES		VFSUX					
924 2130	08/29/2012	01/28/2011	10,000.00	9,981.50	0 00	18.50	0.00	0 00
92203183C	VANGUARD SHORT-TERM CORPORAT E ADMIRAL SHARES		VFSUX					
2299.9080	11/27/2012	01/28/2011	25,000.00	24,839.01	0.00	160 99	0.00	0 00
92193760C	VANGUARD TOTAL BOND MARKET I NDEX FD ADMIRAL SHS		VBTLX					
1805.0540	06/12/2012	02/15/2011	20,000.00	18,916.96	0.00	1,083 04	0.00	0 00
92190981C	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FND ADM		VTIAX					
5421.1830	11/27/2012	02/15/2011	130,000.00	145,938.25	0 00	-15,938.25	0.00	0.00
92290872C	VANGUARD TOTAL STOCK MARKET IDX FD ADMIRAL SHS		VTSAX					
1332.6790	11/27/2012	02/15/2011	46,657.09	44,551.46	0.00	2,105.63	0.00	0 00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2012 Tax Information Statement

Payer's Name and Address:
VANGUARD NATIONAL TRUST COMPANY
ASSET MANAGEMENT SERVICES
P.O BOX 709
VALLEY FORGE, PA 19482-0709

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Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
92290872C	VANGUARD TOTAL STOCK MARKET IDX FD ADMIRAL SHS		VTSAX					
1523.6480	11/27/2012	02/09/2011	53,342.91	50,569.88	0 00	2,773.03	0.00	0.00
92191060C	VANGUARD U.S. GROWTH FUND AD MIRAL SHARES		VWUAX					
452 4070	03/30/2012	02/15/2011	25,000.00	22,846.55	0.00	2,153 45	0.00	0.00
92191060C	VANGUARD U.S. GROWTH FUND AD MIRAL SHARES		VWUAX					
465.1160	08/16/2012	02/15/2011	25,000.00	23,488.36	0.00	1,511.64	0.00	0 00
92191060C	VANGUARD U.S. GROWTH FUND AD MIRAL SHARES		VWUAX					
912.4090	09/10/2012	02/15/2011	50,000 00	46,076.65	0 00	3,923 35	0 00	0 00
92191060C	VANGUARD U.S. GROWTH FUND AD MIRAL SHARES		VWUAX					
920.8100	11/27/2012	02/15/2011	50,000.00	46,500.90	0.00	3,499 10	0.00	0 00
92201830C	VANGUARD WINDSOR II FUND ADM IRAL SHARES		VWNAX					
609 3850	07/16/2012	02/15/2011	30,000.00	29,500.33	0.00	499.67	0.00	0.00
92201830C	VANGUARD WINDSOR II FUND ADM IRAL SHARES		VWNAX					
967.3050	09/10/2012	02/15/2011	50,000.00	46,827.24	0.00	3,172.76	0.00	0 00
92201830C	VANGUARD WINDSOR II FUND ADM IRAL SHARES		VWNAX					
974.0890	11/27/2012	02/15/2011	50,000.00	47,155.65	0.00	2,844.35	0.00	0.00
92203810C	VGI STRATEGIC EQUITY FUND		VSEQX					
1383.5880	11/27/2012	02/15/2011	29,000.00	27,187.50	0.00	1,812 50	0.00	0 00
Total Long Term 15% Sales Reported on 1099-B Report on Form 8949, Part II, with Box B checked			**619,000.00**	**609,093.98**	**0.00**	**9,906.02**	**0.00**	**0.00**

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