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: MCCUNE FAMILY FOUNDATION UNDER AGREEMENT 02-97314

A Employer identification number: 26-1595257

Number and street (or P.O box number if mail is not delivered to street address): P.O. BOX 803878

Room/suite

B Telephone number (see instructions): 312- 630-6000

City or town, state, and ZIP code: CHICAGO, IL 60680

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 [ ] 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) ▶ $ 765,424.

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 ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	26,387.	26,459.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	30,289.			
	b Gross sales price for all assets on line 6a 304,429.				
	7 Capital gain net income (from Part IV, line 2)		30,289.		
	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	56,676.	56,748.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	3,651.	3,286.		365.
	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 2	2,000.	1,000.	NONE	1,000.
	c Other professional fees (attach schedule) STMT 3	130.			130.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	1,290.	298.		
	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)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	7,071.	4,584.	NONE	1,495.
	25 Contributions, gifts, grants paid	150,000.			150,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	157,071.	4,584.	NONE	151,495.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-100,395.			
	b **Net investment income** (if negative, enter -0-)		52,164.		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	22,372.	35,264.	35,264.
2	Savings and temporary cash investments			
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)			
b	Investments - corporate stock (attach schedule) STMT 5	359,896.	283,980.	354,369.
c	Investments - corporate bonds (attach schedule) STMT 6	318,468.	265,995.	285,496.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 7	18,186.	29,936.	39,768.
14	Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ SEE ATTACHMENTS)	36,293.	39,531.	50,527.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	755,215.	654,706.	765,424.
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	755,215.	654,706.	
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)	755,215.	654,706.	
31	**Total liabilities and net assets/fund balances** (see instructions)	755,215.	654,706.	

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	755,215.
2	Enter amount from Part I, line 27a	2	-100,395.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	654,820.
5	Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT	5	114.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	654,706.

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	304,429.		274,140.	30,289.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				30,289.
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	30,289.
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	902.	823,714.	0.001095
2010	90,642.	828,666.	0.109383
2009	90,635.	753,997.	0.120206
2008	7,708.	889,007.	0.008670
2007	NONE	983,605.	NONE

2 **Total** of line 1, column (d)	2	0.239354
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	0.047871
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	854,921.
5 Multiply line 4 by line 3	5	40,926.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	522.
7 Add lines 5 and 6	7	41,448.
8 Enter qualifying distributions from Part XII, line 4	8	151,495.

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	522.
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	522.
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	522.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a: 632.		
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	632.
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	110.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 110. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL IL			
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 ▶ THE NORTHERN TRUST COMPANY Telephone no. ▶ (312)630-6000

Located at ▶ P.O. BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680

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)*

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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
THE NORTHERN TRUST COMPANY 6320 VENTURE DR., BRANDENTON, FL 34202	TRUSTEE 40	3,651.		-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	867,940.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	867,940.
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	867,940.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,019.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	854,921.
6	**Minimum investment return.** Enter 5% of line 5	6	42,746.

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	42,746.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	522.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	522.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	42,224.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	42,224.
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	42,224.

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	151,495.
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	151,495.
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	522.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	150,973.

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.

26-1595257

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				42,224.
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only			NONE	
b	Total for prior years 20____,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 ... NONE				
b	From 2008 ... NONE				
c	From 2009 ... NONE				
d	From 2010 ... 26,013.				
e	From 2011 ... NONE				
f	Total of lines 3a through e	26,013.			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 151,495.				
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				42,224.
e	Remaining amount distributed out of corpus	109,271.			
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	135,284.			
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	135,284.			
10	Analysis of line 9:				
a	Excess from 2008 ... NONE				
b	Excess from 2009 ... NONE				
c	Excess from 2010 ... 26,013.				
d	Excess from 2011 ... NONE				
e	Excess from 2012 ... 109,271.				

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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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				
SOUTHEASTERN GUIDE DOGS, INC 4210 77TH STREET EAST Palmetto FL 34221-9270	N/A	PUBLIC CHA	GENERAL	50,000.
FLORIDA SHERIFFS YOUTH RANCHES, INC P. O. BOX 2000 Boys Ranch FL 32064	N/A	PUBLIC CHA	GENERAL	50,000.
WOODS HOLE OCEANOGRAPHIC INSTITUTION 86 WATER ST. WOODS HOLE MA 02543	N/A	PUBLIC CHA	GENERAL	50,000.
Total . . . . . . ▶ 3a				150,000.
b Approved for future payment				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	26,387.	
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	30,289.	
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)				56,676.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 56,676.

(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

[signature] | 03/26/2013 |

Signature of officer or trustee | Date | Title

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

THE NORTHERN TRUST COMPAN

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

JSA
2E1493 1 000

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	26,459.	26,459.
ACCRUED/DEFERRED INCOME	-72.	
TOTAL	26,387.	26,459.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	2,000.	1,000.		1,000.
TOTALS	2,000.	1,000.	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GREEN HAMRICK PERREY QUINLAN &	130.	130.
TOTALS	130.	130.

MCCUNE FAMILY FOUNDATION UNDER AGREEMENT 26-1595257

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIOR YEAR TAX	360.	
ESTIMATED TAX	632.	
FOREIGN TAX	298.	298.
TOTALS	1,290.	298.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		283,980.	354,369.
	TOTALS	283,980.	354,369.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	265,995.	285,496.
TOTALS	265,995.	285,496.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	C	29,936.	39,768.
TOTALS		29,936.	39,768.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number: 26-1595257

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	1,196.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	1,196.

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					3,104.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	25,988.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	1.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	29,093.

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

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			1,196.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			29,093.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			1.
c	28% rate gain	14c			1,678.
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			30,289.

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

Part IV **Capital Loss Limitation**

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

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

Part V **Tax Computation Using Maximum Capital Gains Rates**

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

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

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

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

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶ 21

22 Subtract line 21 from line 20. If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17. If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,400 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box.
☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (.15) . . . 30

31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number: 26-1595257

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 5. ALTERA CORP	09/01/2011	05/08/2012	166.00	182.00	-16.00
7. AMAZON COM INC	11/08/2011	02/06/2012	1,290.00	1,523.00	-233.00
2. AMAZON COM INC	11/08/2011	02/07/2012	367.00	431.00	-64.00
8. AMERICAN WTR WKS CO INC	01/31/2012	04/20/2012	269.00	269.00	
3. AMERICAN WTR WKS CO INC	01/30/2012	11/02/2012	109.00	100.00	9.00
7. AMERICAN WTR WKS CO INC	01/30/2012	12/11/2012	264.00	234.00	30.00
11. AMGEN INC	01/25/2012	04/20/2012	747.00	751.00	-4.00
4. AMGEN INC	01/24/2012	11/02/2012	345.00	273.00	72.00
17. AMGEN INC	01/24/2012	11/16/2012	1,430.00	1,160.00	270.00
6. AMGEN INC	03/01/2012	12/11/2012	539.00	408.00	131.00
7. AUTODESK, INC	05/23/2011	04/20/2012	284.00	292.00	-8.00
6. AUTOMATIC DATA PROCESSI	01/18/2012	04/20/2012	329.00	337.00	-8.00
17. AUTOMATIC DATA PROCESS	01/18/2012	09/18/2012	993.00	948.00	45.00
11. AUTOMATIC DATA PROCESS	01/13/2012	09/19/2012	645.00	603.00	42.00
7. AUTOMATIC DATA PROCESSI	01/13/2012	09/20/2012	410.00	383.00	27.00
18. BRISTOL MYERS SQUIBB C	11/08/2011	04/20/2012	613.00	568.00	45.00
6. CVS CORP	04/27/2012	11/02/2012	279.00	270.00	9.00
15. CVS CORP	04/27/2012	12/11/2012	716.00	675.00	41.00
7. COCA COLA CO	08/30/2011	04/20/2012	520.00	489.00	31.00
7. EXPRESS SCRIPTS HLDG CO	01/25/2012	04/20/2012	408.00	364.00	44.00
4. EXPRESS SCRIPTS HLDG CO	06/20/2012	11/02/2012	248.00	215.00	33.00
12. EXPRESS SCRIPTS HLDG C	06/20/2012	12/11/2012	659.00	646.00	13.00
11. EXXON MOBIL CORP	09/01/2011	04/20/2012	936.00	814.00	122.00
8. H J HEINZ CO	09/01/2011	08/13/2012	441.00	419.00	22.00

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

SCHEDULE D-1 (Form 1041)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number: 26-1595257

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2. H J HEINZ CO	09/01/2011	08/14/2012	111.00	105.00	6.00
19. HOME DEPOT INC	02/06/2012	04/20/2012	976.00	859.00	117.00
8. HOME DEPOT INC	02/06/2012	11/02/2012	496.00	362.00	134.00
16. HOME DEPOT INC	02/06/2012	12/11/2012	1,011.00	724.00	287.00
8. INTEL CORP	05/07/2012	11/02/2012	176.00	223.00	-47.00
19. INTEL CORP	05/07/2012	12/11/2012	391.00	530.00	-139.00
2. INTERCONTINENTALEXCHANG	06/07/2012	11/02/2012	260.00	256.00	4.00
3. INTERCONTINENTALEXCHANG	06/07/2012	12/11/2012	391.00	385.00	6.00
4. MCDONALDS CORP	09/22/2011	04/20/2012	391.00	343.00	48.00
2. MCKESSON HBOC INC	09/01/2011	01/24/2012	153.00	159.00	-6.00
8. MCKESSON HBOC INC	09/01/2011	01/25/2012	615.00	635.00	-20.00
5. NORFOLK SOUTHERN CORP	08/10/2011	04/20/2012	346.00	338.00	8.00
289. MFB NORTHERN FUNDS UL FIXED INCOME FD	11/02/2012	12/11/2012	2,956.00	2,956.00	
5. ADR NOVARTIS AG SPONSOR #US66987V1098	09/01/2011	01/23/2012	277.00	293.00	-16.00
5. NUCOR CORP	02/06/2012	04/20/2012	197.00	226.00	-29.00
4. NUCOR CORP	02/06/2012	11/02/2012	162.00	181.00	-19.00
7. NUCOR CORP	02/06/2012	12/11/2012	290.00	316.00	-26.00
40. PFIZER INC	12/05/2012	12/11/2012	1,028.00	1,017.00	11.00
2. PRECISION CASTPARTS COR	10/24/2011	04/20/2012	348.00	344.00	4.00
20. PRINCIPAL FINANCIAL GR	09/01/2011	06/07/2012	491.00	501.00	-10.00
16. QUALCOMM INC	01/17/2012	04/20/2012	1,007.00	917.00	90.00
5. ST JUDE MEDICAL INC	09/24/2012	11/02/2012	192.00	215.00	-23.00
10. ST JUDE MEDICAL INC	09/24/2012	12/11/2012	358.00	430.00	-72.00
5. SALESFORCE COM INC COM	09/01/2011	01/17/2012	523.00	641.00	-118.00

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number: 26-1595257

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 4. STARBUCKS CORP	08/14/2012	11/02/2012	203.00	185.00	18.00
11. STARBUCKS CORP	08/13/2012	12/11/2012	584.00	505.00	79.00
1. THE TRAVELERS COMPANIES	09/01/2011	03/12/2012	58.00	51.00	7.00
9. THE TRAVELERS COMPANIES	09/01/2011	03/13/2012	518.00	455.00	63.00
6. V F CORP	09/01/2011	04/20/2012	905.00	696.00	209.00
8. VERIZON COMMUNICATIONS	09/28/2011	04/20/2012	310.00	297.00	13.00
9. EATON CORP PLC COM USD0	12/03/2012	12/11/2012	473.00	465.00	8.00
14. NOBLE CORPORATION (SWI COM USD0.10	11/02/2012	12/11/2012	487.00	531.00	-44.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 1,196.00

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

MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number 26-1595257

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 8. ABBOTT LABORATORIES	04/22/2008	04/20/2012	477.00	404.00	73.00
2. ABBOTT LABORATORIES	09/01/2011	11/02/2012	130.00	104.00	26.00
27. ABBOTT LABORATORIES	04/22/2008	11/16/2012	1,703.00	1,364.00	339.00
8. ABBOTT LABORATORIES	09/01/2011	11/16/2012	504.00	417.00	87.00
6. ALTERA CORP	11/18/2010	04/20/2012	222.00	183.00	39.00
30. ALTERA CORP	03/20/2009	05/07/2012	1,006.00	525.00	481.00
14. ALTERA CORP	03/20/2009	05/08/2012	464.00	245.00	219.00
9. AMAZON COM INC	04/16/2009	01/26/2012	1,722.00	686.00	1,036.00
4. AMAZON COM INC	04/16/2009	02/06/2012	737.00	305.00	432.00
12. AMERICAN EXPRESS CO	04/26/2010	04/20/2012	692.00	570.00	122.00
6. AMERICAN EXPRESS CO	07/06/2011	11/02/2012	340.00	315.00	25.00
12. AMERICAN EXPRESS CO	07/06/2011	12/11/2012	690.00	631.00	59.00
3. APPLE COMPUTER INC	12/31/2007	04/20/2012	1,751.00	598.00	1,153.00
1. APPLE COMPUTER INC	09/01/2011	11/02/2012	577.00	382.00	195.00
3. APPLE COMPUTER INC	09/01/2011	12/11/2012	1,636.00	1,122.00	514.00
23. AUTODESK, INC	05/23/2011	09/18/2012	768.00	961.00	-193.00
25. AUTODESK, INC	09/01/2011	09/19/2012	842.00	900.00	-58.00
4. BHP LTD SPONSORED ADR	02/22/2010	11/02/2012	284.00	301.00	-17.00
5. BHP LTD SPONSORED ADR	02/22/2010	12/11/2012	375.00	376.00	-1.00
8. BRISTOL MYERS SQUIBB CO	09/01/2011	11/02/2012	265.00	239.00	26.00
18. BRISTOL MYERS SQUIBB C	11/08/2011	12/11/2012	597.00	566.00	31.00
7. CHEVRONTEXACO CORP	02/03/2009	04/20/2012	719.00	493.00	226.00
4. CHEVRONTEXACO CORP	07/07/2011	11/02/2012	433.00	426.00	7.00
8. CHEVRONTEXACO CORP	09/01/2011	12/11/2012	863.00	803.00	60.00
9. CITRIX SYS INC	04/11/2011	04/20/2012	708.00	672.00	36.00

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MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number 26-1595257

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 15. CITRIX SYS INC	07/22/2010	05/07/2012	1,249.00	698.00	551.00
4. CITRIX SYS INC	04/11/2011	05/07/2012	333.00	299.00	34.00
2. CITRIX SYS INC	09/01/2011	11/02/2012	125.00	119.00	6.00
5. CITRIX SYS INC	09/01/2011	12/11/2012	323.00	298.00	25.00
9. COCA COLA CO	08/30/2011	11/02/2012	333.00	315.00	18.00
20. COCA COLA CO	08/30/2011	12/11/2012	759.00	699.00	60.00
35. CONOCOPHILLIPS	11/19/2010	10/12/2012	1,968.00	1,642.00	326.00
9. COSTCO WHSL CORP NEW	02/02/2011	04/20/2012	789.00	647.00	142.00
3. COSTCO WHSL CORP NEW	09/01/2011	11/02/2012	288.00	240.00	48.00
7. COSTCO WHSL CORP NEW	09/01/2011	12/11/2012	693.00	560.00	133.00
5. DANAHER CORP	02/17/2011	04/20/2012	266.00	256.00	10.00
11. DANAHER CORP	12/31/2007	04/20/2012	585.00	484.00	101.00
8. DANAHER CORP	09/01/2011	11/02/2012	415.00	358.00	57.00
5. DANAHER CORP	12/31/2007	12/11/2012	270.00	220.00	50.00
12. DANAHER CORP	09/01/2011	12/11/2012	647.00	537.00	110.00
10. WALT DISNEY CO	02/17/2011	04/20/2012	425.00	437.00	-12.00
1. WALT DISNEY CO	11/18/2010	04/20/2012	43.00	38.00	5.00
4. WALT DISNEY CO	11/18/2010	11/02/2012	199.00	150.00	49.00
5. WALT DISNEY CO	11/18/2010	12/11/2012	250.00	188.00	62.00
6. WALT DISNEY CO	09/01/2011	12/11/2012	300.00	202.00	98.00
8. DOMINION RES INC VA NEW	09/14/2010	04/20/2012	406.00	353.00	53.00
5. DOMINION RES INC VA NEW	02/17/2011	04/20/2012	253.00	221.00	32.00
5. DOMINION RES INC VA NEW	09/01/2011	11/02/2012	258.00	244.00	14.00
10. DOMINION RES INC VA NE	09/01/2011	12/11/2012	517.00	488.00	29.00
45. E I DU PONT DE NEMOURS	04/26/2010	02/06/2012	2,324.00	1,770.00	554.00

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MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number 26-1595257

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

	(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	9. E I DU PONT DE NEMOURS	03/22/2010	04/20/2012	475.00	336.00	139.00
	3. E I DU PONT DE NEMOURS	07/07/2011	11/02/2012	132.00	168.00	-36.00
	8. E I DU PONT DE NEMOURS	09/01/2011	12/11/2012	350.00	401.00	-51.00
	10. EMC CORP MASS	02/17/2011	04/20/2012	279.00	273.00	6.00
	14. EMC CORP MASS	07/15/2010	04/20/2012	390.00	287.00	103.00
	12. EMC CORP MASS	09/01/2011	11/02/2012	301.00	267.00	34.00
	20. EMC CORP MASS	07/15/2010	12/11/2012	509.00	409.00	100.00
	13. EMC CORP MASS	09/01/2011	12/11/2012	331.00	289.00	42.00
	10. EATON CORP	04/01/2011	04/20/2012	474.00	557.00	-83.00
	4. EATON CORP	03/30/2011	11/02/2012	197.00	219.00	-22.00
	6. EXXON MOBIL CORP	12/31/2007	11/02/2012	541.00	569.00	-28.00
	12. EXXON MOBIL CORP	12/31/2007	12/11/2012	1,069.00	1,138.00	-69.00
	1. MFC FLEXSHARES TR MORNI GLOBAL UPSTREAM NAT RES IND	09/29/2011	11/02/2012	35.00	31.00	4.00
	42. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES IND	09/29/2011	12/11/2012	1,483.00	1,320.00	163.00
	58. MFC FLEXSHARES TR TR I TARGET DURATION TIPS INDEX	09/29/2011	12/11/2012	1,479.00	1,445.00	34.00
	57. MFC FLEXSHARES TR IBOX TARGET DURATION TIPS INDEX	09/29/2011	12/11/2012	1,507.00	1,418.00	89.00
	5. FRANKLIN RESOURCES INC	01/12/2010	04/20/2012	615.00	552.00	63.00
	2. FRANKLIN RESOURCES INC	07/07/2011	11/02/2012	264.00	274.00	-10.00
	5. FRANKLIN RESOURCES INC	09/01/2011	12/11/2012	639.00	657.00	-18.00
	15. GENERAL ELECTRIC CO	02/17/2011	04/20/2012	290.00	323.00	-33.00
	11. GENERAL ELECTRIC CO	02/01/2010	04/20/2012	213.00	179.00	34.00
	12. GENERAL ELECTRIC CO	09/01/2011	11/02/2012	259.00	196.00	63.00
	27. GENERAL ELECTRIC CO	09/01/2011	12/11/2012	583.00	440.00	143.00
	2. GOOGLE INC CL A	05/27/2009	04/20/2012	1,210.00	818.00	392.00
	2. GOOGLE INC CL A	05/27/2009	12/05/2012	1,379.00	792.00	587.00

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

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6a 1. GOOGLE INC CL A	09/01/2011	12/05/2012	690.00	534.00	156.00
1. GOOGLE INC CL A	04/23/2009	12/11/2012	700.00	383.00	317.00
2. W W GRAINGER INC	09/13/2010	04/20/2012	434.00	230.00	204.00
4. W W GRAINGER INC	09/13/2010	04/26/2012	830.00	459.00	371.00
1. W W GRAINGER INC	09/13/2010	04/27/2012	211.00	115.00	96.00
2. W W GRAINGER INC	09/01/2011	12/11/2012	386.00	303.00	83.00
1. W W GRAINGER INC	09/01/2011	12/12/2012	193.00	151.00	42.00
7. W W GRAINGER INC	09/10/2010	12/12/2012	1,353.00	794.00	559.00
8. H J HEINZ CO	08/20/2010	04/20/2012	426.00	376.00	50.00
22. H J HEINZ CO	08/20/2010	08/08/2012	1,215.00	1,032.00	183.00
12. H J HEINZ CO	08/19/2010	08/09/2012	661.00	562.00	99.00
12. H J HEINZ CO	08/19/2010	08/10/2012	659.00	560.00	99.00
1. H J HEINZ CO	08/19/2010	08/13/2012	55.00	47.00	8.00
11. INTL BUSINESS MACHINES	09/11/2008	01/13/2012	1,963.00	1,301.00	662.00
4. INTL BUSINESS MACHINES	09/11/2008	04/20/2012	798.00	473.00	325.00
2. INTL BUSINESS MACHINES	09/01/2011	11/02/2012	387.00	342.00	45.00
3. INTL BUSINESS MACHINES	09/01/2011	12/11/2012	583.00	513.00	70.00
18. J P MORGAN CHASE & CO	12/03/2010	04/20/2012	780.00	715.00	65.00
5. J P MORGAN CHASE & CO	02/17/2011	04/20/2012	217.00	239.00	-22.00
7. J P MORGAN CHASE & CO	12/03/2010	11/02/2012	297.00	273.00	24.00
3. J P MORGAN CHASE & CO	09/01/2011	11/02/2012	127.00	110.00	17.00
17. J P MORGAN CHASE & CO	09/01/2011	12/11/2012	730.00	626.00	104.00
4. J P MORGAN CHASE & CO	04/02/2009	12/11/2012	172.00	114.00	58.00
4. JOHNSON & JOHNSON	12/31/2007	04/20/2012	255.00	268.00	-13.00
1. JOHNSON & JOHNSON	12/31/2007	11/02/2012	71.00	67.00	4.00

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6a 20. JOHNSON & JOHNSON	02/03/2009	11/16/2012	1,378.00	1,245.00	133.00
5. JOHNSON & JOHNSON	09/01/2011	11/16/2012	344.00	328.00	16.00
11. JOHNSON CONTROLS INC	09/10/2009	04/20/2012	358.00	293.00	65.00
5. JOHNSON CONTROLS INC	09/01/2011	11/02/2012	131.00	156.00	-25.00
2. JOHNSON CONTROLS INC	09/10/2009	12/11/2012	58.00	53.00	5.00
10. JOHNSON CONTROLS INC	09/01/2011	12/11/2012	288.00	311.00	-23.00
3. MCDONALDS CORP	09/22/2011	11/02/2012	260.00	258.00	2.00
8. MCDONALDS CORP	09/22/2011	12/11/2012	714.00	687.00	27.00
31. MCKESSON HBOC INC	11/18/2010	01/23/2012	2,383.00	1,917.00	466.00
19. MCKESSON HBOC INC	12/08/2009	01/24/2012	1,451.00	1,162.00	289.00
7. NATIONAL-OILWELL INC	12/31/2007	04/20/2012	547.00	517.00	30.00
3. NATIONAL-OILWELL INC	12/31/2007	11/02/2012	215.00	222.00	-7.00
8. NATIONAL-OILWELL INC	12/31/2007	12/11/2012	543.00	591.00	-48.00
1. NIKE INC CLASS B	12/08/2009	11/02/2012	95.00	64.00	31.00
4. NIKE INC CLASS B	12/08/2009	12/11/2012	397.00	255.00	142.00
2. NOBLE ENERGY INC	04/16/2009	04/20/2012	188.00	119.00	69.00
2. NOBLE ENERGY INC	04/16/2009	11/02/2012	190.00	119.00	71.00
3. NOBLE ENERGY INC	04/16/2009	12/11/2012	303.00	178.00	125.00
4. NORFOLK SOUTHERN CORP	08/10/2011	11/02/2012	244.00	270.00	-26.00
7. NORFOLK SOUTHERN CORP	08/10/2011	12/11/2012	435.00	473.00	-38.00
378.33 MFB NORTHN FDS MULT GLOBAL REALESTATE FD	09/01/2011	12/11/2012	7,143.00	5,645.00	1,498.00
44.67 MFB NORTHN FDS MULTI GLOBAL REALESTATE FD	07/07/2011	12/11/2012	843.00	859.00	-16.00 *
743. MFB NORTHN FDS MULTI-EMERGING MKTS EQTY FD	09/01/2011	12/11/2012	14,043.00	16,213.00	-2,170.00
25. MFB NORTHN MULTI-MANAG FD FD	07/07/2011	11/02/2012	231.00	257.00	-26.00
1620. MFB NORTHN MULTI-MAN EQTY FD FD	09/01/2011	12/11/2012	15,487.00	15,210.00	277.00

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6a 134. MFB NORTHN MULTIMGR S	04/26/2010	04/20/2012	1,278.00	1,278.00		
4. MFB NORTHN MULTIMGR SMA	07/07/2011	11/02/2012	38.00	45.00	-7.00	
18.42738 MFB NORTHN MULTIM FD	07/07/2011	12/11/2012	182.00	209.00	-27.00	*
172.57262 MFB NORTHN MULTI CAP FD	07/07/2011	12/11/2012	1,707.00	1,668.00	39.00	
261. MFB NORTHN MULTIMGR M	12/16/2010	04/20/2012	3,182.00	3,017.00	165.00	
6. MFB NORTHN MULTIMGR MID	07/07/2011	11/02/2012	73.00	78.00	-5.00	
246.83 MFB NORTHN MULTIMGR	09/01/2011	12/11/2012	3,063.00	2,747.00	316.00	
53.17 MFB NORTHN MULTIMGR	07/07/2011	12/11/2012	660.00	693.00	-33.00	*
97. MFB NORTHN FDS SMALL C	12/16/2010	04/20/2012	1,496.00	1,404.00	92.00	
2. MFB NORTHN FDS SMALL CA	07/07/2011	11/02/2012	32.00	32.00		
119. MFB NORTHN FDS SMALL	07/07/2011	12/11/2012	1,943.00	1,760.00	183.00	
2518. MFB NORTHN HI YIELD	08/31/2011	11/02/2012	18,835.00	19,206.00	-371.00	
2575. MFB NORTHN HI YIELD	11/04/2011	12/11/2012	19,416.00	18,089.00	1,327.00	
2071. MFB NORTHERN FDS FIX	12/21/2010	04/20/2012	21,828.00	21,062.00	766.00	
52. MFB NORTHERN FDS FIXED	09/29/2011	11/02/2012	565.00	543.00	22.00	
3023. MFB NORTHERN FDS FIX	11/17/2011	12/11/2012	32,890.00	31,879.00	1,011.00	
50. ADR NOVARTIS AG SPONSO #US66987V1098	02/04/2010	01/23/2012	2,769.00	2,711.00	58.00	
8. OMNICOM GROUP	12/20/2010	04/20/2012	399.00	371.00	28.00	
5. OMNICOM GROUP	07/07/2011	11/02/2012	241.00	246.00	-5.00	
11. OMNICOM GROUP	12/17/2010	12/11/2012	544.00	510.00	34.00	
14. ORACLE CORPORATION	10/04/2010	04/20/2012	411.00	381.00	30.00	
10. ORACLE CORPORATION	02/17/2011	04/20/2012	294.00	330.00	-36.00	
11. ORACLE CORPORATION	09/01/2011	11/02/2012	343.00	308.00	35.00	
14. ORACLE CORPORATION	09/01/2011	12/11/2012	453.00	391.00	62.00	
10. ORACLE CORPORATION	10/04/2010	12/11/2012	323.00	272.00	51.00	

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6a .5 PHILLIPS 66 COM	11/19/2010	05/01/2012	16.00	15.00	1.00
17. PHILLIPS 66 COM	11/19/2010	05/07/2012	505.00	503.00	2.00
11.08872 PIMCO COMMODITY R STRATEGY FUND	11/18/2010	12/11/2012	76.00	96.00	-20.00 *
210.91128 PIMCO COMMODITY STRATEGY FUND	07/07/2011	12/11/2012	1,443.00	1,838.00	-395.00
1. PRECISION CASTPARTS COR	10/25/2011	11/02/2012	173.00	172.00	1.00
3. PRECISION CASTPARTS COR	10/25/2011	12/11/2012	557.00	516.00	41.00
18. PRINCIPAL FINANCIAL GR	12/06/2010	04/20/2012	510.00	537.00	-27.00
9. PRINCIPAL FINANCIAL GRO	12/03/2010	06/05/2012	210.00	266.00	-56.00
30. PRINCIPAL FINANCIAL GR	12/03/2010	06/05/2012	702.00	852.00	-150.00
41. PRINCIPAL FINANCIAL GR	05/07/2010	06/06/2012	985.00	1,157.00	-172.00
7. PRINCIPAL FINANCIAL GRO	05/07/2010	06/07/2012	172.00	198.00	-26.00
12. PROCTER & GAMBLE CO	12/31/2007	04/20/2012	808.00	889.00	-81.00
4. PROCTER & GAMBLE CO	12/31/2007	11/02/2012	277.00	296.00	-19.00
13. PROCTER & GAMBLE CO	04/08/2010	12/05/2012	902.00	917.00	-15.00
15. PROCTER & GAMBLE CO	09/01/2011	12/05/2012	1,040.00	952.00	88.00
6. PROCTER & GAMBLE CO	04/08/2010	12/11/2012	425.00	375.00	50.00
7. QUALCOMM INC	07/15/2011	11/02/2012	415.00	384.00	31.00
16. QUALCOMM INC	07/15/2011	12/11/2012	1,033.00	878.00	155.00
1. MFC SPDR GOLD TR GOLD S	07/07/2011	11/02/2012	163.00	149.00	14.00
55. MFC SPDR GOLD TR GOLD	07/07/2011	12/11/2012	9,094.00	7,430.00	1,664.00
16. SALESFORCE COM INC COM	07/15/2010	01/13/2012	1,661.00	1,521.00	140.00
9. SALESFORCE COM INC COM	06/11/2010	01/17/2012	941.00	855.00	86.00
4. SCHLUMBERGER LTD ISIN #	02/28/2011	04/20/2012	292.00	371.00	-79.00
3. SCHLUMBERGER LTD ISIN #	02/28/2011	11/02/2012	206.00	278.00	-72.00
7. SCHLUMBERGER LTD ISIN #	02/28/2011	12/11/2012	508.00	649.00	-141.00

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6a	5. SIMON PPTY GROUP INC NE	11/03/2010	04/20/2012	751.00	500.00	251.00
	9. SIMON PPTY GROUP INC NE	09/01/2011	10/12/2012	1,375.00	1,041.00	334.00
	2. SIMON PPTY GROUP INC NE	11/02/2010	11/02/2012	311.00	199.00	112.00
	4. SIMON PPTY GROUP INC NE	11/02/2010	12/11/2012	627.00	385.00	242.00
	10. SPECTRA ENERGY CORP CO	02/17/2011	03/01/2012	315.00	265.00	50.00
	16. SPECTRA ENERGY CORP CO	11/18/2010	03/01/2012	504.00	393.00	111.00
	22. SPECTRA ENERGY CORP CO	11/18/2010	03/02/2012	691.00	467.00	224.00
	14. SPECTRA ENERGY CORP CO	11/04/2008	03/05/2012	437.00	270.00	167.00
	18. SPECTRA ENERGY CORP CO	11/04/2008	03/06/2012	558.00	347.00	211.00
	14. SPECTRA ENERGY CORP CO	11/04/2008	04/20/2012	426.00	270.00	156.00
	6. SPECTRA ENERGY CORP COM	09/01/2011	11/02/2012	168.00	156.00	12.00
	16. SPECTRA ENERGY CORP CO	09/01/2011	12/11/2012	434.00	416.00	18.00
	30. THE TRAVELERS COMPANIE	11/09/2009	03/12/2012	1,731.00	1,605.00	126.00
	19. US BANCORP DEL NEW	09/11/2008	04/20/2012	591.00	629.00	-38.00
	9. US BANCORP DEL NEW	09/11/2008	11/02/2012	301.00	298.00	3.00
	2. US BANCORP DEL NEW	02/17/2011	12/11/2012	65.00	57.00	8.00
	17. US BANCORP DEL NEW	09/11/2008	12/11/2012	549.00	563.00	-14.00
	2. UNITED TECHNOLOGIES COR	12/31/2007	11/02/2012	156.00	154.00	2.00
	5. UNITED TECHNOLOGIES COR	12/31/2007	12/11/2012	407.00	385.00	22.00
	5. UNITEDHEALTH GROUP INC	02/17/2011	04/20/2012	297.00	213.00	84.00
	7. UNITEDHEALTH GROUP INC	11/18/2010	04/20/2012	416.00	250.00	166.00
	8. UNITEDHEALTH GROUP INC	11/18/2010	04/26/2012	462.00	263.00	199.00
	3. UNITEDHEALTH GROUP INC	12/15/2009	04/27/2012	174.00	94.00	80.00
	19. UNITEDHEALTH GROUP INC	12/15/2009	06/20/2012	1,133.00	593.00	540.00
	5. UNITEDHEALTH GROUP INC	12/15/2009	06/21/2012	298.00	156.00	142.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

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

MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number 26-1595257

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

	(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	4. UNITEDHEALTH GROUP INC	07/07/2011	11/02/2012	224.00	210.00	14.00
	11. UNITEDHEALTH GROUP INC	09/01/2011	12/11/2012	602.00	528.00	74.00
	2. V F CORP	04/28/2011	11/02/2012	316.00	215.00	101.00
	5. V F CORP	04/28/2011	12/11/2012	754.00	538.00	216.00
	4. VERIZON COMMUNICATIONS	09/28/2011	11/02/2012	178.00	149.00	29.00
	8. VERIZON COMMUNICATIONS	09/28/2011	12/11/2012	355.00	297.00	58.00
	35. WAL MART STORES INC	02/03/2009	08/01/2012	2,594.00	1,781.00	813.00
	5. WELLS FARGO & CO NEW	02/17/2011	04/20/2012	166.00	165.00	1.00
	23. WELLS FARGO & CO NEW	12/03/2010	04/20/2012	763.00	684.00	79.00
	12. WELLS FARGO & CO NEW	12/03/2010	11/02/2012	408.00	345.00	63.00
	15. WELLS FARGO & CO NEW	12/03/2010	12/11/2012	501.00	419.00	82.00
	12. WELLS FARGO & CO NEW	09/01/2011	12/11/2012	401.00	307.00	94.00
	9. WHOLE FOODS MKT INC	02/02/2011	04/20/2012	764.00	467.00	297.00
	1. WHOLE FOODS MKT INC	02/02/2011	04/26/2012	83.00	52.00	31.00
	10. WHOLE FOODS MKT INC	06/02/2010	04/26/2012	829.00	399.00	430.00
	8. WHOLE FOODS MKT INC	06/02/2010	04/27/2012	667.00	319.00	348.00
	3. WHOLE FOODS MKT INC	09/01/2011	11/02/2012	291.00	196.00	95.00
	5. WHOLE FOODS MKT INC	09/01/2011	12/11/2012	462.00	325.00	137.00
	7. WHOLE FOODS MKT INC	07/07/2011	12/12/2012	637.00	453.00	184.00
	4. WHOLE FOODS MKT INC	06/02/2010	12/12/2012	364.00	160.00	204.00
	10. WHOLE FOODS MKT INC	06/02/2010	12/13/2012	899.00	399.00	500.00
	8. WHOLE FOODS MKT INC	06/02/2010	12/14/2012	712.00	319.00	393.00
	9. COVIDIEN PLC USD0.20(PO	10/02/2008	04/20/2012	489.00	463.00	26.00
	4. COVIDIEN PLC USD0.20(PO	09/01/2011	11/02/2012	222.00	207.00	15.00
	2. COVIDIEN PLC USD0.20(PO	10/02/2008	12/11/2012	117.00	103.00	14.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

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

MCCUNE FAMILY FOUNDATION UNDER AGREEMENT

Employer identification number 26-1595257

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6. COVIDIEN PLC USD0.20(PO	09/01/2011	12/11/2012	351.00	311.00	40.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 25,988.00

* INDICATES WASH SALE

Custom Reporting

31 DEC 12

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108							
26 000	78 44	0 00	2,039 44	1 448 12	591 32	0 00	591 32
Total USD		0 00	2,039 44	1,448 12	591 32	0 00	591 32
Total Australia		0 00	2,039 44	1,448 12	591 32	0 00	591 32
United States - USD							
AMERICAN EXPRESS CO CUSIP 025816109							
60 000	57 48	0 00	3,448 80	2,774 39	674 41	0 00	674 41
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103							
35 000	37 13	0 00	1,299 55	1,167 85	131 70	0 00	131 70
AMGEN INC COM CUSIP 031162100							
32 000	86 32	0 00	2,762 24	2 154 31	607 93	0 00	607 93
APPLE INC COM STK CUSIP 037833100							
17 000	533 03	0 00	9,061 51	2,762 77	6,298 74	0 00	6,298 74
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108							
91 000	32 59	0 00	2,965 69	2,656 44	309 25	0 00	309 25
CHEVRON CORP COM CUSIP 166764100							
38 000	108 14	0 00	4,109 32	2,676 72	1,432 60	0 00	1,432 60
CITRIX SYS INC COM CUSIP 177376100							
23 000	65 75	0 00	1,512 25	1,109 63	402 62	0 00	402 62

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
COCA COLA CO COM CUSIP 191216100							
97 000	36 25	0 00	3,516 25	3,353 37	162 88	0 00	162 88
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
36 000	98 77	0 00	3,555 72	2,430 47	1,125 25	0 00	1,125 25
COVIDIEN PLC USD0 20(POST CONSLDTN) CUSIP G2554F113							
39 000	57 74	0 00	2,251 86	1,829 92	421 94	0 00	421 94
CVS CAREMARK CORP COM STK CUSIP 126650100							
72 000	48 35	0 00	3,481 20	3,219 77	261 43	0 00	261 43
DANAHER CORP COM CUSIP 235851102							
84 000	55 90	0 00	4,695 60	2,978 92	1,716 68	0 00	1 716 68
DOMINION RES INC VA NEW COM CUSIP 25746U109							
52 000	51 80	0 00	2,693 60	2,272 87	420 73	0 00	420 73
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109							
35 000	44 97	0 00	1,573 95	1,404 37	169 58	0 00	169 58
EATON CORP PLC COM USD0 50 CUSIP G29183103							
47 000	54 20	0 00	2,547 40	2,427 78	119 62	0 00	119 62
EMC CORP COM CUSIP 268648102							
162 000	25 30	0 00	4,098 60	3,378 93	719 67	0 00	719 67

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
EMERSON ELECTRIC CO COM CUSIP 291011104							
48 000	52 96	0 00	2,542 08	2,488 58	53 50	0 00	53 50
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108							
59 000	54 00	0 00	3 186 00	3,068 34	117 66	0 00	117 66
EXXON MOBIL CORP COM CUSIP 30231G102							
61 000	86 55	0 00	5,279 55	5,431 99	-152 44	0 00	-152 44
FRKLN RES INC COM CUSIP 354613101							
24 000	125 70	0 00	3,016 80	2,693 51	323 29	0 00	323 29
GENERAL ELECTRIC CO CUSIP 369604103							
173 000	20 99	32 87	3,631 27	2,946 74	684 53	0 00	684 53
GOOGLE INC CL A CL A CUSIP 38259P508							
5 000	709 37	0 00	3,546 85	2,640 30	906 55	0 00	906 55
HOME DEPOT INC COM CUSIP 437076102							
82 000	61 85	0 00	5,071 70	3,657 68	1,414 02	0 00	1,414 02
INTEL CORP COM CUSIP 458140100 INTC							
89 000	20 63	0 00	1,836 07	2,465 03	-628 96	0 00	-628 96
INTERCONTINENTALEXCHANGE INC COM CUSIP 45865V100							
16 000	123 81	0 00	1,980 96	2,017 87	-36 91	0 00	-36 91

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
18 000	191 55	0 00	3,447 90	1,857 17	1,590 73	0 00	1,590 73
JOHNSON CTL INC COM CUSIP 478366107							
57 000	30 70	0 00	1,749 90	1,517 55	232 35	0 00	232 35
JPMORGAN CHASE & CO COM CUSIP 46625H100							
107 000	43 97	0 00	4,704 79	3,383 20	1,321 59	0 00	1,321 59
MC DONALDS CORP COM CUSIP 580135101							
40 000	88 21	0 00	3,528 40	3,487 24	41 16	0 00	41 16
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
37 000	68 35	0 00	2,528 95	1,656 45	872 50	0 00	872 50
NIKE INC CL B CUSIP 654106103							
36 000	51 60	0 00	1,857 60	1,148 75	708 85	0 00	708 85
NOBLE CORPORATION (SWITZERLAND) COM USD0 10 CUSIP H5833N103							
71 000	34 82	0 00	2,472 22	2,586 88	-114 66	0 00	-114 66
NOBLE ENERGY INC COM CUSIP 655044105							
18 000	101 74	0 00	1,831 32	1,066 95	764 37	0 00	764 37
NORFOLK SOUTHN CORP COM CUSIP 655844108							
39 000	61 84	0 00	2,411 76	2,631 84	-220 08	0 00	-220 08

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
NUCOR CORP COM CUSIP 670346105							
34 000	43 18	12 49	1,468 12	1,534 78	-66 66	0 00	-66 66
OMNICOM GROUP INC COM CUSIP 681919106							
51 000	49 96	0 00	2,547 96	2 274 64	273 32	0 00	273 32
ORACLE CORP COM CUSIP 68389X105 ORCL							
116 000	33 32	0 00	3,865 12	3,159 02	706 10	0 00	706 10
PFIZER INC COM CUSIP 717081103							
198 000	25 08	0 00	4,965 84	4,768 88	196 96	0 00	196 96
PRECISION CASTPARTS CORP COM CUSIP 740189105							
13 000	189 42	0 00	2,462 46	2,130 29	332 17	0 00	332 17
PROCTER & GAMBLE COM NPV CUSIP 742718109							
25 000	67 89	0 00	1,697 25	1,420 22	277 03	0 00	277 03
QUALCOMM INC COM CUSIP 747525103 QCOM							
75 000	62 02	0 00	4,651 50	3,911 97	739 53	0 00	739 53
SCHLUMBERGER LTD COM COM CUSIP 806857108							
33 000	69 29	11 00	2,286 57	2,777 28	-490 71	0 00	-490 71
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
74 000	27 38	0 00	2,026 12	1,361 38	664 74	0 00	664 74

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
ST JUDE MED INC COM CUSIP 790849103							
51 000	36 14	11 73	1,843 14	2 184 84	-341 70	0 00	-341 70
STARBUCKS CORP COM CUSIP 855244109							
54 000	53 62	0 00	2,895 48	2,443 95	451 53	0 00	451 53
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
23 000	82 01	0 00	1,886 23	1,772 38	113 85	0 00	113 85
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
52 000	54 24	0 00	2,820 48	2,096 03	724 45	0 00	724 45
US BANCORP CUSIP 902973304 USB							
93 000	31 94	18 13	2,970 42	2,381 05	589 37	0 00	589 37
V F CORP COM CUSIP 918204108							
27 000	150 97	0 00	4,076 19	2,837 25	1,238 94	0 00	1,238 94
VERIZON COMMUNICATIONS COM CUSIP 92343V104 VZ							
40 000	43 27	0 00	1,730 80	1,482 54	248 26	0 00	248 26
WALT DISNEY CO CUSIP 254687106							
49 000	49 79	0 00	2,439 71	1,472 68	967 03	0 00	967 03
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
133 000	34 18	0 00	4,545 94	3,605 93	940 01	0 00	940 01
Total USD		86 22	159,376 99	128,959 69	30,417 30	0 00	30,417 30

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
Total United States		86 22	159,376 99	128,959 69	30,417 30	0 00	30,417 30
Total Common Stock							
3,067.000		**86.22**	**161,416.43**	**130,407.81**	**31,008.62**	**0.00**	**31,008 62**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
3,620 910	19 18	0 00	69,449 05	50,887 31	18,561 74	0 00	18,561 74
Total USD		0 00	69,449 05	50,887 31	18,561 74	0 00	18,561 74
Total Emerging Markets Region		0 00	69,449 05	50,887 31	18,561 74	0 00	18,561 74
Global Region - USD							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
206 000	35 62	75 78	7,337 72	6,590 61	747 11	0 00	747 11
Total USD		75 78	7,337 72	6,590 61	747 11	0 00	747 11
Total Global Region		75 78	7,337 72	6,590 61	747 11	0 00	747 11
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
7,955 070	9 56	0 00	76,050 46	63,783 86	12,266 60	0 00	12,266 60
Total USD		0 00	76,050 46	63,783 86	12,266 60	0 00	12,266 60
Total International Region		0 00	76,050 46	63,783 86	12,266 60	0 00	12,266 60
United States - USD							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665							
580 630	16 37	0 00	9,504 91	8,340 62	1,164 29	0 00	1,164 29
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
1,538 920	11 89	0 00	18,297 75	13,802 38	4,495 37	0 00	4,495 37
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
955 700	9 74	0 00	9,308 51	8 538 48	770 03	0 00	770 03
Total USD		0 00	37,111 17	30,681 48	6,429 69	0 00	6,429 69
Total United States		0 00	37,111 17	30,681 48	6,429 69	0 00	6,429 69
Total Equity Funds **14,857.230**		**75.78**	**189,948 40**	**151,943.26**	**38,005 14**	**0.00**	**38,005 14**
Other equity							
United States - USD							
SIMON PROPERTY GROUP INC COM CUSIP 828806109							
19 000	158 09	0 00	3,003 71	1,628 98	1,374 73	0 00	1 374 73
Total USD		0 00	3,003 71	1,628 98	1,374 73	0 00	1,374 73
Total United States		0 00	3,003 71	1,628 98	1,374 73	0 00	1,374 73
Total Other Equity **19.000**		**0.00**	**3,003.71**	**1,628.98**	**1,374.73**	**0.00**	**1,374 73**
Total Equity Securities **17,943.230**		**162 00**	**354,368.54**	**283,980.05**	**70,388.49**	**0 00**	**70,388.49**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806							
15,161 030	10 63	0 00	161,161 74	153,309 18	7,852 56	0 00	7,852 56
Issue Date 25 Aug 08							
MFB NORTHERN FDS ULTRA SHORT FIXED INCOME FD CUSIP 665162467							
1,420 730	10 21	0 00	14,505 65	14,534 05	-28 40	0 00	-28 40
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
12,644 500	7 55	0 00	95,465 97	84,328 93	11,137 04	0 00	11,137 04
Issue Date 25 Aug 08							
Total USD		0 00	271,133 36	252,172 16	18,961 20	0 00	18,961 20
Total United States		0 00	271,133 36	252,172 16	18,961 20	0 00	18,961 20
Total Corporate/Government **29,226.260**		**0.00**	**271,133.36**	**252,172.16**	**18,961.20**	**0.00**	**18,961.20**
Other bonds							
United States - USD							
MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L605							
275 000	26 30	27 43	7,232 50	6 859 87	372 63	0 00	372 63
Issue Date 07 Dec 12							
MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506							
279 000	25 52	1 81	7,120 08	6,962 88	157 20	0 00	157 20
Issue Date 07 Dec 12							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income Securities							
Other bonds							
Total USD		29 24	14,352 58	13,822 75	529 83	0 00	529 83
Total United States		29 24	14,352 58	13,822 75	529 83	0 00	529 83
Total Other Bonds **554.000**		**29 24**	**14,352.58**	**13,822.75**	**529.83**	**0.00**	**529.83**
Total Fixed Income Securities **29,780.260**		**29.24**	**285,485.94**	**265,994.91**	**19,491.03**	**0.00**	**19,491.03**
Real Estate							
Real estate funds							
Global Region - USD							
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
2,171 940	18 31	0 00	39,768 22	29,935 83	9,832 39	0 00	9,832 39
Total USD		0 00	39,768 22	29,935 83	9,832 39	0 00	9,832 39
Total Global Region		0 00	39,768 22	29,935 83	9,832 39	0 00	9,832 39
Total Real Estate Funds **2,171.940**		**0.00**	**39,768 22**	**29,935 83**	**9,832.39**	**0.00**	**9,832 39**
Total Real Estate **2,171 940**		**0.00**	**39,768.22**	**29,935.83**	**9,832.39**	**0.00**	**9,832.39**
Commodities							
Commodities							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Commodities							
Commodities							
Global Region - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
267 000	162 01	0 00	43,256 67	32,309 31	10,947 36	0 00	10,947 36
Total USD		0 00	43,256 67	32,309 31	10,947 36	0 00	10,947 36
Total Global Region		0 00	43,256 67	32,309 31	10,947 36	0 00	10,947 36
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
1,094 980	6 64	0 00	7,270 66	7,221 88	48 78	0 00	48 78
Total USD		0 00	7,270 66	7,221 88	48 78	0 00	48 78
Total United States		0 00	7,270 66	7,221 88	48 78	0 00	48 78
Total Commodities **1,361.980**		**0 00**	**50,527.33**	**39,531.19**	**10,996 14**	**0 00**	**10,996 14**
Total Commodities **1,361.980**		**0.00**	**50,527.33**	**39,531.19**	**10,996.14**	**0.00**	**10,996.14**
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	0 43	35,264 36	35,264 36	0 00	0 00	0 00
Total short term - all currencies		0 43	35,264 36	35,264 36	0 00	0 00	0 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Cash and Short Term Investments							
Short term							
Total short term - all countries		0 43	35,264 36	35,264 36	0 00	0 00	0 00
Total Short Term							
35,264.360		**0.43**	**35,264.36**	**35,264.36**	**0.00**	**0.00**	**0 00**
Total Cash and Short Term Investments							
35,264.360		**0.43**	**35,264.36**	**35,264.36**	**0.00**	**0.00**	**0.00**
Total							
86,521.770		**191.67**	**765,414.39**	**654,706.34**	**110,708.05**	**0.00**	**110,708.05**

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