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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning , 2012, and ending

THE JOSEPH J. SCOTT FOUNDATION
123 WEST 1ST STREET, SUITE 620
CASPER, WY 82601A Employer identification number
26-3374979B Telephone number (see the instructions)
307-266-2949C 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 changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 5,803,683.
J Accounting method: ☒ 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)

1 Contributions, gifts, grants, etc., received (att sch)

200,000.

2 Check ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

195,101.

195,101.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

80,367.

b Gross sales price for all assets on line 6a

621,288.

7 Capital gain net income (from Part IV, line 2)

80,367.

8 Net short-term capital gain

80,367.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

475,468.

275,468.

80,367.

13 Compensation of officers, directors, trustees, etc.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

c Other prof fees (attach sch) See St 1

56,656.

56,656.

17 Interest

18 Taxes (attach schedule)(see instrs) See Stm 2

4,081.

1,781.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement B

27,595.

181.

27,414.

24 Total operating and administrative expenses. Add lines 13 through 23

88,332.

58,618.

27,414.

25 Contributions, gifts, grants paid Part IV

492,073.

492,073.

26 Total expenses and disbursements. Add lines 24 and 25

580,405.

58,618.

0.

519,487.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-104,937.

b Net investment income (if negative, enter -0-)

216,850.

c Adjusted net income (if negative, enter -0-)

80,367.

SCANNED NOV 22 2013

ADMINISTRATIVE AND OPERATING EXPENSES

RECEIVED
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U.S. DEPT. OF TREASURY

24

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing		17,891.	17,891.
	2 Savings and temporary cash investments	349,099.	250,200.	250,200.
	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 sch.) Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	2,942,132.	3,306,705.	4,139,657.
	c Investments — corporate bonds (attach schedule)	1,501,158.	1,112,656.	1,395,935.
	11 Investments — land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	4,792,389.	4,687,452.	5,803,683.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,792,389.	4,687,452.	
	30 Total net assets or fund balances (see instructions)	4,792,389.	4,687,452.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,792,389.	4,687,452.	

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	4,792,389.
2 Enter amount from Part I, line 27a	2	-104,937.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,687,452.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,687,452.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a PUBLICLY-TRADED SECURITIES		P	Various	Various
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 621,288.		540,921.	80,367.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			80,367.
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	80,367.
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	80,367.

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 (column (b) divided by column (c))
2011	202,866.	5,617,643.	0.036112
2010	562,846.	5,012,384.	0.112291
2009	560,516.	5,225,641.	0.107263
2008		615,625.	
2007			

2 Total of line 1, column (d)	2	0.255666
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	0.063917
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,725,657.
5 Multiply line 4 by line 3	5	365,967.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,169.
7 Add lines 5 and 6	7	368,136.
8 Enter qualifying distributions from Part XII, line 4	8	519,487.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,169.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	2,169.
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	2,169.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	2,300.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	2,300.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	131.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 131. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) DE		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>CORDELL FONNESBECK</u> Telephone no. <u>(307) 266-2949</u>			
Located at <u>123 WEST 1ST STREET, SUITE 620 CASPER WY</u> ZIP + 4 <u>82601</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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
1 a 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)? Organizations relying on a current notice regarding disaster assistance check here. ☐	1 b	N/A
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?	1 c	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 ▶ 20 __ , 20 __ , 20 __ , 20 __		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

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)

6 a 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?

6 b X

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

7 a 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

7 b

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
JOSEPH J. SCOTT P.O. BOX 2983 CASPER, WY 82602	President/Di 1.00	0.	0.	0.
CORDELL FONNESBECK 1644 KINGSBURY CASPER, WY 82609	V.P./DIRECTO 1.00	0.	0.	0.
MARK PETRIE 300 NORTH FOREST CASPER, WY 82609	VP/DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000..

0

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

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	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	1 a	5,481,221.
b Average of monthly cash balances	1 b	331,629.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	5,812,850.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	5,812,850.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	87,193.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,725,657.
6 Minimum investment return. Enter 5% of line 5	6	286,283.

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	286,283.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	2,169.
b Income tax for 2012. (This does not include the tax from Part VI.)	2 b	3,860.
c Add lines 2a and 2b	2 c	6,029.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	280,254.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	280,254.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	280,254.

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	1 a	519,487.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	519,487.
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	2,169.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	517,318.

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				284,114
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3. Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	219,841			
d From 2010	316,791			
e From 2011	0			
f Total of lines 3a through e	536,632			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 519,487				
a Applied to 2011, but not more than line 2a			0.	
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				284,114
e Remaining amount distributed out of corpus	235,373			
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 . . .	772,005			
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 instructions . . .			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	772,005			
10 Analysis of line 9:				
a Excess from 2008 . . .				
b Excess from 2009 . . .	219,841			
c Excess from 2010 . . .	316,791			
d Excess from 2011 . . .	0			
e Excess from 2012 . . .	235,373			

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)

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

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

JOSEPH J. SCOTT

- 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 ☒ 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 See Statement 4				
Total			3 a	492,073.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	195,101	
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			14	80,367	
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)				275,468	
13 Total. Add line 12, columns (b), (d), and (e)				13	275,468

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Form 990-PF (2012)

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

THE JOSEPH J. SCOTT FOUNDATION

Employer identification number

26-3374979

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

☐ 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ,

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

THE JOSEPH J. SCOTT FOUNDATION

26-3374979

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOSEPH J. SCOTT P.O. BOX 2983 CASPER, WY 82601	\$ 200,000.	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.)
			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

THE JOSEPH J. SCOTT FOUNDATION

26-3374979

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
	N/A		
		\$	
(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
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Employer identification number

26-3374979

organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

► \$ N/A

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
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2012

Federal Statements

Page 1

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THE JOSEPH J. SCOTT FOUNDATION

26-3374979

11/15/13

05:18PM

Statement 1
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MANAGEMENT SERVICES	\$ 56,656.	\$ 56,656.		
Total	\$ 56,656.	\$ 56,656.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ESTIMATED TAXES PAID	\$ 2,300.			
FOREIGN TAXES WITHHELD	1,781.	\$ 1,781.		
Total	\$ 4,081.	\$ 1,781.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADMINISTRATIVE FEES	\$ 27,414.			\$ 27,414.
BANK CHARGES	121.	\$ 121.		
WIRE TRANSFER FEES.....	60.	60.		
Total	\$ 27,595.	\$ 181.	\$ 0.	\$ 27,414.

Statement 4
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
BOYS AND GIRLS CLUB OF CENTRAL WYOMING 1701 E. "K" STREET CASPER, WY 82601		509(a) (1)	GENERAL & UNRESTRICTED	\$ 100,000.
TWO FLY FOUNDATION INC. 2231 MIRACLE DRIVE CASPER, WY 82609		501(c) (2)	GENERAL & UNRESTRICTED	10,000.

Client 1000

THE JOSEPH J. SCOTT FOUNDATION

26-3374979

11/15/13

05:18PM

Statement 4 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
MOTHER SEATON HOUSING INC. P.O. BOX1557 CASPER, WY 82602		509(a) (1)	GENERAL & UNRESTRICTED	\$ 60,000.
CASPER FAMILY YMCA 315 EAST 15TH CASPER, WY 82601		509(a) (1)	GENERAL & UNRESTRICTED	2,000.
CHILD DEVELOPMENT CTR. OF NATRONA COUNTY 2020 EAST 12TH CASPER, WY 82601		509(a) (2)	GENERAL & UNRESTRICTED	20,000.
CASPER COLLEGE FOUNDATION 125 COLLEGE DRIVE CASPER, WY 82601		509(a) (1)	GENERAL & UNRESTRICTED	27,500.
NATRONA COUNTY SCHOOL DISTRICT NO.1 970 N GLENN RD. CASPER, WY 82601		509(a) (1)	STUDENT OFFERED SUPPORT	4,000.
NICOLAYSEN ART MUSEUM 400 E. COLLINS CASPER, WY 82601		509(a) (2)	GENERAL & UNRESTRICTED	6,000.
WELD RE-5J SCHOOL DISTRICT 100 BROAD STREET MILLIKEN, CO 80543		509(a) (1)	GENERAL & UNRESTRICTED	5,000.
SAINT ANTHONY TRI-PARISH CATHOLIC SCHOOL 1145 W. 20TH STREET CASPER, WY 82604		509(a) (1)	777 CAMPAIGN	232,573.
TFSD EDUCATION FOUNDATION 828 BLUE LAKES BLVD.N. TWIN FALLS , ID 83301		509(a) (1)	GENERAL & UNRESTRICTED	5,000.
UNITED WAY OF NATRONA COUNTY CASPER, WY 82601		509(a) (1)	GENERAL & UNRESTRICTED	10,000.
ARC OF NATRONA COUNTY CASPER, WY 82601		509(a) (2)	GENERAL & UNRESTRICTED	10,000.
Total				\$ 492,073.

Form 990-PF, Part I, Line 16c - Other Professional Fees

		TOTAL:		56,656	56,656	(b)	(c)	(d)
	Description	Expenses per Books	Net Investment Income	Adjusted Net Income	Charitable Purpose			
1	Investment Management Services	56,656	56,656	0	0			
2								
3								
4								
5								

Form 990-PF, Part I, Line 18 - Taxes

		TOTAL:					
		(a)	(b)	(c)	(d)		
		Expenses per Books	Net Investment Income	Adjusted Net Income	Charitable Purpose		
1	Description						
2	Estimated Tax for 2012	2,300	0	0	0		
3	Foreign Tax Paid	1,781	1,781	0	0		
4							
5							

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

		TOTAL:		27,595	181	0	27,414
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose		
1	Administrative Fees	27,414	0	0	27,414		
2	Bank Charges	121	121	0	0		
3	Wire Transfer Fees	60	60	0	0		
4							
5							

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

		TOTAL:		1,168,111		1,502,019	
	Description	Shares	Book Value December 31, 2012	FMV December 31, 2012			
1	ABBOTT LABS (ABT)	559	26,090	36,615			
2	ACCENTURE PLC (ACN)	363	14,201	24,140			
3	ACE LTD (ACE)	85	5,036	6,783			
4	AEGON NV PFD - 6.875% (AEV)	83	1,496	2,075			
5	AEGON NV PFD - 6.375% (AEH)	385	6,589	9,687			
6	AEGON NV PFD - 6.500% (AED)	90	1,551	2,238			
7	AEGON NV PFD - 6.40% (AEB)	180	2,012	4,190			
8	AEGON NV PFD - 7.25% (AEF)	96	1,496	2,407			
9	AIR PRODS & CHEM INC. (APD)	63	4,983	5,293			
10	ALLIANZ SE PFD 8.2% (018805200)	525	11,423	13,453			
11	AMERIPRISE FINANCIAL INC 7.75% 6/15/39 (AMPRA)	199	4,707	5,467			
12	AON CORP (AON)	119	5,841	6,618			
13	APACHE CORPORATION (APA)	85	7,919	6,673			
14	AT&T CORP COM NEW (T)	872	23,173	29,395			
15	BANK AMER CORP ENH BUFFER MKT LKD DJIA (06052R492)	1,500	15,000	16,590			
16	BARCLAYS BANK PLC - 6.625% - ADS SER (BCSPR)	170	1,956	4,250			
17	BARCLAYS BANK PLC SER 3 - 7.100% (BCSPRA)	217	2,576	5,438			
18	BARCLAYS BK SPONS ADR PREF SHS SER 5 8.125% PERPET 06739H362 (BCSPRD)	359	6,757	9,129			
19	BARCLAYS BANK PLC PRFD 'C' (BCSPRC)	188	3,242	4,734			
20	BECTON DICKINSON & CO (BDX)	223	17,002	17,436			
21	BERKLEY W R CAP TR II GTD TR (WRBPRA)	360	7,248	9,072			
22	CENTURYLINK INC (CTL)	390	12,652	15,257			
23	CHEVRON CORP NEW (CVX)	365	28,988	39,471			
24	CITIGROUP CAP IX TR PFD - 7.00% - 02/14/2033 (CPRS)	156	2,277	3,895			
25	CITIGROUP CAPITAL XIII - 7.875% - 10/30/2040 (CPRN)	199	5,244	5,552			
26	CITIGROUP CAPITAL XVI - 6.450% - 12/31/2066 (CPRW)	76	958	1,902			
27	CITIGROUP CAP VIII (CPRZ)	23	241	579			
28	CITIGROUP CAPITAL X PFD - 6.100% - 09/30/2033 (CPRR)	126	1,551	3,134			
29	CITIGROOUP CAPITAL XVII PFD - 6.350% - 03/15/2067 (CPRE)	108	1,310	2,703			
30	COCA-COLA CO (KO)	512	12,203	18,560			
31	COMMONWEALTH REIT SR NT 7.50% 11/15/2019 (CWHN)	100	1,938	2,137			
32	CONOCOPHILLIPS (COP)	247	10,246	14,324			
33	CREDIT SUISSE GRNS TIER 1 (CRP)	562	12,832	14,258			
34	CULLEN FROST BANKERS INC (CFR)	134	7,236	7,272			
35	DANAHER CORP (DHR)	65	3,259	3,634			
36	DEUTSCH BK CONTINGENT CAP TR V TR PFD SECS 8.05% (DKT)	121	3,098	3,305			
37	DB CAPITAL FDG VIII - 6.375% - PERPETUAL (DUA)	160	2,242	4,008			
38	DEUTSCH BK C/F TR X PFD (DCE)	77	1,483	1,930			
39	DEUTSCHE BK CONTINGENT CAP TR III TR PFD SECS 7.6% 25154A108 (DTK)	190	4,222	5,119			
40	DB CONT CAP TR II - 6.550% (DXB)	449	6,289	11,526			

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

		TOTAL:			1,168,111	1,502,019
	Description	Shares	Book Value December 31, 2012	FMV December 31, 2012		
41	DIAGEO ADS (DEO)	90	5,236	10,492		
42	DISNEY WALT CO (DIS)	173	4,449	8,614		
43	DOMINION RES INC VA NEW 8.375% 06/15/2064 (DRU)	236	6,140	6,355		
44	DU PONT DE NEMOURS (DD)	374	12,322	16,822		
45	EATON CORP PLC COM (ETN)	186	9,603	10,023		
46	EMERSON ELECTRIC CO. (EMR)	390	16,378	20,654		
47	ENERGY ARK INC 1ST MTG BD - 5.750% - 11/01/2040 29364D779 (EAA)	66	1,646	1,763		
48	ENERGY LA LLC SER - 5.875% - 06/15/2041 (ELA)	33	814	880		
49	ENERGY LOUISIANA LLC 1ST MTG BD - 6.0% (ELB)	61	1,527	1,627		
50	ENERGY MISSISSIPPI INC - 6.000% - 05/01/2051 (EMZ)	68	1,672	1,829		
51	ENERGY TEXAS INC (EDT)	96	2,482	2,781		
52	EVEREST RE CAP TR II SER B - 6.200% - 03/29/2034 (REPRB)	340	6,233	8,544		
53	EXXON MOBIL CORP (XOM)	436	33,383	37,736		
54	FPL GROUP CAP TRUST I 5.875% 3/15/2044 (NEEPRC)	44	1,083	1,124		
55	GENERAL ELEC CAP CORP NT 6.05% (GEGCL)	185	4,204	4,856		
56	GENERAL ELEC CAP CORP PUBLIC (GEJCL)	182	4,049	4,750		
57	GENERAL ELEC CAP CORP 6.45% (GERCL)	135	3,175	3,375		
58	GENERALMILLS INC (GIS)	825	27,471	33,347		
59	GOLDMAN_SACHS GROUP INC PFD - FLOAT % (GSPRA)	118	1,680	2,441		
60	GOLDMAN SACHS DEP SH (GSPRD)	29	546	604		
61	GOLDMAN SACHS - 6.125% - 11/01/2060 (GSF)	394	9,591	10,291		
62	HES CORP (HES)	80	5,008	4,237		
63	HOME DEPOT INC. (HD)	545	14,812	33,708		
64	HONEYWELL INTERNATIONAL INC. (HON)	473	20,052	30,021		
65	HSBC HLDGS PLC PERP SUB CAP SECS EXCH PREF SH (HCSPRB)	475	12,606	13,091		
66	HSBC HLDGS PFD SER A (HBCPRA)	162	2,683	4,055		
67	HSBCHLDGS PLC PFD (HCS)	133	2,910	3,374		
68	ING GROEP NV - 7.375% - PERPETUAL DEBT (IDG)	179	2,404	4,473		
69	ING GROEP NV DEBT - 7.050% - PERPETUAL (IND)	265	5,051	6,628		
70	ING GROEP PERP DEBT 7.20% (INZ)	210	4,774	5,267		
71	ING GROEP - 6.125% - PERPETUAL (ISG)	171	2,795	4,089		
72	INTEL CORP (INTC)	292	4,689	6,021		
73	INTERNATIONAL BUSINESS MACHINES (IBM)	94	11,844	18,006		
74	JOHNSON & JOHNSON (JNJ)	517	30,345	36,242		
75	JOHNSON CONTROLS INC. (JCI)	208	7,522	6,379		
76	JPM CHASE CAP XI - 5.875% - 06/15/2033 (JPMPRK)	251	5,258	6,318		
77	JPM CHASE CAP XIV - 6.200% - 10/15/2034 (JPMPRY)	70	1,393	1,781		
78	JPM CHASE CAP XXIX GTD CAP SER CC 6.7% 4/02/2040 (JPMPRC)	352	8,659	8,994		
79	KIMCO RLTY CORP DEPOSITARY SHS REPSTG 1/100 SH CUM (KIMPRH)	133	3,291	3,543		
80	LLOYDS BANKING GROUP PLC PRF 7 75% 12/15/2050 (LIN (LYGPRA)	199	5,099	5,457		

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

TOTAL:			1,168,111	FMV
	Description	Shares	Book Value December 31, 2012	December 31, 2012
81	LOCKHEED MARTIN COR (LMT)	247	18,945	22,796
82	M&T CAP TR PFD (MTBPRA)	39	963	989
83	MASTERCARD INC (MA)	22	4,778	10,808
84	MCDONALD'S CORP (MCD)	349	24,423	30,785
85	MEDTRONIC INC (MDT)	279	9,988	11,445
86	METLIFE INC. (MET)	365	12,701	12,023
87	METLIFE INC PFD B - 6.500% (METPRB)	276	5,034	6,961
88	MORGAN STANLEY CP TR III - 6.250% - 03/01/2033 (MWR)	215	4,098	5,368
89	MORGAN STANLEY CAP TR IV PFD - 6.250% - 04/01/2033 (MWG)	152	2,481	3,798
90	MORGAN STANLEY CAP TR V PFD - 5.750% - 07/15/2033 (MWO)	131	1,982	3,230
91	MORGAN STANLEY CP VI (MSJ)	55	1,235	1,386
92	MORGAN STANLEY CAP TR VII - 6.600% - 10/15/2066 (MSZ)	155	2,623	3,881
93	MORGAN STANLEY CAP TRUST 6.45% 4/15/2067 (MSK)	26	631	647
94	MORGAN STANLEY SER A - FLOAT % (MSPRA)	147	1,847	2,872
95	NABORS INDUSTRIES LTD COM (NBR)	2,000	28,363	28,900
96	NATIONAL GRID TRANSOCO PLC (NGG)	288	13,354	16,543
97	NATL RURAL UTILITY CFC NTS - 5.950% - 02/15/2045 (NRU)	85	1,901	2,174
98	NESTLE SA SPON ADR EACH REPR 1 (NSRGV)	112	4,652	7,293
99	NEXTERA ENERGY CAPITAL HOLDINGS INC 8.75% 3/01/69 (NEEPRF)	28	730	748
100	NEXTERA ENERGY - 6.600% - 10/01/2066 (FGC)	155	3,911	3,878
101	NORFOLK SOUTHERN CORP (NSC)	167	8,024	10,327
102	NORTHROP GRUMMAN CORP (NOC)	116	5,664	7,839
103	ORACLE CORP (ORCL)	483	11,797	16,094
104	PARTNERRE LTD. PFD 'C' (PREPRC)	81	1,739	2,042
105	PARTNERRE LTD PFD SER D - 6.500% - PERPETUAL (PREPRD)	279	5,506	7,025
106	PEPSICO INC (PEP)	339	18,833	23,198
107	PFIZER INC. (PFE)	1,439	25,206	36,089
108	PG & E CORP (PCG)	103	4,620	4,139
109	PHILIP MORRIS INTL (PM)	345	16,175	28,856
110	PHILLIP 66 COM (PSX)	123	3,045	6,531
111	POLYPORE INTL INC (PPO)	1,000	40,085	46,500
112	PPG CAPITAL INDUSTRIES (PPG)	349	19,909	47,237
113	PROCTER GAMBLE CO (PG)	263	15,712	17,855
114	PROLOGIS INC PFD SER R (PLDPRR)	50	799	1,262
115	PRUDENTIAL FINCL INC (PRU)	171	8,731	9,119
116	PRUDENTIAL FINL INC JR SUB NTS 9.00% 06/15/2038 (PHR)	226	4,916	5,835
117	PRUDENTIAL PLC - 6.500% -PERPETUAL (PUKPRR)	116	1,917	2,935
118	PRUDENTIAL PFD 6.75% PERPETUAL (PUKPR)	70	1,099	1,757
119	PRUDENTIAL SHORT DURATION HIGH (ISD)	2,000	40,007	37,840
120	PS BUSINESS PARKS INC - 6.875% (PSBPRR)	33	816	878

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

TOTAL:				1,168,111	1,502,019
	Description	Shares	Book Value December 31, 2012	FMV December 31, 2012	
121	PUBLIC STORAGE SBI O 6.875% (P'SAPRO)	31	772	838	
122	PUBLIC STORAGE 6.5% (PSAPRQ)	114	2,800	3,094	
123	PUBLIC STORAGE DEPOSITORY SHS 12/31/2049 (PSAPRP)	33	825	875	
124	QUEST DIAGNOSTICS (DGX)	110	6,323	6,410	
125	REALTY INCOME CORP PFD CL E - 6.750% - PERPETUAL (OPRE)	104	2,203	2,654	
126	REGAL ENTERTAINMENT (RGC)	1,050	11,960	14,648	
127	RENAISSANCE HLDGS LTD. PFD 'C' (RNRPRC)	38	658	953	
128	RENAISSANCE HLDGS PFD SER D - 6.600% - PERPETUAL (RNRPRD)	151	3,479	3,799	
129	REYNOLDS AMERN INC (RAI)	78	2,532	3,232	
130	SANTANDER FIN PFD - 10.500% - PERPETUAL (STDPRE)	412	10,651	11,112	
131	SCANA CORP NEW JR SB NT 7.7% 1/30/65 (SCU)	27	706	734	
132	STANLEY BLACK & DECKER INC (SWK)	86	4,853	6,361	
133	SYSCO CORP (SY)	543	13,710	17,191	
134	TARGET CORPORATION (TGT)	187	10,139	11,065	
135	TELEPHONE AND DATA SYSTEMS 7.00% 3/15/2060 (TDJ)	112	2,789	2,966	
136	TELEPHONE & DATA SYSTEMS - 6.875% - 11/15/2059 (TDE)	54	1,344	1,409	
137	TELEPHONE & DATA SYSTEMS 6.625% 3/31/2045 (TDI)	24	351	606	
138	TRAVELERS COMPANIES INC (TRV)	214	10,842	15,369	
139	USB PFD FMDG TR IV PFD - FLOAT % (USBPRD)	331	3,966	4,922	
140	UNITED TECHNOLOGIES CORP (UTX)	378	24,885	31,000	
141	US BANCORP SER B - FLOAT % - PERPETUAL (USBPRH)	62	935	1,530	
142	VERIZON COMMUNICATIONS (VZ)	369	11,372	15,967	
143	VIACOM INC CL B (VIAB)	78	3,406	4,114	
144	VODAFONE GROUP PLC (VOD)	212	4,398	5,340	
145	VORNADO REALTY LP PUBLIC INCOME NT 7.875% 10/1/39 (VNOD)	445	11,322	12,051	
146	VORNADO REALTY TRUST 6.875% (VNOPRJ)	34	846	917	
147	WACHOVIA PFD FUNDING PFD SER A - 7.250% - PERP (WNAPR)	382	7,300	10,089	
148	WEINGARTEN REALTY SER F - 6.500% - PERPETUAL (WRIPRF)	355	6,125	8,861	
149	WEINGARTEN REALTY INVESTORS (WRD)	75	1,573	1,707	
150	WELLS FARGO CAPITAL IX PFD - 5.625% - 04/08/2034 (JWF)	111	2,099	2,784	
151	WELLS FARGO CAP VII GTD TR PFD 5.85% 5/1/33 (WPK)	107	1,962	2,738	
152	WELLS FARGO CAPITAL XII 7.875% 3/15/2068 (BWF)	44	979	1,115	
153	XCEL ENERGY INC JR SUB NT 7.600% 01/01/2068 (XCJ)	192	4,967	4,858	
154	3M CO (MMM)	323	22,359	29,991	

Form 990-PF, Part II, Line 10b - Investments - Mutual Funds

		TOTAL:		1,990,862	2,445,335
	Description	Shares	Book Value December 31, 2012	FMV December 31, 2012	
1	ALGER CHINA U.S. GROWTH FUND CLASS C (CHUCX)	421	4,989	6,605	
2	CALMOS INTL GROWTH FUND CLASS A (CIGRX)	2,914.774	50,115	51,183	
3	COHEN & STEERS DIV VALUE FUND (DVFCX)	7,699.713	76,865	100,481	
4	COHEN & STEERS GLOBAL REALTY SHARES, INC CLASS C (CSFCX)	2,471.228	84,695	108,833	
5	COHEN & STEEP PR PREF SECURITIES (CPXIX)	10,341.662	134,109	138,165	
6	COHEN & STEERS REAL ASSET FUND (RAPIX)	10,199.894	101,569	102,407	
7	COLUMBIA MARSICO 21ST CENTURY CL (NMYCX)	591	4,994	7,228	
8	FEDERATED MARKET OPPORTUNITIES FUND C (FMRCX)	730	8,331	6,650	
9	FEDERATED MARKET OPPORTUNITY FUND IS (FMIIX)	11,245.462	112,121	103,458	
10	HARTFORD CAPITAL APPRECIATION II FUND CLASS C (HFCX)	9,009	80,000	124,775	
11	HARTFORDCAPITAL APPRECIATION FUND CLASS C (THE) (HCACX)	371.30	8,105	11,321	
12	IVY ASSET STRATEGY CL C (WASCX)	5,299.145	102,523	133,750	
13	LOOMIS SAYLES STRATEGIC INC CL C (NECZX)	495.333	6,138	7,707	
14	LORD ABBETT SECURITIES TR BOND DEBENTURE TR CL C (BDLAX)	1,860.253	12,377	15,180	
15	LORD ABBETT SECURITIES TRUST AIL VALUE FUND CL C (GILAX)	1,619.149	13,664	20,142	
16	MFS INTERNATIONAL DIVERSIFICATION FD CL C (MDIGX)	1,578.687	15,181	22,102	
17	PIMCO HIGH YIELD FD CL C (PHDCX)	8,584.894	65,457	82,758	
18	PIONEER GLOBAL HIGH YLD FD 'A' (PGHYX)	3,094.400	30,443	31,718	
19	PIONEER STRATEGIC INCOME C (PSRCX)	13,977.677	122,793	154,314	
20	PRUDENTIAL JENNISON NATURAL (PNRCX)	-247	7,293	9,275	
21	PUTNAM DYNAMIC ASSET ALLOC GROWTH PORTFOLIO FUND CL C (PAECX)	12,148.05	109,674	158,654	
22	PUTNAM GROWTH OPPORTUNITIES CL A (POGAX)	5,378.29	100,307	100,036	
23	PUTNAM VOYAGER FD CLASS C (PVFCX)	8,782.44	151,520	179,250	
24	TOUCHSTONE LARGE CAP GROWTH CLASS A (TEQAX)	876.747	15,137	23,207	
25	TRANSAMERICA ASSET ALLOCATION -GROWTH PORTFOLIO (IAALX)	11,383.995	101,632	140,251	
26	TRANSAMERICA MORGAN STANLEY CPTL GROWTH FUND C (ILLX)	3,537.434	32,759	50,408	
27	TRANSAMERICA SH/TER BOND C (ITACX)	11,845.957	114,941	123,790	
28	TRANSAMERICA SMALL/MID CAP VALUE CLASS C (IIVLX)	9,198.814	134,812	192,531	
29	WELLS FARGO ASSET ALLOCATION FD CLASS C (EACFX)	19,286.73	188,317	239,155	

Form 990-PF, Part II, Line 10b - Investments - Other Securities

TOTAL:					37,105	58,703
	Description	Shares	Book Value December 31, 2012	FMV December 31, 2012		
1	BOSTON PPTYS INC (BXP)	95	5,402	10,052		
2	DIGITAL RLTY TR INC (DLR)	246	13,729	16,701		
3	HEALTH CARE PPTY INVS INC (HCP)	202	5,259	9,122		
4	PROLOGIS INC (PLD)	240	7,117	8,758		
5	SIMON PPTY GROUP INC NEW (SPG)	89	5,597	14,070		

Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds

		TOTAL:			1,229,595	1,529,535
	Description	Shares	Book Value December 31, 2012	FMV December 31, 2012		
1	ACE INA HOLDINGS 5.875% DUE 06/15/14 (00440EAG2)	60,000	60,164	64,434		
2	ALLEGIANCE CORP 7% 10/15/2025 (017475AC8)	50,000	42,939	67,583		
3	ANADARKO PETE CORP 4/15/2012 6.125% (032511AT4)	50,000	56,312	69,068		
4	BANK OF AMERICA NA MARKET - 3/28/2014 CD (06051A540)	10,000	116,939	133,600		
5	BJ SERVICES CO 6/1/2018 6% (055482AJ2)	50,000	48,529	61,226		
6	BLACK & DECKER SR NTS 5.750% 11/15/2016 MAKE WHOLE (091797AN0)	50,000	46,760	57,696		
7	DEVON ENERGY CORP 4/15/2032 (251799AA0)	17,000	17,880	25,151		
8	DOW CHEMICAL CO 6.85% 8/15/2013 (260543BF9)	50,000	50,021	51,822		
9	FIRST ENERGY CORP 7.375% 11/15/2031 (337932AC1)	75,000	75,471	96,869		
10	GENERAL ELEC CAP CORP MTN BE 5.400% 02/15/2017 FR (36962G2G8)	92,000	90,477	105,809		
11	GENERAL ELEC CAP CORP MTN BE 5.62500% 05/01/2018 (36962G3U6)	50,000	49,828	59,377		
12	GOLDMAN SACHS 5.95% 1/18/18 (38141GFG4)	50,000	48,885	58,185		
13	HOMEDEPOT INC SR UNS 5.250% CALLABLE 12/16/2012 @ (437076AR3)	50,000	50,043	52,313		
14	KEER-MCGEE 6.95% 7/1/2024 (492386AU1)	50,000	45,325	63,348		
15	MARATHON OIL CORP BOND - 6.000% - 10/01/2017 (565849AD8)	50,000	47,126	60,098		
16	PPL ENERGY SUPPLY 6.2% 5/15/2016 (69352JAH0)	50,000	45,444	57,214		
17	ROHM & HAAS CO 7.85% 7/15/2029 (775371AU1)	100,000	98,611	135,033		
18	TIME WARNER INC 6.500% 11/15/2036 (887317AD7)	50,000	46,005	62,543		
19	TRANS CANADA PIPE 6.5% 8/15/2018 (89352HAF6)	50,000	50,144	62,969		
20	WILLIAMS CO 9/1/2021 (969457BG4)	38,000	32,300	48,957		
21	XTO ENERGY INC SR NT - 6.250% - 08/01/2017 (98385XALO)	110,000	110,394	136,245		

2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No. KAU-000426 Customer Service 888-379-4141
Recipient ID No ***-**-5970 Payer's Fed ID Number. 04-352356

FORM 1099-B* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-0077

Short-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part I (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP										
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State	15 S
COMMONWEALTH REIT CUM RED PFD SER C 7.12, 203233309										
Cash In Lieu	08/24/12	08/24/12	0.000	9.71	0.00	9.71				With
EATON CORP PLC COM, ETN, G29183103										
Cash In Lieu	12/04/12	12/04/12	0.000	48.78	0.00	48.78				
PHILLIPS 66 COM, PSX, 718546104										
Cash In Lieu	05/04/12	05/04/12	0.000	15.39	0.00	15.39				
PS BUSINESS PKS INC CALIF DEP SHS REPSTG, 69360J875										
Cash In Lieu	06/15/12	06/15/12	0.000	29.86	0.00	29.86				
PS BUSINESS PKS INC CALIF DEPOSITARY SHS, 69360J743										
Cash In Lieu	10/09/12	10/09/12	0.000	1.71	0.00	1.71				
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D232										
Cash In Lieu	04/11/12	04/11/12	0.000	10.17	0.00	10.17				
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D257										
Cash In Lieu	02/09/12	02/09/12	0.000	14.96	0.00	14.96				
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D448										
Cash In Lieu	07/12/12	07/12/12	0.000	2.77	0.00	2.77				
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D554										
Cash In Lieu	10/15/12	10/15/12	0.000	1.63	0.00	1.63				

This is important tax information and is being furnished to the Internal Revenue Service. 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.



2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION
 Account No KAU-000426 Customer Service: 888-379-4146
 Recipient ID No. ***-5970 Payer's Fed ID Number 04-3523567

FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715

Short-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part I (i)
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	15 State Tax Withheld
PUBLIC STORAGE MARYLAND DEPOSITARY SHS R, 74460D398									
Cash In Lieu	02/21/12	02/21/12	0.000	3.98	0.00	3.98			
VIACOM INC NEW SR NTPFD 6.85% 12/15/2055, 92553P300									
Redemption	01/09/12	01/21/11	90.000	2,250.00	2,312.86	-62.86			
TOTALS				2,388.96	2,312.86(c)			0.00	
							Box B Short-Term Realized Gain	138.96	
							Box B Short-Term Realized Loss	-62.86	
							Box B Wash Sale Loss Disallowed	0.00	

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service: 888-379-4146

Recipient ID No ***-**-5970 Payer's Fed ID Number. 04-3523567

FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-007

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP

Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Disallowed	4 Federal Income Tax Withheld	13 State	15 St With
ANADARKO PETE CORP NT 6 125% 03/15/2012, 032511AT4										
Redemption	03/15/12	01/06/09	50,000 000	50,000.00	50,000.00	0 00				
AON CORP, 037389103										
Merger	04/02/12	07/28/10	66,000	3,239.28	2,418.21	821 07				
Merger	04/02/12	07/29/10	23 000	1,128.84	842.92	285 92				
Merger	04/02/12	01/21/11	30,000	1,472.40	1,354.94	117 46				
Subtotals				6,840.52	4,616.07 (c)					
ARCH CAPITAL GROUP 00.00% 05/02/2012 PFD, G0450A147										
Redemption	05/02/12	01/21/09	76,000	1,900.00	1,649.20	250.80				
Redemption	05/02/12	03/12/09	12,000	300.00	206.90	93 10				
Redemption	05/02/12	03/13/09	9 000	225.00	160.48	64 52				
Redemption	05/02/12	03/16/09	4 000	100.00	76.16	23.84				
Redemption	05/02/12	01/21/11	29,000	725.00	743.56	-18.56				
Subtotals				3,250.00	2,836.30 (c)					
ARCH CAPITAL GROUP 00.00% 05/02/2012 PFD, G0450A154										
Redemption	05/02/12	01/21/09	21 000	525.00	439.15	85.85				
Redemption	05/02/12	04/14/10	24 000	600.00	601.20	-1.20				
Redemption	05/02/12	05/04/10	13,000	325.00	317.87	7 13				
Redemption	05/02/12	05/06/10	5 000	125.00	122.08	2.92				
Redemption	05/02/12	01/21/11	17,000	425.00	434.38	-9.38				
Subtotals				2,000.00	1,914.68 (c)					

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

 Account No. KAU-000426 Customer Service. 888-379-4146
 Recipient ID No. ***-**-5970 Payer's Fed ID Number 04-3523567

FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient GMB NO. 1545-0715

 Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Disallowed	4 Federal Income Tax Withheld	15 State Tax Withheld
BANK AMER CORP ACCELERATED RETURN NT LKD, 06052R583									
Redemption	03/30/12	02/02/11	1,900.000	18,601.00	19,000.00	-399.00			
BANK OF MONTREAL COMNPV ISIN #CA06367110, BMO, 063671101									
Sale	11/29/12	05/14/10	114.000	6,821.06	6,663.04	158.02			
Sale	11/29/12	08/25/10	72.000	4,308.04	3,795.42	512.62			
Sale	11/29/12	01/21/11	96.000	5,744.04	5,687.44	56.60			
Subtotals				16,873.14	16,145.90 (c)				
BANK OF NOVA SCOTIA COM NPV ISIN #CA0641, BNS, 064149107									
Sale	11/29/12	05/14/10	133.000	7,358.08	6,705.75	652.33			
Sale	11/29/12	01/21/11	68.000	3,762.03	3,793.04	-31.01			
Subtotals				11,120.11	10,498.79 (c)				
BB&T CAP TR V ENHANCED TR PFD SECS 95%, 05530J205									
Redemption	07/18/12	01/21/09	63.000	1,575.00	1,502.55	72.45			
Redemption	07/18/12	01/21/11	18.000	450.00	495.36	-45.36			
Subtotals				2,025.00	1,997.91 (c)				
BB&T CAP TR VI GTD ENHANCED TR PFD SECS, 05531B201									
Redemption	07/18/12	08/04/09	66.000	1,650.00	1,706.37	-56.37			
Redemption	07/18/12	08/26/09	29.000	725.00	756.16	-31.16			
Redemption	07/18/12	01/21/11	27.000	675.00	778.95	-103.95			
Subtotals				3,050.00	3,241.48 (c)				

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service: 888-379-4146
Recipient ID No. ***-**-5970 Payer's Fed ID Number: 04-3523561

FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-007

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP							
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed
BNY CAPITAL V TR PFDSECS SER F 5.95% 05/ 09656H209							
Redemption	11/26/12	01/21/09	94.000	2,350.00	1,891.82	458.18	
Redemption	11/26/12	01/21/11	30.000	750.00	750.09	-0.09	
Subtotals				3,100.00	2,641.91(c)		
CBS CORP NEW PFD 6.75% 03/27/2056, 124857400							
Redemption	03/28/12	01/21/09	298.000	7,450.00	4,467.74	2,982.26	
Redemption	03/28/12	03/12/09	37.000	925.00	387.93	537.07	
Redemption	03/28/12	01/21/11	63.000	1,575.00	1,570.86	4.14	
Subtotals				9,950.00	6,426.53(c)		
CITIGROUP CAP XII TR PFD SECS FIXED/FLT, 17315D204							
Redemption	07/18/12	05/06/10	48.000	1,200.00	1,164.45	35.55	
Redemption	07/18/12	01/21/11	20.000	500.00	528.00	-28.00	
Subtotals				1,700.00	1,692.45(c)		
COMCAST CORP NEW NT 6 625% EXP 05/15/205, 20030N507							
Redemption	07/23/12	01/21/09	164.000	4,100.00	3,533.25	566.75	
Redemption	07/23/12	03/04/10	31.000	775.00	761.05	13.95	
Redemption	07/23/12	01/21/11	56.000	1,400.00	1,442.56	-42.56	
Subtotals				6,275.00	5,736.86(c)		
COMCAST CORP NEW 7 00% 09/15/2055, 20030N408							
Redemption	02/27/12	01/21/09	158.000	3,950.00	3,500.89	449.11	
Redemption	04/20/12	01/21/09	50.000	1,250.00	1,107.87	142.13	

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service: 888-379-4146

Recipient ID No ***-**-5970 Payer's Fed ID Number: 04-3523567

FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-0715

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP		1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
COMCAST CORP NEW 7.00% 09/15/2055, 20030N408											
Redemption	04/20/12	06/16/10		38 000	950.00	948.10	1.90				
Redemption	04/20/12	01/21/11		70 000	1,750.00	1,796.20	-46.20				
Subtotals					7,900.00	7,353.06(c)					
COMMONWEALTH REIT CUM RED PFD SER C 7.12, 203233309											
Redemption	08/24/12	01/21/09		164 000	4,100.00	1,967.62	2,132.38				
Redemption	08/24/12	01/21/11		54 000	1,350.00	1,335.96	14.04				
Subtotals					5,450.00	3,303.58(c)					
COOPER INDUSTRIES PLC (IE) COM USD0.01EX, G24140108											
Merger	12/03/12	01/21/09		175 000	13,889.04	4,788.75	9,100.29				
Merger	12/03/12	01/21/11		65 000	5,158.79	3,916.55	1,242.24				
Subtotals					19,047.83	8,705.30(c)					
DUKE RLTY CORP DEP SH REPSTG 1/10TH PFD, 264411729											
Redemption	03/05/12	03/24/10		27 000	675.00	604.80	70.20				
Redemption	03/05/12	01/06/11		25 000	625.00	600.50	24.50				
Redemption	03/05/12	01/21/11		15 000	375.00	366.90	8.10				
Subtotals					1,675.00	1,572.20(c)					
EKSPORTFINANS ASA ACCELERATED RETURN NT, 282645316											
Redemption	03/30/12	01/27/11		1,000 000	10,000.00	10,000.00	0.00				
EKSPORTFINANS ASA ACCELERATED RETURN NT, 282645324											
Redemption	04/03/12	01/28/11		1,500 000	14,895.00	15,000.00	-105.00				

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service. 888-379-4146

Recipient ID No. ***-**-5970 Payer's Fed ID Number. 04-3523567

FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-07

Long-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part II (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP		1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	15 State
EKSPORTFINANS ASA ACCELERATED RETURN NTS, 28264M863										
Redemption	03/30/12	01/27/11		2,900.000	27,710.33	29,000.00	-1,289.67			
FIFTH THIRD CAP TR VGTD TR PFD SC67 7.25, 31678W204										
Redemption	08/15/12	01/21/09		85.000	2,125.00	1,058.47	1,066.53			
Redemption	08/15/12	01/21/11		25.000	625.00	614.69	10.31			
Subtotals					2,750.00	1,673.16 (c)				
FIFTH THIRD CAP TR VI VAR PFD 7.25% DUE1, 31678V206										
Redemption	08/08/12	01/21/09		120.000	3,000.00	1,505.73	1,494.27			
Redemption	08/08/12	01/21/11		35.000	875.00	862.66	12.34			
Subtotals					3,875.00	2,368.39 (c)				
GOLDMAN SACHS GROUP INC NOTES 5.000% 10/, 38143UAW1										
Sale	03/21/12	01/06/09		34,000.000	35,929.30	33,211.56	2,717.74			
JPMORGAN CHASE & CO, JPM, 46625H100										
Sale	05/11/12	01/21/09		181.000	6,829.66	3,679.73	3,149.93			
Sale	05/11/12	01/21/09		125.000	4,716.62	2,541.09	2,175.53			
Sale	05/11/12	02/11/09		27.000	1,018.79	696.76	322.03			
Sale	05/11/12	03/27/09		4.000	150.93	111.28	39.65			
Sale	05/11/12	06/02/09		40.000	1,509.32	1,397.62	111.70			
Sale	05/11/12	01/21/11		66.000	2,490.37	2,986.78	-496.41			
Sale	05/11/12	01/21/11		68.000	2,565.84	3,077.29	-511.45			
Sale	05/11/12	02/02/11		62.000	2,339.44	2,838.08	-498.64			
Sale	05/11/12	02/25/11		51.000	1,924.38	2,372.14	-447.76			

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service 888-379-4146

Recipient ID No. ***-**-5970 Payer's Fed ID Number 04-3523567

FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP		1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
JPMORGAN CHASE & CO, JPM, 46625H100											
Subtotals					23,545.35	19,700.77 (c)					
JPMORGAN CHASE CAP XXVI CAP SECS VAR SER, 48124G104											
Redemption	07/12/12	01/21/09		24,000	600.00	498.79	101.21				
Redemption	07/12/12	01/21/11		7,000	175.00	187.81	-12.81				
Subtotals					775.00	686.60 (c)					
JPMORGAN CHASE CAP XXVIII GTD CAP SECS S, 48124Y204											
Redemption	07/12/12	01/14/10		37,000	925.00	956.03	-31.03				
Redemption	07/12/12	02/23/10		28,000	700.00	729.63	-29.63				
Redemption	07/12/12	02/24/10		1,000	25.00	26.21	-1.21				
Redemption	07/12/12	03/25/10		30,000	750.00	802.07	-52.07				
Redemption	07/12/12	01/21/11		29,000	725.00	772.56	-47.56				
Subtotals					3,125.00	3,286.50 (c)					
KIMCO RLTY CORP DEP SHS REPSTG 1/100 PFD, 49446R844											
Redemption	10/10/12	01/21/09		130,000	3,250.00	2,254.20	995.80				
Redemption	10/10/12	10/30/09		54,000	1,350.00	1,281.74	68.26				
Redemption	10/10/12	11/02/09		22,000	550.00	512.45	37.55				
Redemption	10/10/12	01/21/11		59,000	1,475.00	1,513.94	-38.94				
Subtotals					6,625.00	5,562.33 (c)					
MARKEL CORP SR DEB 7.50%, 57053S203											
Redemption	08/01/12	01/21/09		161,000	4,025.00	3,839.46	185.54				
Redemption	08/01/12	01/21/11		46,000	1,150.00	1,182.20	-32.20				

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service: 888-379-414
Recipient ID No. ***-**-5970 Payer's Fed ID Number 04-352356

FORM 1099-B* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-0045

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	15 S State
MARKEL CORP SR DEB 7.50%, 570535203									
Subtotals				5,175.00	5,021.66(c)				
NATIONAL CITY CAP TR III TR PFD SECS 6.62, 63540X201									
Redemption 05/25/12	01/21/09		40,000	1,000.00	626.00	374.00			
Redemption 05/25/12	05/12/09		11,000	275.00	190.36	84.64			
Redemption 05/25/12	05/13/09		20,000	500.00	343.43	156.57			
Redemption 05/25/12	05/14/09		17,000	425.00	289.65	135.35			
Redemption 05/25/12	01/21/11		24,000	600.00	599.28	0.72			
Subtotals				2,800.00	2,048.72(c)				
PEPSI BOTTLING GROUP INC GTD SR NT 7.00%, 713409AC4									
Sale 08/14/12	01/06/09		100,000.000	140,938.00	108,306.28	32,631.72			
PNC CAP TR D CAP SECS 6 125% 12/15/2033, 69350H202									
Redemption 04/25/12	01/21/09		119,000	2,975.00	2,202.89	772.11			
Redemption 04/25/12	01/21/11		44,000	1,100.00	1,094.55	5.45			
Subtotals				4,075.00	3,297.44(c)				
PNC CAP TR E GTD TR PFD SEC 7.75% 03/15/, 69350S208									
Redemption 07/30/12	01/21/09		35,000	875.00	758.35	116.65			
Redemption 07/30/12	01/21/11		12,000	300.00	310.61	-10.61			
Subtotals				1,175.00	1,068.96(c)				
PPL CAP FDG INC SR NTS 6.85 % 07/01/2047, 69352P889									
Redemption 08/14/12	01/21/09		54,000	1,350.00	1,339.30	10.70			
Redemption 08/14/12	07/14/09		21,000	525.00	509.10	15.90			

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

 Account No. KAU-000426 Customer Service 888-379-4146
 Recipient ID No ***-**-5970 Payer's Fed ID Number 04-3523567

FORM 1099-B* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient: OMB NO. 1545-0715

 Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP							
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1c Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld 13 State Tax Withheld
PPL CAP FDG INC SR NTS 6.85 % 07/01/2047, 69352P889							
Redemption	08/14/12	01/21/11	21.000	525.00	540.10	-15.10	
Subtotals				2,400.00	2,388.50 (c)		
PROTECTIVE LIFE CORPCAP SECS 7.250% 06/3, 743674400							
Redemption	06/14/12	01/21/09	18.000	450.00	240.55	209.45	
Redemption	09/04/12	01/21/09	20.000	500.00	267.28	232.72	
Redemption	09/04/12	01/21/11	12.000	300.00	294.77	5.23	
Subtotals				1,250.00	802.60 (c)		
PS BUSINESS PKS INC CALIF DEP SHS REPSTG, 69360J875							
Redemption	06/15/12	01/21/09	30.000	750.00	507.00	243.00	
Redemption	06/15/12	03/23/11	53.000	1,325.00	1,311.75	13.25	
Subtotals				2,075.00	1,818.75 (c)		
PS BUSINESS PKS INC CALIF DEPOSITARY SHS, 69360J743							
Redemption	10/09/12	04/06/10	36.000	900.00	792.00	108.00	
Redemption	10/09/12	01/21/11	10.000	250.00	242.50	7.50	
Subtotals				1,150.00	1,034.50 (c)		
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D232							
Redemption	04/11/12	01/21/09	171.000	4,275.00	3,326.79	948.21	
Redemption	04/11/12	01/21/11	50.000	1,250.00	1,236.50	13.50	
Subtotals				5,525.00	4,563.29 (c)		

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service 888-379-4141
Recipient ID No ***-**-5970 Payer's Fed ID Number: 04-352356

FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO: 1545-0077

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Disallowed	4 Federal Income Tax Withheld	15 S State
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D257									
Redemption	02/09/12	02/03/09	67.000	1,675.00	1,316.55	358.45			
Redemption	02/09/12	01/21/11	17.000	425.00	430.27	-5.27			
Subtotals				2,100.00	1,746.82 (c)				
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D448									
Redemption	07/12/12	01/21/09	43.000	1,075.00	801.95	273.05			
Redemption	07/12/12	01/21/11	12.000	300.00	294.00	6.00			
Subtotals				1,375.00	1,095.95 (c)				
PUBLIC STORAGE MARYLAND DEPOSITARY SH RE, 74460D554									
Redemption	10/15/12	01/19/10	26.000	650.00	583.70	66.30			
PUBLIC STORAGE MARYLAND DEPOSITARY SHS R, 74460D398									
Redemption	02/21/12	01/21/09	17.000	425.00	327.90	97.10			
REGENCY CTRS CORP PFD SER 3 7.45% PERPET, 758849301									
Redemption	04/02/12	01/21/09	39.000	975.00	672.75	302.25			
Redemption	04/02/12	05/01/09	16.000	400.00	308.00	92.00			
Redemption	04/02/12	01/21/11	14.000	350.00	352.24	-2.24			
Subtotals				1,725.00	1,332.99 (c)				
REGENCY CTRS CORP PFD SER 4 7.25% PERPET, 758849509									
Redemption	04/02/12	02/04/09	38.000	950.00	668.80	281.20			
Redemption	04/02/12	01/21/11	10.000	250.00	246.40	3.60			
Subtotals				1,200.00	915.20 (c)				

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2012 TAX REPORTING STATEMENT

Account No JOSEPH SCOTT FOUNDATION
 Recipient ID No ***-**-5970 Payer's Fed ID Number: 04-3523567
 Customer Service 888-379-4146

FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-0715

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP

Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
REGENCY CTRS CORP PFD SER 5.670%, 758843608										
Redemption	09/13/12	01/21/09	43,000	1,075.00	726.70	348.30				
Redemption	09/13/12	01/21/11	12,000	300.00	289.32	10.68				
Subtotals				1,375.00	1,016.02 (c)					
RENAISSANCE HOLDINGS LTD PFD, RNRPRD, G7498P408										
Redemption	12/27/12	01/21/09	151,000	3,775.00	2,895.23	879.77				
STAPLES INC CREDIT SEN NT 7.37500% 10/01, 855030AH5										
Redemption	10/01/12	01/09/09	60,000.000	60,000.00	60,000.00	0.00				
SUNTRUST CAP IX TR PFD SECS 7.875% DUE 3, 867885105										
Redemption	07/11/12	01/21/09	72,000	1,800.00	1,430.78	369.22				
Redemption	07/11/12	01/21/11	21,000	525.00	537.39	-12.39				
Subtotals				2,325.00	1,968.17 (c)					
USB CAP XI GTD TR PFD SECS 6.60%, 903300200										
Redemption	05/18/12	01/21/09	148,000	3,700.00	3,109.48	590.52				
Redemption	05/18/12	01/21/11	44,000	1,100.00	1,110.56	-10.56				
Subtotals				4,800.00	4,220.04 (c)					
USB CAP XII GTD TR PFD SECS QUARTERLY 6, 903305209										
Redemption	05/18/12	01/21/09	48,000	1,200.00	889.44	310.56				
Redemption	05/18/12	01/21/11	9,000	225.00	225.81	-0.81				
Subtotals				1,425.00	1,115.25 (c)					

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2012 TAX REPORTING STATEMENT

JOSEPH SCOTT FOUNDATION

Account No KAU-000426 Customer Service 888-379-4114

Recipient ID No ***-**-5970 Payer's Fed ID Number 04-352356

FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0047

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP		1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State	16
USB CAPITAL X PFDS 6.50% 04/12/2066, 91731L207											
Redemption	02/22/12	08/26/09		18,000	450.00	402.66	47.34				
Redemption	02/22/12	08/27/09		12,000	300.00	268.49	31.51				
Redemption	02/22/12	08/28/09		6,000	150.00	134.07	15.93				
Redemption	02/22/12	08/31/09		2,000	50.00	44.70	5.30				
Redemption	02/22/12	01/21/11		11,000	275.00	275.73	-0.73				
Subtotals					1,225.00	1,125.65(c)					
VERIZON COMM INC NT 5.500% 04/01/2017 MA, 92343VAG9											
Sale	03/21/12	01/30/09		50,000,000	57,898.50	50,134.19	7,764.31				
VIACOM INC NEW SR NTPFD 6.85% 12/15/2055, 92553P300											
Redemption	01/09/12	01/21/09		304,000	7,600.00	5,898.36	1,701.64				
Redemption	01/09/12	11/17/09		41,000	1,025.00	954.39	70.61				
Subtotals					8,625.00	6,852.75(c)					
WELLS FARGO CAP XI ENHANCED TR PFD SECST, 94979S207											
Redemption	06/15/12	01/21/09		206,000	5,150.00	3,584.00	1,566.00				
Redemption	06/15/12	01/21/11		47,000	1,175.00	1,170.87	4.13				
Subtotals					6,325.00	4,754.87(c)					
TOTALS					618,899.08	538,607.76(c)					
Box B Long-Term Realized Gain							84,756.25				
Box B Long-Term Realized Loss							-4,464.93				
Box B Wash Sale Loss Disallowed							0.00				

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