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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 THE DONALD B. AND DOROTHY L. STABLER FOUNDATION		A Employer identification number 26-3598470
Number and street (or P O box number if mail is not delivered to street address) ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146	Room/suite	B Telephone number (see instructions) (717) 231-6639
City or town, state, and ZIP code HARRISBURG, PA 17108-1146		C If exemption application is pending, check here ☐
G Check all that apply	Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change ☐	D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 379,786,812.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (attach schedule)		9,037,996.			
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,440,163.	2,440,163.		ATCH 1
4 Dividends and interest from securities		7,507,294.	7,507,294.		ATCH 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		4,404,165.			
b Gross sales price for all assets on line 6a 86,047,901.					
7 Capital gain net income (from Part IV, line 2)			4,404,165.		
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3		-41,853.	-41,853.		
12 Total. Add lines 1 through 11		23,347,765.	14,309,769.		
13 Compensation of officers, directors, trustees, etc.		56,237.	28,119.		28,118.
14 Other employee salaries and wages		11,899.	5,950.		5,949.
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) ATCH 4		5,614.			5,614.
b Accounting fees (attach schedule) ATCH 5		15,400.	7,700.		7,700.
c Other professional fees (attach schedule) *		1,320,589.	1,320,589.		
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 7		823,231.	169,265.		12,203.
19 Depreciation (attach schedule) and depletion		695.	695.		
20 Occupancy					
21 Travel, conferences, and meetings		5,283.	2,642.		2,641.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 8		127,549.	114,339.		13,210.
24 Total operating and administrative expenses. Add lines 13 through 23		2,366,497.	1,649,299.		75,435.
25 Contributions, gifts, grants paid		27,364,000.			18,344,000.
26 Total expenses and disbursements. Add lines 24 and 25		29,730,497.	1,649,299.	0	18,419,435.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-6,382,732.			
b Net investment income (if negative, enter -0-)			12,660,470.		
c Adjusted net income (if negative, enter -0-)					

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			
	2	Savings and temporary cash investments	5,069,182.	4,625,940.	4,625,940.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges ATCH 9		212,446.	212,446.
	10 a	Investments - U.S. and state government obligations (attach schedule), *	13,300,834.	13,475,061.	13,475,061.
	b	Investments - corporate stock (attach schedule) ATCH 11	31,930,792.	34,043,557.	34,043,557.
	c	Investments - corporate bonds (attach schedule) ATCH 12	16,457,528.	16,659,040.	16,659,040.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 13	289,630,280.	310,769,031.	310,769,031.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	4,861. 3,124.		
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	356,391,048.	379,786,812.	379,786,812.	
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 ▶ ATCH 14)	333,818.	880,094.	
23	Total liabilities (add lines 17 through 22)	333,818.	880,094.		
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, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	356,057,230.	378,906,718.	
	30	Total net assets or fund balances (see instructions)	356,057,230.	378,906,718.	
31	Total liabilities and net assets/fund balances (see instructions)	356,391,048.	379,786,812.		

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	356,057,230.
2	Enter amount from Part I, line 27a	2	-6,382,732.
3	Other increases not included in line 2 (itemize) ▶ ATCH 15	3	29,232,220.
4	Add lines 1, 2, and 3	4	378,906,718.
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	378,906,718.

**ATCH 10

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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 SEE PART IV SCHEDULE				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
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	4,404,165.
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	0

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	19,102,308.	370,030,476.	0.051624
2010	14,769,119.	342,009,522.	0.043183
2009	15,226,941.	307,296,711.	0.049551
2008	11,358,298.	230,720,758.	0.049230
2007	1,113,501.	18,400,230.	0.060516

2 Total of line 1, column (d)	2	0.254104
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	0.050821
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	371,004,173.
5 Multiply line 4 by line 3	5	18,854,803.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	126,605.
7 Add lines 5 and 6	7	18,981,408.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	18,419,435.

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 instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b . . .		1	253,209.
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	253,209.
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	253,209.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	466,446.	
b Exempt foreign organizations - tax withheld at source . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . .	6c		
d Backup withholding erroneously withheld . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . .	7	466,446.	
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	213,237.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 213,237. Refunded ☐ ☐	11		

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 Instructions for the definition)? . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . .		X
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? . . .	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .		X

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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 WWW.STABLERFOUNDATION.ORG				
14	The books are in care of THE STABLER FOUNDATION Telephone no 717-231-6639			
Located at 1 SOUTH MARKET SQUARE, 12TH FLOOR HARRISBURG, PA ZIP+4 17108-1146				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			
and enter the amount of tax-exempt interest received or accrued during the year 15				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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)?		X
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?		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
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
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

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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

6b

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

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

7b

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

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
ATCH 16		56,237.	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

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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
ATCH 17		849,675.

Total number of others receiving over \$50,000 for professional services **5**

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 NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	367,746,006.
b	Average of monthly cash balances	1b	8,907,977.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	376,653,983.
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	
3	Subtract line 2 from line 1d	3	376,653,983.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,649,810.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	371,004,173.
6	Minimum investment return. Enter 5% of line 5	6	18,550,209.

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	18,550,209.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	253,209.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	253,209.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	18,297,000.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	18,297,000.
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	18,297,000.

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	18,419,435.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	18,419,435.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,419,435.

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.

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Page **9****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				18,297,000.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			842,685.	
b Total for prior years 20 10 , 20 09 , 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 18,419,435				
a Applied to 2011, but not more than line 2a			842,685.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				17,576,750.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				720,250.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Form 990-PF (2012)

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

NOT APPLICABLE

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))

NONE

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

NONE

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

Check here ☐ 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:

ATCH 18

b The form in which applications should be submitted and information and materials they should include:

ATCH 19

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)**3- Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATCH 20				
Total			▶ 3a	27,364,000.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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)

[illegible]

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

THE DONALD B. AND DOROTHY L. STABLER
FOUNDATION

Employer identification number

26-3598470

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization THE DONALD B. AND DOROTHY L. STABLER
FOUNDATIONEmployer identification number
26-3598470**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE DONALD B STABLER FOUNDATION U/W 213 E. MARKET STREET HARRISBURG, PA 17101	\$ 9,022,965.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	DOROTHY L. STABLER TRUST UNDER WILL P.O. BOX 2961 HARRISBURG, PA 17105	\$ 15,031.	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 THE DONALD B. AND DOROTHY L. STABLER
FOUNDATION

Employer identification number
26-3598470

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

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

Name of organization THE DONALD B. AND DOROTHY L. STABLER
FOUNDATIONEmployer identification number
26-3598470**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----

FEDERAL FOOTNOTES

PART I, LINE 25, COLUMN (D)

AN UNUSUAL CONTRIBUTION OF LAND IN THE AMOUNT \$9,020,000 MADE TO
LEHIGH VALLEY UNIVERSITY WAS EXCLUDED FROM THE AMOUNT SHOWN DUE TO
THE FACT THAT IT PASSED THROUGH THE DONALD B. AND DOROTHY L. STABLER
FOUNDATION FROM THE DONALD B. STABLER FOUNDATION FOUNDATION U/W.

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FROM PASSTHROUGH K-1'S PROPERTY TYPE: SECURITIES				P	VAR -133,554.	VAR
		FROM PASSTHROUGH K-1'S PROPERTY TYPE: SECURITIES				P	VAR 441,833.	VAR
		FROM PASSTHROUGH K-1'S 1256 CONTRACTS PROPERTY TYPE: SECURITIES				P	VAR -147,539.	VAR
		LOOMIS FIXED INCOME FUNDS PROPERTY TYPE: SECURITIES				P	VAR 55,599.	VAR
7,783,531.		M&T INVESTMENT GROUP ACCOUNT #1015543 PROPERTY TYPE: SECURITIES 7,387,093.				P	VAR 396,438.	VAR
47191935.		M&T INVESTMENT GROUP ACCOUNT #2003892 PROPERTY TYPE: SECURITIES 44127673.				P	VAR 3,064,262.	VAR
16867214.		M&T INVESTMENT GROUP ACCOUNT #1014523 PROPERTY TYPE: SECURITIES 16657530.				P	VAR 209,684.	VAR
14205221.		M&T INVESTMENT GROUP ACCOUNT #1015544 PROPERTY TYPE: SECURITIES 13687779.				P	VAR 517,442.	VAR
TOTAL GAIN (LOSS)							<u>4,404,165.</u>	

ATTACHMENT 1FORM 990PE, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
M&T INVESTMENT GROUP	1,356,740.	1,356,740.
PASSTHROUGH K-1'S	1,083,423.	1,083,423.
TOTAL	<u>2,440,163.</u>	<u>2,440,163.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
M&T INVESTMENT GROUP	4,498,425.	4,498,425.
PASSTHROUGH K-1'S	3,008,869.	3,008,869.
TOTAL	<u>7,507,294.</u>	<u>7,507,294.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FROM PASSTHROUGH K-1 - OTHER PORTFOLIO INCOME	-41,853.	-41,853.
TOTALS	<u>-41,853.</u>	<u>-41,853.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
RHOADS & SINON, LLP	5,614.			5,614.
TOTALS	<u>5,614.</u>			<u>5,614.</u>

ATTACHMENT 5FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BROWN SCHULTZ SHERIDAN FRITZ	15,400.	7,700.		7,700.
TOTALS	<u>15,400.</u>	<u>7,700.</u>		<u>7,700.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
M&T INVESTMENT GROUP	120,663.	120,663.
WELLINGTON TRUST COMPANY	251,213.	251,213.
AGINCOURT CAPITAL MGMT LLC	74,143.	74,143.
CEREDEX VALUE ADVISORS	130,234.	130,234.
STATE STREET GLOBAL ADVISORS	15,963.	15,963.
MONDRIAN INVESTMENT GROUP	167,117.	167,117.
CONCORD ADVISORY GROUP LTD.	143,963.	143,963.
WESTERN ASSET MANAGEMENT CO.	117,727.	117,727.
ADVISORY RESEARCH INC.	157,148.	157,148.
WILMINGTON TRUST COMPANY	89,071.	89,071.
PNC BANK	53,347.	53,347.
TOTALS	<u>1,320,589.</u>	<u>1,320,589.</u>

ATTACHMENT 7

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL EXCISE TAXES	57,119.		
FOREIGN TAXES PAID / WITHHELD	157,062.	157,062.	
PAYROLL TAXES	24,406.	12,203.	12,203.
DEFERRED EXCISE TAX BENEFIT	584,644.		
TOTALS	<u>823,231.</u>	<u>169,265.</u>	<u>12,203.</u>

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INSURANCE	21,971.	10,986.	10,985.
OFFICE EXPENSE	3,139.	1,570.	1,569.
COMPUTER SERVICES	225.	113.	112.
MISCELLANEOUS	1,089.	545.	544.
INVESTMENT EXPENSE FROM PASSTHROUGH K-1'S	101,125.	101,125.	
TOTALS	<u>127,549.</u>	<u>114,339.</u>	<u>13,210.</u>

ATTACHMENT 9

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID TAXES		212,446.	212,446.
TOTALS		<u>212,446.</u>	<u>212,446.</u>

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

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ATTACHMENT 10</u>	
		<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US GOVERNMENT FIXED INCOME SECURITIES	13,300,834.	13,475,061.	13,475,061.
US OBLIGATIONS TOTAL	<u>13,300,834.</u>	<u>13,475,061.</u>	<u>13,475,061.</u>

ATTACHMENT 11FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITY SECURITIES	31,930,792.	34,043,557.	34,043,557.
TOTALS	<u>31,930,792.</u>	<u>34,043,557.</u>	<u>34,043,557.</u>

ATTACHMENT 12FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS	16,457,528.	16,659,040.	16,659,040.
TOTALS	<u>16,457,528.</u>	<u>16,659,040.</u>	<u>16,659,040.</u>

ATTACHMENT 13FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS	170,775,791.	183,687,216.	183,687,216.
ALTERNATIVE INVESTMENTS	118,854,489.	127,081,815.	127,081,815.
TOTALS	<u>289,630,280.</u>	<u>310,769,031.</u>	<u>310,769,031.</u>

ATTACHMENT 14FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
PAYROLL TAXES	2,875.	
ACCRUED EXCISE TAXES	35,493.	
DEFERRED FEDERAL EXCISE TAX	295,450.	880,094.
TOTALS	<u>333,818.</u>	<u>880,094.</u>

ATTACHMENT 15FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAINS	29,232,220.
TOTAL	<u>29,232,220.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 16

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
CYRIL C. DUNMIRE, JR. ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146 HARRISBURG, PA 17108-1146	PRESIDENT 1.00	0	0	0
PAUL B. SHANNON ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146 HARRISBURG, PA 17108-1146	TREASURER 1.00	0	0	0
SHERILL T. MOYER, ESQUIRE ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146 HARRISBURG, PA 17108-1146	SECRETARY 1.00	0	0	0
SENATOR PATRICIA H. VANCE ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146 HARRISBURG, PA 17108-1146	DIRECTOR 1.00	0	0	0
RICHARD A. ZIMMERMAN ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146 HARRISBURG, PA 17108-1146	DIRECTOR 1.00	0	0	0
Robert M. McCann One South Market Sq., 12 th Floor P.O. Box 1146 Harrisburg, PA 17108-1146	<i>Director</i> <i>1.00</i>	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 16 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
LARRY HARTMAN ONE SOUTH MARKET SQUARE, 12TH FLOOR P.O. BOX 1146 HARRISBURG, PA 17108-1146	EXECUTIVE DIRECTOR 18.00	56,237.	0		0
GRAND TOTALS		56,237.	0		0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 17

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
WELLINGTON TRUST COMPANY 280 CONGRESS STREET BOSTON, MA 02210	INVESTMENT FEES	251,213.
MONDRIAN INVESTMENT GROUP 1105 NORTH MARKET STREET WILMINGTON, DE 19801	INVESTMENT FEES	167,117.
ADVISORY RESEARCH INC. 180 NORTH STETSON AVE., SUITE 5500 CHICAGO, IL 60601	INVESTMENT FEES	157,148.
CONCORD ADVISORY GROUP LTD. 700 ALEXANDER PARK, SUITE 203 PRINCETON, NJ 08540	INVESTMENT FEES	143,963.
CEREDEX VALUE ADVISORS 300 SOUTH ORANGE AVENUE, SUITE 1600 ORLANDO, FL 32801	INVESTMENT FEES	130,234.
TOTAL COMPENSATION		<u>849,675.</u>

ATTACHMENT 18

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

KATHLEEN O'HARE
1 SOUTH MARKET SQUARE, 12TH FLOOR
HARRISBURG, PA 17108-1146
717-231-6639

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATION SHOULD BE MADE BY LETTER INDICATING ANTICIPATED USE OF FUNDS AND FINANCIAL INFORMATION OF REQUESTEE.

FORM 950PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 20

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

RECIPIENT NAME AND ADDRESS

AMOUNT

SEE ATTACHED SCHEDULE OF GRANTS PAID

27,364,000

TOTAL CONTRIBUTIONS PAID

27,364,000

ATTACHMENT 21FORM 990PF, PART XVII, LINE 2B - INFORMATION REGARDING TRANSFERS

<u>NAME OF ORGANIZATION</u>	<u>TYPE OF ORGANIZATION</u>	<u>DESCRIPTION OF RELATIONSHIP</u>
STABLER FOUNDATION HOLDINGS	501(C)2	STABLER FOUNDATION HOLDINGS IS ORGANIZED AS A 501(C)2 TITLE HOLDING CORPORATION. ANY INCOME FROM HOLDINGS WOULD FLOW TO THE DONALD B. AND DOROTHY L. STABLER FOUNDATION.

THE DONALD B. AND DOROTHY L. STABLER FOUNDATION
990-PF ATTACHMENT
TAX YEAR 2012

<u>RECIPIENT NAME/ADDRESS</u>	<u>RECIPIENT RELATIONSHIP</u>	<u>PURPOSE OF GRANT</u>	<u>RECIPIENT STATUS</u>	<u>GRANT AMOUNT</u>
Aaron's Acres 102 White Oak Drive Lancaster, PA 17601	None	Summer Camp/Recreational Programs in Dauphin Co.	Public Charity	\$6,000.00
Albright College P O. Box 15234, Reading, PA 19612	None	Scholarships	Public Charity	\$400,000.00
ALS Association 321 Norristown Rd., Suite 260 Ambler, PA 19002	None	Supportive Care Services	Public Charity	\$100,000.00
Alzheimer's Assn. - Greater PA Chap. 1100 Liberty Ave., Suite E-201 Pittsburgh, PA 15222	None	Care Consultation and Family Caregiver Programs in South Central PA	Public Charity	\$5,000.00
American Cancer Society, PA Division 314 Good Drive, Lancaster, PA 17603	None	Hope Lodge	Public Charity	\$50,000.00
American Literacy Corporation 1714 Logan St., Harrisburg, PA 17102	None	100 Men Reading Day VIII	Public Charity	\$5,000.00
American Lung Association of PA 3001 Old Gettysburg Rd. Camp Hill, PA 17011	None	Distribution of Asthma Kits	Public Charity	\$15,000.00

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American Red Cross of the Susquehanna Valley P. O. Box 4624 Lancaster, PA 17604-4624	None	Hurricane Sandy Relief	Public Charity	\$450,000.00
Amracle4sure, Inc. 1735 State St., Harrisburg, PA 17103	None	Computers/Software	Public Charity	\$3,000.00
APC Highway Education Foundation 800 N. Third St., Suite 500 Harrisburg, PA 17102-2099	None	Scholarships	Public Charity	\$25,000.00
The ARC of Lehigh & Northampton 2289 Avenue A Bethlehem, PA 18017	None	Advocacy Services Program	Public Charity	\$20,000.00
The Arc of Pennsylvania 101 S. 2nd St., Harrisburg, PA 17101	None	Include Me From the Start	Public Charity	\$25,000.00
Army Heritage Center Foundation P. O. Box 839, Carlisle, PA 17013	None	General Operating Funds	Public Charity	\$10,000.00
ARTBA-TDF 1219 28th St., NW Washington, DC 20007	None	Scholarships	Public Charity	\$10,000.00

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Audubon Pennsylvania/National Audubon Society, 100 Wildwood Way Harrisburg, PA 17110	None	Educational Programs	Public Charity	\$5,000.00
Bethesda Mission P. O. Box 3041, Harrisburg, PA 17105	None	Director Designation	Public Charity	\$7,500.00
Big Brothers Big Sisters of the Capital Region 1500 N. 2nd St., Harrisburg, PA 17102	None	School-Based Mentoring Program	Public Charity	\$60,000.00
Bountiful Blessings Inc. P. O. Box 299 Mechanicsburg, PA 17055	None	Box Van Deliveries	Public Charity	\$5,000.00
Boys and Girls Club of Allentown 720 North Sixth St. Allentown, PA 18102	None	"Put Us On The M.A.P."	Public Charity	\$5,000.00
Boys and Girls Club of Central PA 1227 Berryhill St., Harrisburg, PA 17104	None	Matching Gift	Public Charity	\$250,000.00
Brethren Housing Association 219 Hummel St., Harrisburg, PA 17104	None	General Operating Funds	Public Charity	\$50,000.00
Bucknell University 701 Moore Ave., Lewisburg, PA 17837	None	Scholarships	Public Charity	\$400,000.00

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Camp Hebron, Inc. 957 Camp Hebron Rd. Halifax, PA 17032	None	New Barn and Indoor Arena	Public Charity	\$50,000.00
Capital Region Literacy Council P. O. Box 678 Harrisburg, PA 17108-0678	None	Books for Schools and Other Organizations Serving Child- ren in Low Income Areas	Public Charity	\$10,000.00
Carlisle C.A.R.E.S. for the Homeless 50 West Penn St., Carlisle, PA 17013	None	Resource Center Program	Public Charity	\$60,000.00
Caron Treatment Centers P. O. Box 150, Wernersville, PA 19565	None	Student Assistance - Lehigh County	Public Charity	\$25,000.00
Catholic Charities, Diocese of Hbg. 4800 Union Deposit Rd. Harrisburg, PA 17111	None	Interfaith Shelter for Homeless Families	Public Charity	\$21,000.00
Catholic Diocese of Allentown P. O. Box F Allentown, PA 18105-1538	None	Scholarships	Public Charity	\$250,000.00
Catholic Diocese of Harrisburg 4800 Union Deposit Rd. Harrisburg, PA 17111-3710	None	Scholarships	Public Charity	\$250,000.00

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Center for Independent Living of Central PA 207 House Ave., Suite 107 Camp Hill, PA 17011-2308	None	Home Modifications in Perry, Upper Dauphin and Cumberland Counties	Public Charity	\$50,000.00
Central PA College Education Foundation P. O. Box 309, Summerdale, PA 17093	None	Scholarships	Public Charity	\$200,000.00
The Central PA Conservancy 401 E. Louthier St., Suite 308 Carlisle, PA 17013	None	Goddard Leadership Legacy Institute	Public Charity	\$15,000.00
Central PA Food Bank 3908 Corey Rd., Harrisburg, PA 17109	None	Cold Chain Infrastructure Matching Gift	Public Charity	\$125,000.00 \$500,000.00
Channels Food Rescue 3305 N. 6th St., Harrisburg, PA 17110	None	Pick-Up and Delivery Program	Public Charity	\$50,000.00
Children's Home of Easton 2000 S. 25th St., Easton, PA 18042	None	After Care program	Public Charity	\$9,800.00
Community Check-Up Center of South Harrisburg, Inc. 38-C Hall Manor, Harrisburg, PA 17104	None	General Operating Funds Director Designation	Public Charity	\$15,000.00 \$12,500.00

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CRAM, Inc. P. O. Box 5464, Harrisburg, PA 17110	None	Computer Equipment for Mobile Reentry Service	Public Charity	\$12,000.00
Crime Stoppers of Dauphin Co., Inc. P. O. Box 469, Harrisburg, PA 17108 Harrisburg, PA 17108	None	Rewards Program	Public Charity	\$10,000.00
C.R.O.S.S., Inc. 712 Pinola Rd. Shippensburg, PA 17257-9341	None	General Operating Funds	Public Charity	\$25,000.00
Cultural Enrichment Fund P. O. Box 12084, Harrisburg, PA 17108	None	General Operating Funds	Public Charity	\$15,000.00
Cumberland County Historical Society And The Hamilton Library Association P. O. Box 626, Carlisle, PA 17013	None	Update Technology and Fire Security Systems	Public Charity	\$25,000.00
CURE International 701 Bosler Ave., Lemoyne, PA 17043	None	CURE Dominican Republic Hospital	Public Charity	\$25,000.00
Dauphin County Bar Foundation 213 N. Front St. Harrisburg, PA 17101	None	<i>We Care About Children</i> <i>Campaign</i> - Support Cost of Full-Time Custody Attorney	Public Charity	\$5,000.00
Dayspring Christian Academy 120 College Ave., Mountville, PA 17554	None	Special Education Program	Public Charity	\$25,000.00

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DeSales University 2755 Station Avenue Center Valley, PA 18034-9568	None	Scholarships	Public Charity	\$400,000.00
Diakon Lutheran Social Ministries 960 Century Avenue Mechanicsburg, PA 17055-0707	None	Flight Program	Public Charity	\$25,000.00
Dickinson College P. O. Box 1773, Carlisle, PA 17013-2896	None	Scholarships	Public Charity	\$400,000.00
Doctors Without Borders USA 333 Seventh Avenue, 2nd Floor New York, NY 10001-5004	None	Emergency Relief in the Sahel Region of West and Central Africa	Public Charity	\$10,000.00
Domestic Violence Services of Cumberland/Perry Counties P. O. Box 1039, Carlisle, PA 17013	None	Director Designation	Public Charity	\$10,000.00
Downtown Daily Bread 310 N. Third St., Harrisburg, PA 17101	None	Purchase of Food, Paper Products & Kitchen Equip.	Public Charity	\$15,000.00
Elizabethtown College One Alpha Drive Elizabethtown, PA 17022-2298	None	Scholarships	Public Charity	\$400,000.00

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Equi-Librium, Inc. P. O. Box 305, Sciota, PA 18354	None	10,000 Steps Capital Camp.	Public Charity	\$10,000.00
Evangelical Community Hospital One Hospital Drive Lewisburg, PA 17837	None	Full Service Orthopaedic Center	Public Charity	\$25,000.00
Faith Presbyterian Church 1801 Colonial Road Harrisburg, PA 17112	None	Organ Fund Stabler Memorial Concert	Public Charity	\$5,000.00 \$7,500.00
Family Support of Central PA 3700 Vartan Way Harrisburg, PA 17110	None	Operational Expenses	Public Charity	\$8,000.00
Feed My Sheep of Dauphin Co., Inc. P. O. Box 88, Dauphin, PA 17018	None	General Operating Funds	Public Charity	\$10,000.00
First Church of God 323 Reno Ave. New Cumberland, PA 17070	None	Memorial Contribution Building Improvements Director Designation	Public Charity	\$2,500.00 \$40,000.00 \$25,000.00
Franklin & Marshall College P. O. Box 3003, Lancaster, PA 17604	None	Scholarships	Public Charity	\$400,000.00
Friendship Community 1149 East Oregon Rd., Lititz, PA 17543	None	Home-Based/Supported Living Program	Public Charity	\$10,000.00

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Fund for Johns Hopkins Medicine 100 N. Charles St., Suite 440 Baltimore, MD 21201	None	Rheumatology Research	Public Charity	\$1,000,000.00
Gaudenzia, Inc. 2930 Derry St., Harrisburg, PA 17111	None	Building Renovations for DELTA Residents	Public Charity	\$100,000.00
Geisinger Health System Foundation 100 N. Academy Drive, M.C. 40-20 Danville, PA 17822	None	Nursing Loaned Faculty	Public Charity	\$50,000.00
Gettysburg College 300 N. Washington St. Gettysburg, PA 17325	None	Scholarships	Public Charity	\$400,000.00
Gettysburg Foundation 1195 Baltimore Pike Gettysburg, PA 17325	None	George Spangler Farm Renovation/Preservation	Public Charity	\$50,000.00
Gettysburg Hospital P. O. Box 3786 Gettysburg, PA 17325-0786	None	Nurse Training Program	Public Charity	\$10,000.00
Girl Scouts in the Heart of PA 350 Hale Ave., Harrisburg, PA 17104	None	Memorial Contribution	Public Charity	\$2,500.00

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Good Shepherd Rehabilitation Netwk. 850 S. 5th St., Allentown, PA 18103	None	Children's Rehabilitation Hospital Unit	Public Charity	\$7,500.00
Goodwill Industries of Central PA 1150 Goodwill Dr., Harrisburg, PA 17101	None	Director Designation	Public Charity	\$7,500.00
Gretna Music One Alpha Dr. Elizabethtown, PA 17022	None	General Operating Funds	Public Charity	\$1,000.00
Gretna Theatre P. O. Box 578, Mt. Gretna, PA 17064	None	Arts In Education Program	Public Charity	\$6,000.00
Habitat for Humanity - Greater Hbg PA United Church Center 900 S. Arlington Ave., Suite 122A Harrisburg, PA 17109-5024	None	Operating Expenses	Public Charity	\$50,000.00
HACC Foundation One HACC Dr., Harrisburg, PA 17110	None	Scholarships	Public Charity	\$400,000.00
Harrisburg Academy 10 Erford Road Wormleysburg, PA 17043	None	Scholarships	Public Charity	\$25,000.00
Harrisburg Area Riverboat Society, Inc. P. O. Box 910, Harrisburg, PA 17108	None	General Operating Funds	Public Charity	\$10,000 00

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Harrisburg Christian School 2000 Blue Mountain Parkway Harrisburg, PA 17112	None	Scholarships	Public Charity	\$25,000.00
Harrisburg Food Ministry, Inc. 1201 Slate Hill Rd., Camp Hill, PA 17011	None	Restricted to the Purchase of Food	Public Charity	\$75,000.00
Harrisburg Public Schools Foundation P. O. Box 54, Harrisburg, PA 17108	None	Athletic/Band Programs Harrisburg Public Schools	Public Charity	\$100,000.00
Harrisburg Singers P. O. Box 10501, Harrisburg, PA 17105	None	General Operating Funds	Public Charity	\$1,000.00
Harrisburg Symphony Orchestra 800 Corporate Circle, Suite 101 Harrisburg, PA 17110	None	Educational Programming Director Designation	Public Charity	\$70,000.00 \$12,500.00
Harrisburg University of Science & Technology 326 Market St., Harrisburg, PA 17101	None	Scholarships	Public Charity	\$750,000.00
Haven Behavioral Health Services 1530 Hanover Avenue Allentown, PA 18109	None	Purchase/Renovation of a New Facility	Public Charity	\$100,000.00

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Helping A Hero, Central PA P. O. Box 1485 Mechanicsburg, PA 17055	None	Building of a Special Needs Home for a Wounded Service Person in Hummelstown, PA	Public Charity	\$10,000.00
Hershey Christian School P. O. Box 378, Hershey, PA 17033	None	Scholarships/Technology Improvements	Public Charity	\$100,000.00
Hershey Food Bank and Community Outreach P. O. Box 205, Hershey, PA 17033	None	Six Commercial-Grade Refrigerators/Freezers	Public Charity	\$50,000.00
Historic Harrisburg Association 1230 N. Third St., Harrisburg, PA 17102	None	Resource Center Project	Public Charity	\$10,000.00
Historical Society of Dauphin Co. 219 S. Front St., Harrisburg, PA 17104	None	Building Restoration	Public Charity	\$20,000.00
Historical Society of Dauphin Co. 219 S. Front St., Harrisburg, PA 17104	None	Interior Renovations	Public Charity	\$24,000.00
Hoffman Homes for Youth 815 Orphanage Rd. Littletown, PA 17340	None	Window Replacement	Public Charity	\$27,000.00
Homeland Center 1901 N. 5th St., Harrisburg, PA 17102	None	Indigent Care	Public Charity	\$300,000.00

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Hope Station 149 W. Penn St., Carlisle, PA 17013	None	Kids Café Program	Public Charity	\$2,500.00
Hope United Presbyterian Church 931 Red Hill Rd., Dauphin, PA 17018	None	Director Designation	Public Charity	\$10,000.00
Jewish Family Service 2004 Allen St., Allentown, PA 18104	None	Emergency Food Pantry	Public Charity	\$3,000.00
Joshua Group 1442 Market St., Harrisburg, PA 17103	None	Tuition Assistance	Public Charity	\$50,000.00
Jump Street 100 N. Cameron St., Ste. 108 Harrisburg, PA 17101	None	Big Read Program	Public Charity	\$3,000.00
Junior Achievement of Central Pennsylvania, Inc. 2420 Gehman Lane, Suite 100 Lancaster, PA 17602	None	Capacity Building	Public Charity	\$10,000.00
Junior Achievement of South Central Pennsylvania 610 S. George St., York, PA 17404	None	To Complete 150 Classes in the Greater Hbg. Area	Public Charity	\$10,000.00

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Kidney Foundation of Central PA 4813 Jonestown Rd., Suite 101 Harrisburg, PA 17109	None	Website Design, Deployment, Technical Services	Public Charity	\$14,000.00
Lancaster Cleft Palate 223 N. Lime St., Lancaster, PA 17602	None	Purchase of Operatory Chairs	Public Charity	\$85,000.00
Latino Hispanic American Community Center 1319 Derry St., Harrisburg, PA 17104	None	Presentation Equipment and Software	Public Charity	\$10,000.00
Learning Ally 20 Roszel Rd., Princeton, NJ 08540	None	General Operating Grant Restricted to Hbg. Area	Public Charity	\$25,000.00
Lebanon Valley College 101 N. College Ave. Annville, PA 17003-1400	None	Scholarships	Public Charity	\$400,000.00
Leg Up Farm 4880 N. Sherman St. Mt. Wolf, PA 17347-9637	None	Operations (Matching)	Public Charity	\$200,000.00
Lehigh University 27 Memorial Drive West Bethlehem, PA 18015-3086	None	Teaching Award STEPS Program Operating Funds	Public Charity	\$10,000.00 \$500,000.00 \$9,020,000.00

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Lehigh Valley Military Affairs Council P. O. Box 22522 Lehigh Valley, PA 18002	None	Scholarship Program	Public Charity	\$7,500.00
Leukemia & Lymphoma Society 2405 Park Dr., Suite 100 Harrisburg, PA 17110	None	Back-To-School Backpack Program	Public Charity	\$5,000.00
Lupus Foundation of PA 218-A W. Governor Rd. Hershey, PA 17033	None	Patient Outreach Program for Minority Women	Public Charity	\$5,000.00
Lutheran Camping Corporation Of Central Pennsylvania P. O. Box 459 Arendtsville, PA 17303	None	<i>Camp Does Kids Good</i> Camp Kirchenwald Lodge	Public Charity	\$10,000.00 \$25,000.00
Lycoming College 700 College Place, Box 165 Williamsport, PA 17701	None	Scholarships	Public Charity	\$750,000.00
Macula Vision Research Foundation 100 Front St., Suite 300 West Conshohocken, PA 19428-2894	None	General Operating Funds	Public Charity	\$10,000.00

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Make-A-Wish Foundation of Philadelphia & Susquehanna Valley 1054 New Holland Ave. Lancaster, PA 17601	None	Sponsor a Child in Hbg. Area	Public Charity	\$8,500.00
Market Square Concerts P. O. Box 1292, Harrisburg, PA 17108	None	30th Anniversary Fund for the Future Campaign	Public Charity	\$5,000.00
Martin Library 159 E. Market St., York, PA 17401	None	Youth and Family Programming	Public Charity	\$17,100.00
Meals on Wheels of Northampton Co. 4240 Fritch Drive Bethlehem, PA 18020-8940	None	Infrastructure Improvement Project	Public Charity	\$10,000.00
Memorial Hospital 91 Hospital Dr., Towanda, PA 18848	None	Expansion	Public Charity	\$100,000.00
Men of South East League Field, Inc. P. O. Box 1541, Harrisburg, PA 17105	None	General Fund	Public Charity	\$10,000.00
Messiah College One College Ave., Suite 3013 Mechanicsburg, PA 17055	None	Scholarships	Public Charity	\$400,000.00

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Mission for Educating Children with Autism, 4119 Meadow Lane, Newton Square, PA 19073	None	Director Designation	Public Charity	\$15,000.00
Mission of Mercy, Inc. 22 S. Market St., Suite 6D Frederick, MD 21701	None	Mobile Medical/Dental Clinics in Harrisburg and Gettysburg	Public Charity	\$10,000.00
Moravian Academy 7 E. Market St., Bethlehem, PA 18018	None	Director Designation	Public Charity	\$25,000.00
Morning Star Pregnancy Services 3837 Walnut St., Harrisburg, PA 17109	None	Technology Updates	Public Charity	\$16,500.00
Muhlenberg College 2400 Chew St., Allentown, PA 18104	None	Scholarships	Public Charity	\$400,000.00
National Hemophilia Foundation Delaware Valley Chapter 14 E. Sixth St., First Floor Lansdale, PA 19446	None	Information Kits (Restricted to Central PA)	Public Charity	\$4,500.00
National Multiple Sclerosis Society 2040 Linglestown Rd., Suite 104 Harrisburg, PA 17110	None	What A Difference A Day Makes Program	Public Charity	\$100,000.00

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New Digs Ministry, Inc. 5 Pleasant View Dr. Mechanicsburg, PA 17055	None	Improve Warehouse Efficiencies	Public Charity	\$35,000.00
New Hope Ministries 211 S. Baltimore St. Dillsburg, PA 17019	None	Restricted to Construction of a New Commercial Kitchen and 36 Parking Spaces	Public Charity	\$125,000.00
New Hope Ministries 211 S. Baltimore St. Dillsburg, PA 17019	None	Restricted to Food and Emergency Assistance to Clients	Public Charity	\$50,000.00
Northampton Community College Foundation, 3835 Green Pond Rd. Bethlehem, PA 18020	None	Scholarships	Public Charity	\$400,000.00
Olivet Boys & Girls Club 1161 Pershing Blvd. Reading, PA 19611	None	After-School Program	Public Charity	\$15,000.00
Paxton Ministries 2001 Paxton St., Harrisburg, PA 17111	None	Bathroom Renovations	Public Charity	\$140,000.00
PBS39 WLVT-TV Lehigh Valley Telecommunications Corp. 839 Sesame Street Bethlehem, PA 18015	None	Education Center/Services	Public Charity	\$25,000.00

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PENN HOSA Foundation, Inc. P. O. Box 678, Harrisburg, PA 17108	None	Scholarships	Public Charity	\$25,000.00
Penn State M. S. Hershey Med. Ctr. 500 University Dr., Hershey, PA 17033	None	College of Medicine Jake Gittlen Cancer Research	Public Charity	\$1,000,000.00 \$100,000.00
Pennsylvania Family Support Alliance 2001 N. Front St., Bldg. 1, Suite 210 Harrisburg, PA 17102	None	The Front Porch Project	Public Charity	\$30,000.00
PA Friends of Agriculture Foundation P. O. Box 8736 Camp Hill, PA 17001-8736	None	Mobile Agricultural Education Science Lab Program	Public Charity	\$7,500.00
Pennsylvanians Concerned About Alcohol Problems 900 S. Arlington Ave , Suite 160B Harrisburg, PA 17109	None	Operating Expense	Public Charity	\$5,000.00
Perry County Council of the Arts P. O. Box 354, Newport, PA 17074	None	Collections Suite at Landis House	Public Charity	\$10,000.00
Presbyterian Apartments 322 N. Second St., Harrisburg, PA 17102	None	Fitness Equipment	Public Charity	\$20,000.00
Presbyterian Homes of TN, Inc. 801 Vanosdale Rd., Knoxville, TN 37909	None	Patient Lift Physical Therapy Equipment	Public Charity	\$6,100.00 \$65,000.00

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Pressley Ridge 331 Bridge St. New Cumberland, PA 17070	None	ParentWorks Program	Public Charity	\$15,000.00
Project Forward Leap 1706 Race St., 2nd Floor Philadelphia, PA 19103	None	Program Expenses for Students in Harrisburg, Steelton-Highspire and Susquehanna School Districts	Public Charity	\$25,000.00
Project SHARE of Carlisle 5 N. Orange St., Suite 4 Carlisle, PA 17013	None	Food Programs	Public Charity	\$100,000.00
Rebuilding Together Greater Hbg. 251 Verbeke St., Harrisburg, PA 17102	None	Two Roof Replacements	Public Charity	\$7,000.00
RSVP of the Capital Region, Inc. 5301 Jonestown Road Harrisburg, PA 17112	None	After School and Summer Programs in the Lower Dauphin School District	Public Charity	\$5,000.00
Sacred Heart Hospital 421 Chew St., Allentown, PA 18102	None	Come Home to Your Heart Capital Campaign	Public Charity	\$500,000.00
Sadler Health Center Corp. 100 N. Hanover St., Carlisle, PA 17013	None	Perry County Dental Center	Public Charity	\$5,000.00

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St. Luke's University Health Network 801 Ostrum St., Bethlehem, PA 18015	None	Scholarships	Public Charity	\$400,000.00
St. Stephen's Episcopal School 215 N. Front St., Harrisburg, PA 17101	None	Scholarships	Public Charity	\$25,000.00
The Salvation Army P. O. Box 2205, Harrisburg, PA 17105	None	Family Services Program Hurricane Sandy Relief	Public Charity	\$150,000.00 \$450,000.00
Schreiber Pediatric Rehab Center of Lancaster County, 625 Community Way, Lancaster, PA 17603	None	Inclusional Preschool and Day Care	Public Charity	\$10,000.00
Seminary Ridge Historic Preservation Foundation 61 Seminary Ridge, Suite 216 Gettysburg, PA 17325	None	Rehabilitation of Schmucker Hall & Exhibit Infrastructure	Public Charity	\$50,000.00
Shalom House P. O. Box 3893, Harrisburg, PA 17105	None	Emergency Shelter for Homeless Women/Children	Public Charity	\$5,000.00
Ned Smith Center for Nature and Art 176 Water Co. Rd., P. O. Box 33 Millersburg, PA 17061	None	Summer Camp Series	Public Charity	\$25,000.00

THE DONALD B. AND DOROTHY L. STABLER FOUNDATION
990-PF ATTACHMENT
TAX YEAR 2012
(Page 22)

<u>RECIPIENT NAME/ADDRESS</u>	<u>RECIPIENT RELATIONSHIP</u>	<u>PURPOSE OF GRANT</u>	<u>RECIPIENT STATUS</u>	<u>GRANT AMOUNT</u>
Special Olympics Area M 55 Miller Rd., P. O. Box 382 Summerdale, PA 17093	None	Director Designation	Public Charity	\$5,000.00
Special Olympics PA 2570 Blvd. of the Generals, Suite 124 Norristown, PA 19403-3697	None	General Operating Funds	Public Charity	\$15,000.00
State Street Academy of Music 110 State St., Harrisburg, PA 17101	None	Scholarships	Public Charity	\$8,000.00
Stephen's Place 729 Ridge St., Bethlehem, PA 18015	None	General Operating Funds	Public Charity	\$5,000.00
SUN Home Health & Hospice P. O. Box 232 Northumberland, PA 17857	None	SUN Home Hospice Care Center	Public Charity	\$10,000.00
Susquehanna Art Museum P. O. Box 11818, Harrisburg, PA 17108	None	VanGo! Museum on Wheels Program	Public Charity	\$20,000.00
Susquehanna Chorale P. O. Box 232, Hershey, PA 17033	None	Educational Outreach	Public Charity	\$3,000.00

THE DONALD B. AND DOROTHY L. STABLER FOUNDATION
990-PF ATTACHMENT
TAX YEAR 2012
(Page 23)

<u>RECIPIENT NAME/ADDRESS</u>	<u>RECIPIENT RELATIONSHIP</u>	<u>PURPOSE OF GRANT</u>	<u>RECIPIENT STATUS</u>	<u>GRANT AMOUNT</u>
Susquehanna Township Girls Softball Association 304 North 32 nd St Harrisburg, PA 17109-3519	None	Replace Roof on the Equip- ment Storage Building	Public Charity	\$1,000.00
Susquehanna University 514 University Avenue Selinsgrove, PA 17870-1164	None	Scholarships	Public Charity	\$400,000.00
Tri-County Association for the Blind 1130 S. 19th St., Harrisburg, PA 17104	None	Mailing/Printing Equipment Director Designation	Public Charity	\$50,000.00 \$10,000.00
United Cerebral Palsy of Central Pennsylvania, Inc. 925 Linda Lane, Camp Hill, PA 17011	None	Equipment Programs	Public Charity	\$50,000.00
United Disabilities Services P. O. Box 10485, Lancaster, PA 17605	None	Adaptive Seating Program	Public Charity	\$50,000.00
United Methodist Home for Children 5120 Simpson Ferry Road Mechanicsburg, PA 17050	None	Director Designation	Public Charity	\$10,000.00
United Way of the Capital Region 2235 Millennium Way, Enola, PA 17025	None	Annual Allocations	Public Charity	\$75,000.00

THE DONALD B. AND DOROTHY L. STABLER FOUNDATION
990-PF ATTACHMENT
TAX YEAR 2012
(Page 24)

<u>RECIPIENT NAME/ADDRESS</u>	<u>RECIPIENT RELATIONSHIP</u>	<u>PURPOSE OF GRANT</u>	<u>RECIPIENT STATUS</u>	<u>GRANT AMOUNT</u>
United Way of Carlisle and Cumberland County 145 South Hanover Street Carlisle, PA 17013	None	<i>Taking It To The Streets</i> Project	Public Charity	\$5,000.00
West House, Inc. 616 W. Edwin St. Williamsport, PA 17701	None	Food Program	Public Charity	\$6,000.00
Williamson Free School of Mechan- ical Trades 106 South New Middleton Road Media, PA 19063	None	Scholarships	Public Charity	\$375,000.00
Wilson College 1015 Philadelphia Ave. Chambersburg, PA 17201-1285	None	Scholarships	Public Charity	\$400,000.00
York College P. O. Box 15199, York, PA 17405-7199	None	Scholarships	Public Charity	\$400,000.00
YMCA, Harrisburg Area 123 Forster St. Harrisburg, PA 17102-3409	None	Camp Curtain - \$20,000.00 Harrisburg - \$20,000.00 Teen Achievers - \$10,000.00	Public Charity	\$50,000.00

THE DONALD B. AND DOROTHY L. STABLER FOUNDATION
 990-PF ATTACHMENT
 TAX YEAR 2012
 (Page 25)

<u>RECIPIENT NAME/ADDRESS</u>	<u>RECIPIENT RELATIONSHIP</u>	<u>PURPOSE OF GRANT</u>	<u>RECIPIENT STATUS</u>	<u>GRANT AMOUNT</u>
YWCA of Bethlehem 3895 Adler Place, Bldg. A, Suite 180 Bethlehem, PA 18017	None	Operational Expenses - Adult Day Services Center	Public Charity	\$5,000.00
YWCA of Carlisle 301 G Street, Carlisle, PA 17013-1389	None	WINGS Program	Public Charity	\$5,000.00
TOTAL				<u>\$27,364,000.00</u>

Asset Detail

Statement of Value and Activity

December 1, 2012 - December 31, 2012

Asset Detail

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Cash & Equivalents				
Wilmington US Govt Money	3,091,598.49	\$3,091,598.49	\$3,091,598.49	\$302.98
Mkt CL Slt		1.00	\$0.00	0.01%
TICKER: AKGXX				
Income Cash		\$17,446,217.06		
Total Cash & Equivalents		\$20,537,815.55	\$3,091,598.49	\$302.98
			\$0.00	
Domestic Equities				
SSgA Credit 1-3 Yr Index CTF	635,373.67	\$6,614,239.86	\$6,433,392.52	\$0.00
		10.41	\$180,847.34	0.00%
SSgA US Agency 1-3 Yr Index	289,448.15	\$2,967,132.96	\$2,931,061.51	\$0.00
		10.25	\$36,071.45	0.00%
SSgA US Treasury 1-3 Yr	1,664,950.92	\$17,428,706.25	\$17,170,105.88	\$0.00
Index CTF		10.47	\$258,600.37	0.00%
Vanguard Institutional Index CL	441,763.68	\$57,658,994.99	\$48,943,522.59	\$1,250,191.20
I		130.52	\$8,715,472.40	2.17%
TICKER: VINIX				
Vanguard Small-Cap Index CL	375,651.31	\$14,560,244.70	\$11,301,698.54	\$272,722.85
Inst		38.76	\$3,258,546.16	1.87%
TICKER: VSCIX				
Wellington Opportunistic	1,620,939.47	\$20,358,999.77	\$12,647,653.00	\$0.00
Growth CTF		12.56	\$7,711,346.77	0.00%
Total Domestic Equities		\$119,588,318.53	\$99,427,434.04	\$1,522,914.05
			\$20,160,884.49	
International Equities				
Vanguard FTSE All-World	597,074.47	\$53,384,428.09	\$52,497,262.19	\$3,187,183.50
Ex-Us CL I		89.41	\$887,165.90	5.97%
TICKER: VFWSX				
Total International Equities		\$53,384,428.09	\$52,497,262.19	\$3,187,183.50
			\$887,165.90	
Hedged Strategy				
Wellington Inflation Hedges	1,388,022.62	\$21,208,985.68	\$14,215,215.61	\$0.00
Strategy		15.28	\$6,993,770.07	0.00%
Total Hedged Strategy		\$21,208,985.68	\$14,215,215.61	\$0.00
			\$6,993,770.07	
Other Holdings				
Mondrian Intl Equity Fd LP	1,594,663.92	\$37,726,415.53	\$29,917,325.63	\$0.00
		23.66	\$7,809,089.90	0.00%

Asset Detail (continued)**Statement of Value and Activity**

December 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Western Asset Absolute Return	1,236,231.00	\$20,777,334.47 16.81	\$12,608,759.42 \$8,168,575.05	\$0.00 0.00%
Total Other Holdings		\$58,503,750.00	\$42,526,085.05 \$15,977,664.95	\$0.00
Fixed Income				
Loomis Sayles Fixed Income Fund TICKER: LSFIX	1,236,197.94	\$17,838,336.27 14.43	\$11,435,750.28 \$6,402,585.99	\$919,731.27 5.16%
PIMCO All Asset Fund TICKER: PAAIX	3,199,142.45	\$40,245,212.02 12.58	\$35,894,511.45 \$4,350,700.57	\$2,060,247.74 5.12%
Total Fixed Income		\$58,083,548.29	\$47,330,261.73 \$10,753,286.56	\$2,979,979.01
Total All Assets		\$331,306,846.14	\$259,087,857.11 \$54,772,771.97	\$7,690,379.54
Cash & Equivalents				
Principal Cash		-\$17,446,217.06		
Total Cash & Equivalents		-\$17,446,217.06	\$0.00 \$0.00	\$0.00
Total All Liabilities		-\$17,446,217.06	\$0.00 \$0.00	\$0.00
Portfolio Grand Total		\$313,860,629.08	\$259,087,857.11 \$54,772,771.97	\$7,690,379.54

Asset Detail**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Asset Detail				
Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Cash & Equivalents				
Wilmington US Govt Money	732,620.30	\$732,620.30	\$732,620.30	\$71.80
Mkt CL Admn		1.00	\$0.00	0.01%
TICKER: AIIXX				
Income Cash		\$6,631,893.12		

Total Cash & Equivalents		\$7,364,513.42	\$732,620.30	\$71.80
			\$0.00	

Fixed Income

Capital One Bk MTN 6.500%	90,000.00	\$92,351.70	\$98,160.30	\$5,850.00
6/13/13		102.61	-\$5,808.60	6.33%
Coca-Cola Hbc FIN 5.125%	105,000.00	\$107,597.70	\$106,306.20	\$5,381.25
9/17/13		102.47	\$1,291.50	5.00%
Detroit Edison 6.400%	175,000.00	\$182,502.25	\$190,205.75	\$11,200.00
10/01/13		104.29	-\$7,703.50	6.14%
Delmarva PR & LT 6.400%	55,000.00	\$57,770.35	\$54,887.25	\$3,520.00
12/01/13		105.04	\$2,883.10	6.09%
Ici Wilmington 5.625%	140,000.00	\$146,183.80	\$143,942.40	\$7,875.00
12/01/13		104.42	\$2,241.40	5.39%
Kroger Co 7.500%	160,000.00	\$171,145.60	\$168,164.05	\$12,000.00
1/15/14		106.97	\$2,981.55	7.01%
Hewlett-Packard Co 6.125%	60,000.00	\$63,073.20	\$59,736.60	\$3,675.00
3/01/14		105.12	\$3,336.60	5.83%
Southern CA Gas 5.500%	75,000.00	\$79,432.50	\$79,504.50	\$4,125.00
3/15/14		105.91	-\$72.00	5.19%
Goldman Sachs MTN 6.000% 5/01/14	160,000.00	\$170,280.00	\$171,185.60	\$9,600.00
		106.43	-\$905.60	5.64%
Citigroup Inc 5.125%	4,000.00	\$4,213.84	\$4,231.52	\$205.00
5/05/14		105.35	-\$17.68	4.86%
American Express Co 7.250%	240,000.00	\$261,170.40	\$277,949.25	\$17,400.00
5/20/14		108.82	-\$16,778.85	6.66%
Commercl CMO V-M 5.8001% 6/10/14	300,000.00	\$314,520.00	\$290,343.75	\$17,400.30
		104.84	\$24,176.25	5.53%
TICKER: CCV5814				
Interpublic Group Co 6.250%	60,000.00	\$64,950.00	\$66,750.00	\$3,750.00
11/15/14		108.25	-\$1,800.00	5.77%
America Movil Sab 5.750%	153,000.00	\$167,914.44	\$147,401.73	\$8,797.50
1/15/15		109.75	\$20,512.71	5.24%
Life Technologies 4.400%	125,000.00	\$133,226.25	\$133,888.75	\$5,500.00
3/01/15		106.58	-\$662.50	4.13%
Waste Management 6.375%	25,000.00	\$27,959.25	\$28,385.75	\$1,593.75
3/11/15		111.84	-\$426.50	5.70%
Lincoln Natl Corp 4.300%	185,000.00	\$199,011.90	\$193,088.55	\$7,955.00
6/15/15		107.57	\$5,923.35	4.00%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Toyota Mtr Cred MTN 3.200% 6/17/15	150,000.00	\$159,061.50 106.04	\$150,044.35 \$9,017.15	\$4,800.00 3.02%
TCI Communications 8.750% 8/01/15	105,000.00	\$125,295.45 119.33	\$124,607.70 \$687.75	\$9,187.50 7.33%
Symantec Corp 2.750% 9/15/15	225,000.00	\$232,708.50 103.43	\$227,035.10 \$5,673.40	\$6,187.50 2.66%
Bear Stearns 5.300% 10/30/15	390,000.00	\$432,194.10 110.82	\$431,674.10 \$520.00	\$20,670.00 4.78%
Toyota Mtr Cred MTN 2.800% 1/11/16	40,000.00	\$42,081.60 105.20	\$41,816.00 \$265.60	\$1,120.00 2.66%
Anheuser-Busch 2.875% 2/15/16	110,000.00	\$116,501.00 105.91	\$108,336.80 \$8,164.20	\$3,162.50 2.71%
JPMorgan Chase 3.450% 3/01/16	70,000.00	\$74,340.70 106.20	\$70,847.00 \$3,493.70	\$2,415.00 3.25%
BP Capital PLC 3.200% 3/11/16	180,000.00	\$192,009.60 106.67	\$181,592.70 \$10,416.90	\$5,760.00 3.00%
Comcast Corp 5.900% 3/15/16	160,000.00	\$183,828.80 114.89	\$181,070.00 \$2,758.80	\$9,440.00 5.13%
XEROX Corp 6.400% 3/15/16	130,000.00	\$146,493.10 112.69	\$144,342.90 \$2,150.20	\$8,320.00 5.68%
Owens & Minor 6.350% 4/15/16	120,000.00	\$131,622.00 109.69	\$125,804.40 \$5,817.60	\$7,620.00 5.79%
Prudential FIN MTN 3.000% 5/12/16	125,000.00	\$131,976.25 105.58	\$124,580.25 \$7,396.00	\$3,750.00 2.84%
DTE Energy Co 6.350% 6/01/16	25,000.00	\$29,047.75 116.19	\$24,354.75 \$4,693.00	\$1,587.50 5.46%
Bank of Amer Crp 6.500% 8/01/16	185,000.00	\$213,630.60 115.48	\$200,004.55 \$13,626.05	\$12,025.00 5.63%
Capital One Finl 6.150% 9/01/16	35,000.00	\$40,040.70 114.40	\$37,865.80 \$2,174.90	\$2,152.50 5.38%
Barclays Bank MTN 5.000% 9/22/16	100,000.00	\$112,089.00 112.09	\$102,376.00 \$9,713.00	\$5,000.00 4.46%
GECC MTN 5.400% 2/15/17	225,000.00	\$258,772.50 115.01	\$248,577.50 \$10,195.00	\$12,150.00 4.69%
Intuit Inc 5.750% 3/15/17	85,000.00	\$98,050.90 115.35	\$93,852.55 \$4,198.35	\$4,887.50 4.98%
FNMA 1.125% 4/27/17	940,000.00	\$957,192.60 101.83	\$937,984.87 \$19,207.73	\$10,575.00 1.10%
CSX Corp 7.900% 5/01/17	98,000.00	\$122,564.68 125.07	\$101,636.85 \$20,927.83	\$7,742.00 6.32%
Can Natural RES 5.700% 5/15/17	110,000.00	\$129,576.70 117.80	\$102,787.70 \$26,789.00	\$6,270.00 4.84%
CVS Caremark Corp 5.750% 6/01/17	13,000.00	\$15,542.41 119.56	\$10,878.40 \$4,664.01	\$747.50 4.81%
Telefonica Emisiones 6.221% 7/03/17	190,000.00	\$211,375.00 111.25	\$198,445.10 \$12,929.90	\$11,819.90 5.59%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Kroger Co. 6.400%	35,000.00	\$42,245.70	\$42,050.75	\$2,240.00
8/15/17		120.70	\$194.95	5.30%
Safeway Inc 6.350%	55,000.00	\$62,464.60	\$51,619.75	\$3,492.50
8/15/17		113.57	\$10,844.85	5.59%
Merrill Lynch MTN 6.400%	155,000.00	\$182,025.80	\$143,306.80	\$9,920.00
8/28/17		117.44	\$38,719.00	5.45%
Astrazeneca PLC 5.900%	50,000.00	\$60,751.50	\$58,675.50	\$2,950.00
9/15/17		121.50	\$2,076.00	4.86%
Capital One Finl 6.750%	130,000.00	\$158,766.40	\$159,613.05	\$8,775.00
9/15/17		122.13	-\$846.65	5.53%
Gen Elec Cap Crp MTN	95,000.00	\$112,073.40	\$91,246.55	\$5,343.75
5.625% 9/15/17		117.97	\$20,826.85	4.77%
BP Capital PLC 1.375%	20,000.00	\$20,017.60	\$19,983.60	\$275.00
11/06/17		100.09	\$34.00	1.37%
Amenca Movil Sab 5.625%	85,000.00	\$101,766.25	\$87,268.65	\$4,781.25
11/15/17		119.73	\$14,497.60	4.70%
Interpublic Group 2.250%	10,000.00	\$9,856.10	\$9,976.40	\$225.00
11/15/17		98.56	-\$120.30	2.28%
Citigroup Inc 6.125%	120,000.00	\$142,819.20	\$133,179.90	\$7,350.00
11/21/17		119.02	\$9,639.30	5.15%
Kohls Corp 6.250%	120,000.00	\$143,820.00	\$127,522.85	\$7,500.00
12/15/17		119.85	\$16,297.15	5.21%
HCP Inc MTN 6.700%	120,000.00	\$144,730.80	\$138,196.00	\$8,040.00
1/30/18		120.61	\$6,534.80	5.55%
Wachovia Corp MTN 5.750%	275,000.00	\$329,461.00	\$291,006.45	\$15,812.50
2/01/18		119.80	\$38,454.55	4.80%
Kinder Morgan Energy 5.950%	150,000.00	\$179,596.50	\$134,753.60	\$8,925.00
2/15/18		119.73	\$44,842.90	4.97%
Venzon Comm Inc 5.500%	50,000.00	\$60,043.50	\$54,923.00	\$2,750.00
2/15/18		120.09	\$5,120.50	4.58%
Pemex Master TR 5.750%	160,000.00	\$186,800.00	\$177,550.00	\$9,200.00
3/01/18		116.75	\$9,250.00	4.92%
Burlington North 5.750%	145,000.00	\$175,422.45	\$165,249.25	\$8,337.50
3/15/18		120.98	\$10,173.20	4.75%
CSX Corp 6.250%	100,000.00	\$121,904.00	\$118,862.40	\$6,250.00
3/15/18		121.90	\$3,041.60	5.13%
Waste Management Inc	90,000.00	\$108,599.40	\$100,632.60	\$5,490.00
6.100% 3/15/18		120.67	\$7,966.80	5.05%
Yum! Brands Inc 6.250%	100,000.00	\$121,571.00	\$113,376.00	\$6,250.00
3/15/18		121.57	\$8,195.00	5.14%
American Express 7.000%	20,000.00	\$25,268.60	\$25,430.80	\$1,400.00
3/19/18		126.34	-\$162.20	5.54%
Goldman Sachs GP 6.150%	65,000.00	\$76,360.05	\$55,824.60	\$3,997.50
4/01/18		117.48	\$20,535.45	5.23%
Southern CA Gas Co 5.450%	215,000.00	\$257,178.70	\$239,121.25	\$11,717.50
4/15/18		119.62	\$18,057.45	4.56%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Glaxosmithkline Cap 5.650%	75,000.00	\$91,353.00	\$74,496.00	\$4,237.50
5/15/18		121.80	\$16,857.00	4.64%
Philip Morris Intl 5.650%	105,000.00	\$127,300.95	\$126,623.70	\$5,932.50
5/16/18		121.24	\$677.25	4.66%
Intl Paper Co 7.950%	125,000.00	\$161,603.75	\$150,588.50	\$9,937.50
6/15/18		129.28	\$11,015.25	6.15%
Sempra Energy 6.150%	20,000.00	\$24,536.40	\$24,662.80	\$1,230.00
6/15/18		122.68	-\$126.40	5.01%
Time Warner Cable 6.750%	50,000.00	\$62,459.00	\$58,050.50	\$3,375.00
7/01/18		124.92	\$4,408.50	5.40%
News Amer Hldgs 8.250%	125,000.00	\$163,760.00	\$122,096.15	\$10,312.50
8/10/18		131.01	\$41,663.85	6.30%
Pacific Gas & Elec 8.250%	50,000.00	\$68,076.50	\$54,720.50	\$4,125.00
10/15/18		136.15	\$13,356.00	6.06%
Natl Rural Util 10.375%	120,000.00	\$177,386.40	\$130,843.20	\$12,450.00
11/01/18		147.82	\$46,543.20	7.02%
Venzon Comm Inc 8.750%	85,000.00	\$118,019.95	\$99,638.70	\$7,437.50
11/01/18		138.85	\$18,381.25	6.30%
Dominion Resources 8.875%	130,000.00	\$177,928.40	\$179,324.80	\$11,537.50
1/15/19		136.87	-\$1,396.40	6.48%
Prog Energy Carolina 5.300%	90,000.00	\$108,240.30	\$89,917.20	\$4,770.00
1/15/19		120.27	\$18,323.10	4.41%
Reed Elsevr Cptl 8.625%	95,000.00	\$122,492.05	\$121,072.80	\$8,193.75
1/15/19		128.94	\$1,419.25	6.69%
United Tech Corp 6.125%	55,000.00	\$68,542.65	\$62,093.25	\$3,368.75
2/01/19		124.62	\$6,449.40	4.91%
Novartis SEC INV 5.125%	80,000.00	\$95,613.60	\$88,803.20	\$4,100.00
2/10/19		119.52	\$6,810.40	4.29%
Metlife Inc 7.717%	85,000.00	\$111,435.85	\$109,947.50	\$6,559.45
2/15/19		131.10	\$1,488.35	5.89%
Goodrich Corp 6.125%	65,000.00	\$80,356.90	\$64,137.85	\$3,981.25
3/01/19		123.63	\$16,219.05	4.95%
Atmos Energy Corp 8.500%	65,000.00	\$87,284.60	\$64,878.45	\$5,525.00
3/15/19		134.28	\$22,406.15	6.33%
Canadian Pac RR 7.250%	105,000.00	\$131,055.75	\$113,926.00	\$7,612.50
5/15/19		124.82	\$17,129.75	5.81%
Dow Chemical Co 8.550%	135,000.00	\$182,260.80	\$134,286.90	\$11,542.50
5/15/19		135.01	\$47,973.90	6.33%
TICKER: DCC8519				
Allstate Corp 7.450%	70,000.00	\$91,795.90	\$79,650.90	\$5,215.00
5/16/19		131.14	\$12,145.00	5.68%
Eqst Corp 8.125%	70,000.00	\$86,648.10	\$71,259.40	\$5,687.50
6/01/19		123.78	\$15,388.70	6.56%
Bunge LTD FIN 8.500%	105,000.00	\$135,102.45	\$115,830.75	\$8,925.00
6/15/19		128.67	\$19,271.70	6.61%
Prudential Finl MTN 7.375%	70,000.00	\$88,890.90	\$84,638.90	\$5,162.50
6/15/19		126.99	\$4,252.00	5.81%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Baxter International 4.500% 8/15/19	15,000.00	\$17,307.00 115.38	\$14,949.90 \$2,357.10	\$675 00 3.90%
Roper Industries Inc 6.250% 9/01/19	130,000.00	\$155,366.90 119.51	\$141,151.40 \$14,215.50	\$8,125 00 5.23%
Enterprise Products 5.250% 1/31/20	85,000.00	\$101,003.80 118.83	\$85,065.75 \$15,938.05	\$4,462.50 4.42%
Life Technologies 6.000% 3/01/20	25,000.00	\$29,629.75 118.52	\$24,949.00 \$4,680.75	\$1,500.00 5.06%
Ameriprise Financial 5.300% 3/15/20	85,000.00	\$100,614.50 118.37	\$90,428.00 \$10,186.50	\$4,505.00 4.48%
Ontario Province 4.400% 4/14/20	125,000.00	\$147,206.25 117.77	\$147,427.90 -\$221.65	\$5,500.00 3.74%
Diageo Capital PLC 4.828% 7/15/20	70,000.00	\$82,408.20 117.73	\$80,942.60 \$1,465.60	\$3,379.60 4.10%
U.S. Treasury Notes 2.625% 8/15/20	2,415,000.00	\$2,651,983.95 109.81	\$2,485,138.96 \$166,844.99	\$63,393.75 2.39%
FNMA PL #745394 4.500% 11/01/20	75,928.02	\$81,885.33 107.85	\$79,572.34 \$2,312.99	\$3,416.76 4.17%
TICKER: 745394A				
Rio Tinto Financial 3.500% 11/02/20	145,000.00	\$153,702.90 106.00	\$143,141.45 \$10,561.45	\$5,075 00 3.30%
FHLMC Gd PL #G11880 5.000% 12/01/20	43,593.97	\$46,949.40 107.70	\$45,888.61 \$1,060.79	\$2,179.70 4.64%
TICKER: G11880F				
Cliffs Natural RES 4.875% 4/01/21	95,000.00	\$94,350.20 99.32	\$97,331.45 -\$2,981.25	\$4,631.25 4.91%
Hewlett-Pack Co 4.300% 6/01/21	50,000.00	\$49,525.00 99.05	\$50,242.00 -\$717.00	\$2,150 00 4.34%
TC Pipelines LP 4.650% 6/15/21	65,000.00	\$69,117.10 106.33	\$65,721.85 \$3,395.25	\$3,022.50 4.37%
FHLMC Gd PL #G12317 5.500% 8/01/21	31,286.44	\$33,765.58 107.92	\$33,566.35 \$199.23	\$1,720.75 5.10%
TICKER: G12317F				
Intl Paper Co 7.500% 8/15/21	20,000.00	\$26,173.60 130.87	\$26,304.20 -\$130.60	\$1,500.00 5.73%
Wellpoint Inc 3.700% 8/15/21	105,000.00	\$110,434.80 105.18	\$106,329.90 \$4,104.90	\$3,885 00 3.52%
Hewlett-Pack Co 4.375% 9/15/21	90,000.00	\$89,217.90 99.13	\$90,008.00 -\$790.10	\$3,937.50 4.41%
FNMA PL #889010 4.500% 1/01/22	67,169.51	\$72,366.41 107.74	\$70,308.71 \$2,057.70	\$3,022.63 4.18%
TICKER: 889010A				
FNMA PL #888922 5.500% 2/01/22	34,465.64	\$37,339.39 108.34	\$37,952.98 -\$613.59	\$1,895.61 5.08%
TICKER: 888922A				
Kellogg Co 3.125% 5/17/22	75,000.00	\$78,599.25 104.80	\$74,354.40 \$4,244.85	\$2,343.75 2.98%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Abbvie Inc 2.900%	85,000.00	\$86,562.30	\$86,714.60	\$2,465.00
11/06/22		101.84	-\$152.30	2.85%
CVS Caremark Corp 2.750%	105,000.00	\$105,390.60	\$104,854.05	\$2,887.50
12/01/22		100.37	\$536.55	2.74%
FNMA PL #257061 5.000%	26,389.32	\$28,604.18	\$29,543.12	\$1,319.47
1/01/23		108.39	-\$938.94	4.61%
TICKER: 257061A				
Time Warner Entmt 8.375%	85,000.00	\$120,137.30	\$107,321.80	\$7,118.75
3/15/23		141.34	\$12,815.50	5.93%
FNMA PL #973865 4.500%	352,567.81	\$379,567.45	\$358,627.56	\$15,865.55
4/01/23		107.66	\$20,939.89	4.18%
TICKER: 973865A				
FNMA PL #963138 5.000%	62,472.55	\$67,647.15	\$67,184.12	\$3,123.63
5/01/23		108.28	\$463.03	4.62%
TICKER: 963138A				
Statolithydro ASA 7.750%	165,000.00	\$231,305.25	\$194,505.10	\$12,787.50
6/15/23		140.19	\$36,800.15	5.53%
Fed Ex Corp ABS 6.720%	118,097.64	\$142,898.14	\$112,487.99	\$7,936.16
7/15/23		121.00	\$30,410.15	5.55%
Quebec Province 7.125%	80,000.00	\$111,180.80	\$111,156.00	\$5,700.00
2/09/24		138.98	\$24.80	5.13%
FNMA PL #Ah2366 3.500%	868,337.62	\$921,679.60	\$874,443.11	\$30,391.82
1/01/26		106.14	\$47,236.49	3.30%
TICKER: AH2366A				
Norfolk Southern 7.800%	50,000.00	\$70,363.00	\$66,391.50	\$3,900.00
5/15/27		140.73	\$3,971.50	5.54%
FHLMC Gd PL #E09015	586,410.63	\$613,104.04	\$612,524.23	\$14,660.27
2.500% 12/01/27		104.55	\$579.81	2.39%
TICKER: E09015F				
Deutsche Telekom 8.750%	110,000.00	\$164,806.40	\$130,926.00	\$9,625.00
6/15/30		149.82	\$33,880.40	5.84%
Verizon Global 7.750%	40,000.00	\$58,563.60	\$43,920.80	\$3,100.00
12/01/30		146.41	\$14,642.80	5.29%
British Telecom PL 9.625%	115,000.00	\$182,698.20	\$119,734.60	\$11,068.75
12/15/30		158.87	\$62,963.60	6.06%
TICKER: BTP9630				
Archer Daniels 7.000%	50,000.00	\$66,965.00	\$60,535.40	\$3,500.00
2/01/31		133.93	\$6,429.60	5.23%
Target Corp 7.000%	30,000.00	\$41,826.60	\$37,569.30	\$2,100.00
7/15/31		139.42	\$4,257.30	5.02%
Burlington RES FIN 7.200%	40,000.00	\$56,203.60	\$56,799.20	\$2,880.00
8/15/31		140.51	-\$595.60	5.12%
Devon Financing 7.875%	55,000.00	\$79,993.10	\$76,982.40	\$4,331.25
9/30/31		145.44	\$3,010.70	5.41%
Conoco Funding 7.250%	20,000.00	\$29,465.80	\$20,784.20	\$1,450.00
10/15/31		147.33	\$8,681.60	4.92%
Boeing Co 8.625%	45,000.00	\$69,864.75	\$50,891.85	\$3,881.25
11/15/31		155.26	\$18,972.90	5.55%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
AOL Time Warner 7.700% 5/01/32	70,000.00	\$97,872.60 139.82	\$85,482.05 \$12,390.55	\$5,390.00 5.51%
FNMA PL #254868 5.000% 9/01/33 TICKER: 254868A	492,306.07	\$536,367.46 108.95	\$495,121.50 \$41,245.96	\$24,615.30 4.59%
GNMA PL #781746 5.000% 5/15/34 TICKER: 781746X	16,997.48	\$18,713.89 110.10	\$17,355.54 \$1,358.35	\$849.87 4.54%
Pacific Bell 6.625% 10/15/34	50,000.00	\$52,398.00 104.80	\$39,250.00 \$13,148.00	\$3,312.50 6.32%
FNMA Ser 116 CMO 5.750% 11/25/34	3,906.07	\$3,912.09 100.15	\$4,404.29 -\$492.20	\$224.60 5.74%
FHLMC Gd PL #G01740 5.500% 12/01/34 TICKER: G01740F	189,454.63	\$205,906.87 108.68	\$190,165.07 \$15,741.80	\$10,420.00 5.06%
News Amer Inc 6.200% 12/15/34	65,000.00	\$78,724.75 121.12	\$69,429.30 \$9,295.45	\$4,030.00 5.12%
FNMA PL #735503 6.000% 4/01/35 TICKER: 735503A	727,614.10	\$810,991.40 111.46	\$739,665.20 \$71,326.20	\$43,656.85 5.38%
FNMA PL #745168 V-A 2.781% 9/01/35 TICKER: 745168A	276,835.14	\$293,879.88 106.16	\$274,975.17 \$18,904.71	\$7,698.79 2.62%
FHLMC Gd PL #G01979 5.000% 12/01/35 TICKER: G01979F	21,297.19	\$22,996.92 107.98	\$21,470.80 \$1,526.12	\$1,064.86 4.63%
FNMA PL #745336 5.000% 3/01/36 TICKER: 745336A	53,484.50	\$58,211.99 108.84	\$55,269.23 \$2,942.76	\$2,674.23 4.59%
FNMA PL #745418 5.500% 4/01/36 TICKER: 745418A	630,386.34	\$688,873.58 109.28	\$641,222.58 \$47,651.00	\$34,671.25 5.03%
Midamer Ener Hld 6.125% 4/01/36	70,000.00	\$88,363.80 126.23	\$75,481.00 \$12,882.80	\$4,287.50 4.85%
FNMA PL #886224 6.500% 7/01/36 TICKER: 886224A	35,600.76	\$39,925.18 112.15	\$37,727.60 \$2,197.58	\$2,314.05 5.80%
Energy East Corp 6.750% 7/15/36	45,000.00	\$48,486.15 107.75	\$49,260.60 -\$774.45	\$3,037.50 6.26%
FNMA PL #888029 6.000% 12/01/36 TICKER: 888029A	16,264.31	\$17,806.33 109.48	\$17,253.30 \$553.03	\$975.86 5.48%
Vodafone Group PLC 6.150% 2/27/37	40,000.00	\$52,907.20 132.27	\$42,672.00 \$10,235.20	\$2,460.00 4.65%
FHLMC PL #1J1569 V-A 3.305% 4/01/37 TICKER: 1J1569F	108,296.55	\$116,822.74 107.87	\$109,311.80 \$7,510.94	\$3,579.20 3.06%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Midamer Ener Hld 5.950% 5/15/37	50,000 00	\$61,735.00 123.47	\$46,115.50 \$15,619.50	\$2,975.00 4.82%
Valero Energy Corp 6.625% 6/15/37	45,000.00	\$55,441.80 123.20	\$48,326 40 \$7,115.40	\$2,981.25 5.38%
FHLMC Gd PL #G03050 5.000% 7/01/37	18,113.82	\$19,491.56 107.61	\$18,326.29 \$1,165.27	\$905 69 4.65%
TICKER: G03050F FHLMC Gd PL #G03609 5.500% 10/01/37	40,830.97	\$44,108.88 108.03	\$42,585.76 \$1,523.12	\$2,245.70 5.09%
TICKER: G03609F Target Corp 6.500% 10/15/37	10,000 00	\$13,958.50 139.59	\$12,889.70 \$1,068.80	\$650 00 4.66%
GNMA PL #782222 5.500% 11/15/37	44,886.85	\$49,314.49 109.86	\$48,148.25 \$1,166.24	\$2,468.78 5.01%
TICKER: 782222X UnitedHealth Group 6.875% 2/15/38	60,000.00	\$82,389.00 137.32	\$65,321.40 \$17,067.60	\$4,125.00 5.01%
Verizon Comm Inc 6.400% 2/15/38	35,000.00	\$47,385.45 135 39	\$43,590.05 \$3,795.40	\$2,240.00 4 73%
Wal-Mart Stores Inc 6 200% 4/15/38	85,000.00	\$115,502 25 135.89	\$96,404 45 \$19,097.80	\$5,270 00 4.56%
AT&T Inc 6.400% 5/15/38	150,000 00	\$194,634.00 129.76	\$152,877 85 \$41,756.15	\$9,600.00 4.93%
GNMA II #082166 V-A, 4.500% 9/20/38	70,613 81	\$74,782 14 105.90	\$72,666.02 \$2,116.12	\$3,177.62 4.25%
TICKER: 082166M GNMA PL #688023 6.000% 10/15/38	88,882 50	\$99,223 09 111.63	\$95,630 68 \$3,592.41	\$5,332.95 5.38%
TICKER: 688023X Shell Int'l FIN 6.375% 12/15/38	25,000 00	\$35,124.25 140.50	\$24,877 00 \$10,247.25	\$1,593 75 4.54%
U S. Treasury Bonds 4.500% 8/15/39	615,000.00	\$814,973.40 132.52	\$685,822 97 \$129,150.43	\$27,675 00 3.40%
Progress Energy Inc 6.000% 12/01/39	30,000.00	\$36,317.10 121.06	\$34,219.35 \$2,097.75	\$1,800.00 4.96%
CISCO Systems Inc 5.500% 1/15/40	40,000.00	\$50,837.60 127.09	\$41,743.60 \$9,094.00	\$2,200 00 4.33%
Lb-Ubs CMO 5.424% 2/15/40	110,000.00	\$127,697 90 116.09	\$126,087 50 \$1,610.40	\$5,966.40 4.67%
FHLMC Gd PL #A91538 4.500% 3/01/40	412,692.89	\$444,404.21 107.68	\$425,718.52 \$18,685.69	\$18,571 18 4.18%
TICKER: A91538F AMGEN Inc 5.750% 3/15/40	15,000.00	\$18,263.25 121.76	\$16,519.80 \$1,743.45	\$862.50 4 72%
Puget Sound Energy 5.795% 3/15/40	60,000 00	\$76,529.40 127.55	\$63,893.10 \$12,636.30	\$3,477.00 4 54%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
FNMA PL #Ab2092 4.000% 1/01/41 TICKER: AB2092A	1,077,880.19	\$1,174,145.67 108.93	\$1,077,543.35 \$96,602.32	\$43,115.21 3.67%
FHLMC Gd PL #C09000 3.500% 6/01/42 TICKER: C09000F	275,215.43	\$293,492.49 106.64	\$290,954.31 \$2,538.18	\$9,632.54 3.28%
AMGEN Inc 5.650% 6/15/42	35,000.00	\$42,024.85 120.07	\$35,157.85 \$6,867.00	\$1,977.50 4.71%
FHLMC Gd PL #C09004 3.500% 7/01/42 TICKER: C09004F	1,645,362.85	\$1,754,631.40 106.64	\$1,739,754.14 \$14,877.26	\$57,587.70 3.28%
Bear Stearns CMO 4.735% 9/11/42	79,653.30	\$81,410.45 102.21	\$79,994.24 \$1,416.21	\$3,771.58 4.63%
JP Morgan CMO 5.814% 6/12/43	150,000.00	\$171,165.00 114.11	\$151,892.55 \$19,272.45	\$8,721.00 5.09%
JP Morgan CMO 4.625% 3/15/46	154,789.76	\$155,052.90 100.17	\$157,799.70 -\$2,746.80	\$7,159.03 4.62%
JP Morgan Chase CMO 3.1491% 8/15/46	75,000.00	\$81,134.25 108.18	\$75,749.70 \$5,384.55	\$2,361.83 2.91%
JP Morgan Chase CMO 5.434% 1/15/49	212,180.41	\$239,447.71 112.85	\$215,249.70 \$24,198.01	\$11,529.88 4.81%
JP Morgan CMO V-M 5.72757% 2/12/49 TICKER: JMC5949A	175,000.00	\$205,236.50 117.28	\$134,715.62 \$70,520.88	\$10,023.24 4.88%
Wachovia CMO V-M 5.73234% 6/15/49 TICKER: WCV5749	168,124.94	\$172,432.30 102.56	\$174,744.86 -\$2,312.56	\$9,637.49 5.59%
Comm Mtg CMO V-M 5.8001% 12/10/49 TICKER: CMC5849	295,000.00	\$350,527.85 118.82	\$241,738.67 \$108,789.18	\$17,110.30 4.88%
JP Morgan CMO V-M 5.88039% 2/12/51 TICKER: JMC6051	65,000.00	\$75,366.20 115.95	\$59,800.00 \$15,566.20	\$3,822.26 5.07%
Total Fixed Income		\$30,134,101.19	\$27,822,553.61 \$2,311,547.50	\$1,301,772.64
Total All Assets		\$37,498,614.53	\$28,555,173.91 \$2,311,547.50	\$1,301,772.64

Asset Detail**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Asset Detail				
Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Cash & Equivalents				
Wilmington US Govt Money	296,627.51	\$296,627.51	\$296,627.51	\$29.07
Mkt CL Slct		1.00	\$0.00	0.01%
TICKER: AKGXX				
Income Cash		\$1,249,053.93		
Total Cash & Equivalents		\$1,249,053.93	\$296,627.51	\$29.07
Domestic Equities				
A O Smith Corporation	10,750.00	\$678,002.50	\$330,158.57	\$8,600.00
TICKER: AOS		63.07	\$347,843.93	1.27%
ABM Industres Incorporated	6,400.00	\$127,680.00	\$161,394.15	\$3,840.00
TICKER: ABM		19.95	-\$33,714.15	3.01%
American Realty Capital Trust	26,600.00	\$306,964.00	\$277,390.35	\$19,019.00
TICKER: ARCT		11.54	\$29,573.65	6.20%
Avista Corp	3,200.00	\$77,152.00	\$65,119.69	\$3,712.00
TICKER: AVA		24.11	\$12,032.31	4.81%
Bank of Hawaii Corp	1,300.00	\$57,265.00	\$47,208.36	\$2,340.00
TICKER: BOH		44.05	\$10,056.64	4.09%
Berry Petroleum Company	6,300.00	\$211,365.00	\$231,731.00	\$2,016.00
Class A		33.55	-\$20,366.00	0.95%
TICKER: BRY				
Black Box Corporation Com	2,800.00	\$68,152.00	\$76,328.51	\$896.00
TICKER: BBOX		24.34	-\$8,176.51	1.31%
Booz Allen Hamilton Holding	4,900.00	\$68,208.00	\$87,803.89	\$1,764.00
TICKER: BAH		13.92	-\$19,595.89	2.59%
Brink's Company	1,600.00	\$45,648.00	\$45,357.67	\$640.00
TICKER: BCO		28.53	\$290.33	1.40%
Bristow Group Inc	6,300.00	\$338,058.00	\$290,695.26	\$5,040.00
TICKER: BRS		53.66	\$47,362.74	1.49%
Brunswick Corp Com	6,800.00	\$197,812.00	\$143,907.42	\$340.00
TICKER: BC		29.09	\$53,904.58	0.17%
Buckeye Technologies Inc	4,300.00	\$123,453.00	\$115,077.27	\$1,548.00
TICKER: BKI		28.71	\$8,375.73	1.25%
Cabot Corp Com	4,600.00	\$183,034.00	\$137,161.71	\$3,680.00
TICKER: CBT		39.79	\$45,872.29	2.01%
California Water Service Group	4,800.00	\$88,080.00	\$92,647.49	\$3,024.00
TICKER: CWT		18.35	-\$4,567.49	3.43%
Campus Crest Communities	7,700.00	\$94,402.00	\$84,716.85	\$4,928.00
Inc		12.26	\$9,685.15	5.22%
TICKER: CCG				
Carbo Ceramics Inc Common	4,600.00	\$360,364.00	\$429,445.95	\$4,968.00
TICKER: CRR		78.34	-\$69,081.95	1.38%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Carpenter Technology Corp	3,000 00	\$154,890.00	\$123,359.18	\$2,160.00
Com		51.63	\$31,530.82	1.39%
TICKER: CRS				
Caseys General Stores Inc	1,700.00	\$90,270.00	\$85,707.15	\$1,122.00
TICKER: CASY		53.10	\$4,562.85	1.24%
Cash America Intl Inc	9,300.00	\$368,931.00	\$308,583.25	\$1,302.00
TICKER: CSH		39.67	\$60,347.75	0.35%
Compass Minerals	1,000 00	\$74,710.00	\$75,727.82	\$1,980 00
International Inc		74.71	-\$1,017.82	2.65%
TICKER: CMP				
Corrections Corp of America	5,100 00	\$180,897.00	\$129,713 19	\$4,080.00
TICKER: CXW		35.47	\$51,183.81	2.25%
Crane Co	2,900 00	\$134,212.00	\$135,662.60	\$3,248.00
TICKER: CR		46.28	-\$1,450.60	2 42%
Destination Maternity Corp	1,904 00	\$41,066.23	\$34,002.94	\$1,332.80
TICKER: DEST		21.57	\$7,063.29	3 24%
Dst Systems Inc Com	1,500.00	\$90,900.00	\$78,937 97	\$1,200 00
TICKER: DST		60.60	\$11,962.03	1.32%
Einstein Noah Restaurant	2,200.00	\$26,862 00	\$32,994.93	\$1,100 00
Group Inc		12.21	-\$6,132.93	4.09%
TICKER: BAGL				
Emcor Group Inc	2,900 00	\$100,369 00	\$81,040.70	\$696 00
TICKER: EME		34.61	\$19,328.30	0.69%
Ensign Group Inc	3,600.00	\$97,740 00	\$58,043.82	\$936 00
TICKER: ENSG		27.15	\$39,696.18	0.96%
Evercore Partners Inc CL A	5,000 00	\$150,950.00	\$104,449.87	\$4,400.00
TICKER: EVR		30.19	\$46,500.13	2.91%
Flir Systems Inc	10,800.00	\$241,009 56	\$209,266 97	\$3,024.00
TICKER: FLIR		22.32	\$31,742.59	1.25%
Globe Specialty Metals Inc	8,000.00	\$110,000.00	\$154,412 67	\$2,000.00
TICKER: GSM		13.75	-\$44,412.67	1.82%
Great Lakes Dredge & Dock	5,700.00	\$50,901.00	\$37,309 98	\$478 80
TICKER: GLDD		8.93	\$13,591.02	0.94%
Guess? Inc	11,600 00	\$284,664.00	\$318,494.53	\$9,280 00
TICKER: GES		24.54	-\$33,830.53	3.26%
Hancock Holding Company	7,160 00	\$227,186.80	\$228,926 90	\$6,873.60
TICKER: HBHC		31.73	-\$1,740.10	3.03%
Hanover Insurance Group Inc	7,400.00	\$286,676 00	\$305,502.30	\$9,768.00
TICKER: THG		38.74	-\$18,826.30	3.41%
Harsco Corp Common	4,900 00	\$115,150.00	\$138,983.25	\$4,018.00
TICKER: HSC		23.50	-\$23,833.25	3.49%
Haynes International Inc	1,700.00	\$88,179.00	\$89,519 69	\$1,496 00
TICKER: HAYN		51.87	-\$1,340.69	1.70%
HCC Ins Hldgs Inc Com	11,600.00	\$431,636.00	\$284,078.84	\$7,656 00
TICKER: HCC		37.21	\$147,557.16	1.77%
Herman Miller Inc	5,600.00	\$120,176 00	\$123,494.69	\$2,016.00
TICKER: MLHR		21.46	-\$3,318.69	1.68%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Horace Mann Educators Corp	6,300.00	\$125,748.00	\$109,378.62	\$4,032.00
New Com		19.96	\$16,369.38	3.21%
TICKER: HMN				
Hsn Incorporated	10,500.00	\$578,340.00	\$387,693.51	\$7,560.00
TICKER: HSN		55.08	\$190,646.49	1.31%
Interface Inc	24,600.00	\$395,322.00	\$142,821.04	\$2,460.00
TICKER: IFSIA		16.07	\$252,500.96	0.62%
JMP Group Inc	7,800.00	\$47,346.00	\$54,166.44	\$1,092.00
TICKER: JMP		6.07	-\$6,820.44	2.31%
Kennametal Inc	1,800.00	\$72,000.00	\$62,061.48	\$1,152.00
TICKER: KMT		40.00	\$9,938.52	1.60%
Knoll Inc	1,000.00	\$15,360.00	\$14,746.81	\$480.00
TICKER: KNL		15.36	\$613.19	3.13%
Landauer Inc Com	1,800.00	\$110,178.00	\$103,455.39	\$3,960.00
TICKER: LDR		61.21	\$6,722.61	3.59%
Lennox Intl Inc Com	6,500.00	\$341,380.00	\$244,373.38	\$5,200.00
TICKER: LII		52.52	\$97,006.62	1.52%
Lithia Motors Inc Cl-A	3,400.00	\$127,228.00	\$51,046.11	\$1,360.00
TICKER: LAD		37.42	\$76,181.89	1.07%
Manpower Inc Wis	1,000.00	\$42,440.00	\$33,064.86	\$860.00
TICKER: MAN		42.44	\$9,375.14	2.03%
Meredith Corp Com	4,500.00	\$155,025.00	\$120,899.38	\$6,885.00
TICKER: MDP		34.45	\$34,125.62	4.44%
Mid-America Apartment Communities	1,700.00	\$110,075.00	\$105,144.67	\$4,726.00
TICKER: MAA		64.75	\$4,930.33	4.29%
Mine Safety Appliances Co	4,400.00	\$187,924.00	\$162,954.32	\$4,928.00
TICKER: MSA		42.71	\$24,969.68	2.62%
Monmouth REIT CL A	1,400.00	\$14,504.00	\$11,156.25	\$840.00
TICKER: MNR		10.36	\$3,347.75	5.79%
National Retail Properties Inc	5,200.00	\$162,240.00	\$96,383.34	\$8,216.00
TICKER: NNN		31.20	\$65,856.66	5.06%
Nordson Corporation	1,900.00	\$119,928.00	\$70,827.56	\$1,140.00
TICKER: NDSN		63.12	\$49,100.44	0.95%
Nutrisystem Inc	7,900.00	\$64,547.74	\$100,896.29	\$5,530.00
TICKER: NTRI		8.17	-\$36,348.55	8.57%
Olin Corp Com	9,100.00	\$196,469.00	\$130,097.68	\$7,280.00
TICKER: OLN		21.59	\$66,371.32	3.70%
Patterson-UTI Energy Inc	11,000.00	\$204,930.00	\$189,985.65	\$2,200.00
TICKER: PTEN		18.63	\$14,944.35	1.07%
Plantronics Inc Com New	4,000.00	\$147,480.00	\$104,532.82	\$1,600.00
TICKER: PLT		36.87	\$42,947.18	1.08%
Protective Life Corp Com	5,800.00	\$165,764.00	\$101,501.89	\$4,176.00
TICKER: PL		28.58	\$64,262.11	2.52%
Ryder Sys Inc Com	500.00	\$24,965.00	\$23,486.13	\$620.00
TICKER: R		49.93	\$1,478.87	2.48%
Scholastic Corp	3,400.00	\$100,504.00	\$112,451.41	\$1,700.00
TICKER: SCHL		29.56	-\$11,947.41	1.69%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Schulman A Inc Com TICKER: SHLM	4,900.00	\$141,786.89 28.94	\$111,846.18 \$29,940.71	\$3,822.00 2.70%
Sensient Technologies Corp Com TICKER: SXT	3,054.00	\$108,600.24 35.56	\$70,199.66 \$38,400.58	\$2,687.52 2.47%
Snap on Inc Common TICKER: SNA	4,300.00	\$339,657.00 78.99	\$161,050.18 \$178,606.82	\$6,536.00 1.92%
Sonic Automotive Inc Com TICKER: SAH	8,700.00	\$181,743.00 20.89	\$116,356.43 \$65,386.57	\$870.00 0.48%
Sotheby's TICKER: BID	11,400.00	\$383,268.00 33.62	\$419,652.12 -\$36,384.12	\$4,560.00 1.19%
Stancorp Finl Group Inc TICKER: SFG	8,800.00	\$322,696.00 36.67	\$353,180.81 -\$30,484.81	\$8,184.00 2.54%
Starwood Property Trust Inc TICKER: STWD	5,500.00	\$126,280.00 22.96	\$122,339.47 \$3,940.53	\$9,680.00 7.67%
Steris Corp TICKER: STE	6,200.00	\$215,326.00 34.73	\$172,249.73 \$43,076.27	\$4,712.00 2.19%
Teleflex Inc Com TICKER: TFX	2,900.00	\$206,799.00 71.31	\$172,606.03 \$34,192.97	\$3,944.00 1.91%
Tennant Co TICKER: TNC	1,600.00	\$70,320.00 43.95	\$39,218.60 \$31,101.40	\$1,152.00 1.64%
The Cooper Companies Inc TICKER: COO	1,400.00	\$129,472.00 92.48	\$34,041.00 \$95,431.00	\$84.00 0.06%
Thor Industries Incorporated TICKER: THO	5,200.00	\$194,636.00 37.43	\$164,040.39 \$30,595.61	\$3,744.00 1.92%
Tower Group Inc TICKER: TWGP	3,300.00	\$58,705.68 17.79	\$69,910.58 -\$11,204.90	\$2,475.00 4.22%
Trustco Bank Corp NY Com TICKER: TRST	4,300.00	\$22,704.00 5.28	\$19,934.87 \$2,769.13	\$1,126.60 4.96%
UMB Financial Corp TICKER: UMBF	5,400.00	\$236,628.00 43.82	\$213,710.35 \$22,917.65	\$4,644.00 1.96%
Viad Corp TICKER: VVI	5,700.00	\$154,812.00 27.16	\$100,603.45 \$54,208.55	\$2,280.00 1.47%
Watco Inc CL A TICKER: WSO	2,500.00	\$187,250.00 74.90	\$141,755.71 \$45,494.29	\$6,200.00 3.31%
WD 40 Co Com TICKER: WDFC	5,700.00	\$268,527.00 47.11	\$218,442.71 \$50,084.29	\$7,068.00 2.63%
Total Domestic Equities		\$3,351,923.64	\$2,908,620.83	\$288,288.32
International Equities				
Axtron Aktiengesellschaft TICKER: AIXG	14,043.00	\$167,813.85 11.95	\$321,094.61 -\$153,280.76	\$3,019.25 1.80%
Arcos Dorados Holdings Inc A TICKER: ARCO	24,700.00	\$295,412.00 11.96	\$325,650.06 -\$30,238.06	\$5,903.30 2.00%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Banco Latinoamericano TICKER: BLX	3,100.00	\$66,836.00 21.56	\$39,422.67 \$27,413.33	\$3,720.00 5.57%
China Yuchai International LTD TICKER: CYD	1,600.00	\$25,232.00 15.77	\$26,033.10 -\$801.10	\$800.00 3.17%
Copa Holdings SA - CL A TICKER: CPA	3,776.00	\$375,523.20 99.45	\$200,547.74 \$174,975.46	\$16,425.60 4.37%
E-House China Holdings-Ads TICKER: EJ	3,600.00	\$14,760.00 4.10	\$47,186.93 -\$32,426.93	\$486.00 3.29%
Gafisa SA ADR TICKER: GFA	8,500.00	\$39,525.00 4.65	\$102,617.92 -\$63,092.92	\$0.00 0.00%
Grupo Aeroportuario Del-Adr TICKER: PAC	2,900.00	\$165,793.00 57.17	\$62,150.54 \$103,642.46	\$9,053.80 5.46%
Grupo Aeroportuario Spons ADR TICKER: ASR	700.00	\$79,800.00 114.00	\$51,325.53 \$28,474.47	\$1,823.50 2.28%
Lazard LTD CL A TICKER: LAZ	1,900.00	\$56,696.00 29.84	\$44,996.20 \$11,699.80	\$1,520.00 2.68%
Oppenheimer Holdings Inc CL A TICKER: OPY	2,600.00	\$44,902.00 17.27	\$66,197.86 -\$21,295.86	\$1,144.00 2.55%
Progressive Waste Solutions TICKER: BIN	19,300.00	\$416,880.00 21.60	\$206,894.31 \$209,985.69	\$10,865.90 2.61%
Ritchie Bros Auctioneers TICKER: RBA	3,300.00	\$68,937.00 20.89	\$65,157.94 \$3,779.06	\$1,617.00 2.35%
Uti Worldwide Inc TICKER: UTI	2,700.00	\$36,180.00 13.40	\$41,773.87 -\$5,593.87	\$162.00 0.45%
Total International Equities		\$1,854,290.05	\$1,601,049.28 \$253,240.77	\$56,540.35
Total All Assets		\$16,751,895.13	\$12,886,297.47 \$2,616,543.73	\$344,857.74
Cash & Equivalents				
Principal Cash		-\$1,249,053.93		
Total Cash & Equivalents		-\$1,249,053.93	\$0.00 \$0.00	\$0.00
Total All Liabilities		-\$1,249,053.93	\$0.00 \$0.00	\$0.00
Portfolio Grand Total		\$15,502,841.20	\$12,886,297.47 \$2,616,543.73	\$344,857.74

Asset Detail

Statement of Value and Activity

January 1, 2012 - December 31, 2012

Asset Detail				
Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Cash & Equivalents				
Wilmington US Govt Money	505,094.08	\$505,094.08	\$505,094.08	\$49.50
Mkt CL Sct		1.00	\$0.00	0.01%
TICKER: AKGXX				
Income Cash		\$1,235,729.15		
Total Cash & Equivalents		\$1,740,823.23	\$505,094.08	\$49.50
Domestic Equities				
Air Products & Chemicals Inc	4,750.00	\$399,095.00	\$384,818.44	\$12,160.00
TICKER: APD		84.02	\$14,276.56	3.05%
American Express Co	6,550.00	\$376,494.00	\$264,045.22	\$5,240.00
TICKER: AXP		57.48	\$112,448.78	1.39%
Andersons Incorporated	4,610.00	\$197,769.00	\$193,783.28	\$2,950.40
TICKER: ANDE		42.90	\$3,985.72	1.49%
Apogee Enterprises Inc	15,030.00	\$360,269.10	\$212,516.49	\$5,410.80
TICKER: APOG		23.97	\$147,752.61	1.50%
Avnet Inc Com	9,480.00	\$290,182.80	\$208,852.09	\$0.00
TICKER: AVT		30.61	\$81,330.71	0.00%
Becton Dickinson & Co Com	3,670.00	\$286,957.30	\$255,074.75	\$7,266.60
TICKER: BDx		78.19	\$31,882.55	2.53%
Bed Bath & Beyond Inc Com	6,290.00	\$351,673.90	\$364,646.54	\$0.00
TICKER: BBBY		55.91	-\$12,972.64	0.00%
Berkshire Hathaway Inc Class A	1.00	\$134,060.00	\$114,121.00	\$0.00
TICKER: BRK/A		134,060.00	\$19,939.00	0.00%
Berkshire Hathaway Inc DEL CL B	5,207.00	\$467,067.90	\$300,981.61	\$0.00
TICKER: BRK/B		89.70	\$166,086.29	0.00%
Cabot Corp Com	5,810.00	\$231,179.90	\$188,915.04	\$4,648.00
TICKER: CBT		39.79	\$42,264.86	2.01%
Carizzo Oil & Gas Incorporated	14,160.00	\$296,227.20	\$332,103.54	\$0.00
TICKER: CRZO		20.92	-\$35,876.34	0.00%
Caseys General Stores Inc	3,880.00	\$206,028.00	\$101,578.87	\$2,560.80
TICKER: CASY		53.10	\$104,449.13	1.24%
Caterpillar Inc	5,670.00	\$508,080.20	\$233,252.42	\$11,793.60
TICKER: CAT		89.61	\$274,827.78	2.32%
Chevron Corp	5,550.00	\$600,177.00	\$377,596.67	\$19,980.00
TICKER: CVX		108.14	\$222,580.33	3.33%
Comcast Corp New A	10,300.00	\$384,808.00	\$151,343.62	\$6,695.00
TICKER: CMCSA		37.36	\$233,464.38	1.74%
Comerica Inc	10,990.00	\$333,436.60	\$331,375.15	\$6,594.00
TICKER: CMA		30.34	\$2,061.45	1.98%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Core-Mark Holding Co Inc	7,985 00	\$378,089.75	\$288,350.71	\$6,068.60
TICKER: CORE		47.35	\$89,739.04	1.60%
Deere & Co Common	4,480.00	\$387,161.60	\$378,511.03	\$8,243.20
TICKER: DE		86.42	\$8,650.57	2.13%
Emerson Electric Co	8,840.00	\$468,166.40	\$435,277.16	\$14,497.60
TICKER: EMR		52.96	\$32,889.24	3.10%
Foot Locker Inc	10,850.00	\$348,502.00	\$113,493.88	\$7,812.00
TICKER: FL		32.12	\$235,008.12	2.24%
Gatx Corp Common	7,860 00	\$340,338.00	\$210,672.48	\$9,432.00
TICKER: GMT		43.30	\$129,665.52	2.77%
Gulfport Energy Corp	2,570.00	\$98,225.40	\$97,593.95	\$0.00
TICKER: GPOR		38.22	\$631.45	0.00%
Humana Inc Com	3,660.00	\$251,185.80	\$313,695.94	\$3,806.40
TICKER: HUM		68.63	-\$62,510.14	1.51%
IBM Corporation	1,990.00	\$381,184.50	\$385,409.61	\$6,766.00
TICKER: IBM		191.55	-\$4,225.11	1.77%
JM Smucker Co	2,140.00	\$184,553.60	\$105,025.04	\$4,451.20
TICKER: SJM		86.24	\$79,528.56	2.41%
Johnson & Johnson	8,040 00	\$563,604.00	\$453,477.30	\$19,617.60
TICKER: JNJ		70.10	\$110,126.70	3.48%
JPMorgan Chase & Co	15,525 00	\$682,620.28	\$531,806.07	\$18,630.00
TICKER: JPM		43.97	\$150,814.21	2.73%
Leucadia Natl Corp Com	15,550.00	\$369,934.50	\$348,362.29	\$3,887.50
TICKER: LUK		23.79	\$21,572.21	1.05%
Materion Corp	1,710 00	\$44,083.80	\$38,730.47	\$513.00
TICKER: MTRN		25.78	\$5,353.33	1.16%
Mcdonald's Corporation	5,440 00	\$479,862.40	\$407,366.42	\$16,755.20
TICKER: MCD		88.21	\$72,495.98	3.49%
Medtronic Inc	8,970.00	\$367,949.40	\$313,704.24	\$9,328.80
TICKER: MDT		41.02	\$54,245.16	2.53%
Merck & Co Inc	9,820 00	\$402,030.80	\$270,649.05	\$16,890.40
TICKER: MRK		40.94	\$131,381.75	4.20%
Microsoft Corp	14,360 00	\$383,551.29	\$331,092.60	\$13,211.20
TICKER: MSFT		26.71	\$52,458.69	3.44%
Motorola Solutions Inc	7,703.00	\$428,903.04	\$297,977.16	\$8,011.12
TICKER: MSI		55.68	\$130,925.88	1.87%
Northrop Grumman Corp	2,865 00	\$193,616.70	\$122,101.75	\$6,303.00
TICKER: NOC		67.58	\$71,514.95	3.25%
OshKosh Corporation	13,000.00	\$385,450.00	\$338,074.45	\$0.00
TICKER: OSK		29.65	\$47,375.55	0.00%
Owens Corning Inc	8,460 00	\$312,935.40	\$287,215.76	\$0.00
TICKER: OC		36.99	\$25,719.64	0.00%
Pepsico Inc Com	6,500.00	\$444,795.00	\$412,836.44	\$13,975.00
TICKER: PEP		68.43	\$31,958.56	3.14%
Pioneer Natural Resources Common	3,840.00	\$409,305.60	\$400,147.11	\$307.20
TICKER: PXD		106.59	\$9,158.49	0.07%

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Plexus Corp TICKER: PLXS	6,410.00	\$165,378.00 25.80	\$190,485.33 -\$25,107.33	\$0.00 0.00%
Plum Creek Timber Co Inc TICKER: PCL	11,070.00	\$491,175.90 44.37	\$336,898.61 \$154,277.29	\$18,597.60 3.79%
Range Resources Corporation TICKER: RRC	4,380.00	\$275,195.40 62.83	\$188,398.88 \$86,796.52	\$700.80 0.25%
Raytheon Co Com New TICKER: RTN	7,225.00	\$415,871.00 57.56	\$341,604.23 \$74,266.77	\$14,450.00 3.47%
Seacor Holdings Inc TICKER: CKH	2,185.00	\$183,103.00 83.80	\$209,091.11 -\$25,988.11	\$0.00 0.00%
Seneca Foods Corp TICKER: SENE	8,573.00	\$260,619.20 30.40	\$220,863.65 \$39,755.55	\$0.00 0.00%
Spirit Aerosystems Hold-CI A TICKER: SPR	14,760.00	\$250,477.20 16.97	\$279,520.43 -\$29,043.23	\$0.00 0.00%
Target Corp Com TICKER: TGT	7,980.00	\$472,176.60 59.17	\$404,993.06 \$67,183.54	\$11,491.20 2.43%
United Technologies Corp Com TICKER: UTX	5,000.00	\$410,050.00 82.01	\$264,468.34 \$145,581.66	\$10,700.00 2.61%
UnitedHealth Group Inc TICKER: UNH	6,640.00	\$360,153.60 54.24	\$171,419.72 \$188,733.88	\$5,644.00 1.57%
Vail Resorts Inc TICKER: MTN	3,360.00	\$181,742.40 54.09	\$94,381.34 \$87,361.06	\$2,520.00 1.39%
Wal Mart Stores Inc Com TICKER: WMT	7,990.00	\$545,157.70 68.23	\$431,819.32 \$113,338.38	\$12,704.10 2.33%
Western Union Company TICKER: WU	10,900.00	\$148,349.00 13.61	\$200,129.50 -\$51,780.50	\$5,450.00 3.67%
Total Domestic Equities		\$17,889,004.16	\$12,230,649.16 \$3,658,355.00	\$356,063.92
International Equities				
Enstar Group Limited TICKER: ESGR	3,690.00	\$413,206.20 111.98	\$239,941.51 \$173,264.69	\$0.00 0.00%
Unilever PLC Sponsored ADR TICKER: UL	11,420.00	\$442,182.40 38.72	\$338,139.17 \$104,043.23	\$14,000.92 3.17%
Vodafone Group PLC - Sp ADR TICKER: VOD	3,690.00	\$92,951.10 25.19	\$78,183.07 \$14,768.03	\$5,535.00 5.95%
Total International Equities		\$948,339.70	\$656,263.75 \$292,075.95	\$19,535.92
Total All Assets		\$20,578,167.09	\$15,392,006.99 \$3,950,430.95	\$375,649.34

Asset Detail (continued)**Statement of Value and Activity**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value	Market Value Current Price	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Cash & Equivalents				
Principal Cash		-\$1,235,729.15		
Total Cash & Equivalents		-\$1,235,729.15	\$0.00 \$0.00	\$0.00
Total All Liabilities		-\$1,235,729.15	\$0.00 \$0.00	\$0.00
Portfolio Grand Total		\$19,342,437.94	\$15,392,006.99 \$3,950,430.95	\$375,649.34

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE DONALD B. AND DOROTHY L. STABLER FOUNDATION	Employer identification number (EIN) or 26-3598470
	Number, street, and room or suite no. If a P.O. box, see instructions ONE SOUTH MARKET SQUARE, 12TH FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HARRISBURG, PA 17108-1146	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **THE STABLER FOUNDATION**

Telephone No ► **717 231-6639**

FAX No ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15**, 20 **13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year **2012** or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	315,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	466,446.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)

JSA

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E-FILED - ACCEPTED

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