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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 , and ending

Name of foundation Joseph E Miller Charitable Trust		A Employer identification number 26-6668565	
Number and street (or P O box number if mail is not delivered to street address) PO Box 317		B Telephone number (see instructions) (815) 777-5149	
City or town, state, and ZIP code Galena IL 61036		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization. <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 551,057		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

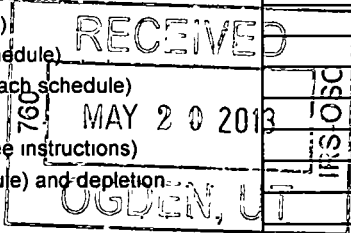
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	449	449	449	
	4 Dividends and interest from securities	16,374	16,374	16,374	
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	1,345			
	b Gross sales price for all assets on line 6a	286,984			
	7 Capital gain net income (from Part IV, line 2)		1,345		
	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)	819	819	819		
12 Total. Add lines 1 through 11	18,987	18,987	17,642		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,414	4,810		1,603
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	460	460		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	40			40
	24 Total operating and administrative expenses. Add lines 13 through 23	6,914	5,270	0	1,643
	25 Contributions, gifts, grants paid	27,422			27,422
26 Total expenses and disbursements. Add lines 24 and 25	34,336	5,270	0	29,065	
27 Subtract line 26 from line 12	(15,349)				
a Excess of revenue over expenses and disbursements		13,717			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			17,642		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1	1
	2	Savings and temporary cash investments	10,838	24,357	24,357
	3	Accounts receivable ▶			25
		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			
	10 a	Investments—U S and state government obligations (attach schedule)	14	12	374
	b	Investments—corporate stock (attach schedule)	258,375	226,086	245,177
	c	Investments—corporate bonds (attach schedule)	231,688	233,170	244,186
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	38,134	39,948	36,962
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	539,049	523,574	551,057
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	539,049	523,574	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	539,049	523,574	
Total	31	Total liabilities and net assets/fund balances (see instructions)	539,049	523,574	

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	539,049
2	Enter amount from Part I, line 27a	2	(15,349)
3	Other increases not included in line 2 (itemize) ▶ 2011 income posted in 2012	3	955
4	Add lines 1, 2, and 3	4	524,655
5	Decreases not included in line 2 (itemize) ▶ 2012 income posted in 2013	5	1,081
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	523,574

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			Various	Various
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 286,984		285,639	1,345	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			1,345	
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	1,345
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	26,409	572,800	0.046105
2010	24,502	560,523	0.043713
2009	22,340	493,379	0.045280
2008	0	18,501	0.000000
2007			0.000000
2 Total of line 1, column (d)			2 0.135098
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 0.033775
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 554,718
5 Multiply line 4 by line 3			5 18,736
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 137
7 Add lines 5 and 6			7 18,873
8 Enter qualifying distributions from Part XII, line 4			8 29,065

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2013 estimated tax

Refunded

Part VII-A Statements Regarding Activities

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?

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

c Did the foundation file Form 1120-POL for this year?

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

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

8 a Enter the states to which the foundation reports or with which it is registered (see instructions)

Illinois

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 ▶				
14	The books are in care of ▶ Galena State Bank	Telephone no ▶ (815) 777-5149		
	Located at ▶ 400 S Main Street, Galena, IL	ZIP+4 ▶ 61036		
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		X
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 ▶			X

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6b X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

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
Galena State Bank 400 S Main Street Galena, IL 61036	Trustee 1 hour	6,414		

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

☐

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

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

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

	Expenses
1 None	
2	
3	
4	

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

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

	Amount
1 None	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	525,717
b	Average of monthly cash balances	1b	37,448
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	563,165
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	563,165
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	8,447
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	554,718
6	Minimum investment return. Enter 5% of line 5	6	27,736

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	27,736
2a	Tax on investment income for 2012 from Part VI, line 5	2a	137
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	137
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,599
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	27,599
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	27,599

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	29,065
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	29,065
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	137
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,928

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				27,599
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			7,241	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 29,065				
a Applied to 2011, but not more than line 2a			7,241	
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				21,824
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				5,775
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				
10 Analysis of line 9.				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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

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

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	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> The Galena Foundation Galena, IL 61036		501(c)3	Historical preservation project	27,422
Total			▶ 3a	27,422
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	449	
4	Dividends and interest from securities			14	16,374	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	1,345	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		18,168	0
13	Total. Add line 12, columns (b), (d), and (e)				13	18,168

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

[illegible]

JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
30. ANNALY CAPITAL MGMT	06/08/2011	03/23/2012	485.99	555.60	-69.61
25. ARLINGTON ASSET INVESTMENT	06/15/2011	02/03/2012	591.55	703.66	-112.11
18. ARLINGTON ASSET INVESTMENT	03/21/2012	12/03/2012	386.58	430.20	-43.62
12. ARLINGTON ASSET INVESTMENT	03/21/2012	12/05/2012	253.96	286.80	-32.84
10. CITIGROUP INC.	11/01/2011	05/21/2012	259.50	295.35	-35.85
45. CITIGROUP INC.	11/01/2011	06/21/2012	1,263.82	1,329.07	-65.25
10. COMCAST CORP CL A	05/05/2011	03/23/2012	298.09	259.03	39.06
10. CYPRESS SEMICONDUCTOR CORP.	05/02/2011	03/23/2012	154.09	216.47	-62.38
40. DEETHREE EXPLORATION LTD	11/09/2011	11/08/2012	256.17	95.50	160.67
73.28 DOUBLELINE TOTAL RETURN BOND	11/02/2011	06/05/2012	820.00	816.34	3.66
277.285 EATON VANCE EMERGING MARKETS	11/02/2011	06/05/2012	2,575.98	2,704.35	-128.37
350. ENTROPIC COMMUNICATIONS	11/01/2011	02/02/2012	2,363.19	3,224.22	-861.03
5. FACEBOOK INC A SHARES	05/17/2012	05/18/2012	205.40	190.00	15.40
53.295 FORWARD COMMODITY LONG/SHORT	11/02/2011	09/14/2012	1,216.19	1,398.46	-182.27
91.96 FORWARD COMMODITY LONG/SHORT					
STRATEGY FUND					
375. GT ADVANCED TECHNOLOGIES	06/20/2012	09/14/2012	2,098.53	2,317.39	-218.86
25. GASTAR EXPLORATION USA PFD	07/10/2012	10/31/2012	1,536.39	2,547.38	-1,010.99
30. GENERAL ELECTRIC	11/23/2011	03/23/2012	497.24	487.50	9.74
15. GEOKINETICS INC	06/05/2012	09/26/2012	663.24	527.47	135.77
230. HECKMANN CORP	04/04/2011	03/23/2012	30.07	129.34	-99.27
5. HEWLETT-PACKARD CO	03/09/2012	08/16/2012	626.67	1,107.77	-481.10
31.344 ING GLOBAL REAL ESTATE I	11/01/2011	02/28/2012	130.63	129.30	1.33
35. JANUS CAPITAL GROUP INC.	08/25/2011	03/23/2012	520.00	478.94	41.06
110. JANUS CAPITAL GROUP INC.	12/02/2011	03/23/2012	325.14	231.92	93.22
115. JANUS CAPITAL GROUP INC.	12/06/2011	04/05/2012	931.10	732.18	198.92
3. LASALLE HOTEL PROPERTIES 8.0000%	12/06/2011	06/05/2012	795.01	787.15	7.86
105. LIHUA INTERNATIONAL INC.	11/03/2011	04/23/2012	75.00	76.04	-1.04
427. LYNAS CORPORATION SPONSORED ADR	07/27/2011	03/23/2012	608.98	787.03	-178.05
208. LYNAS CORPORATION SPONSORED ADR	01/31/2012	06/28/2012	337.49	613.93	-276.44
20. MAGNUM HUNTER RESOURCES CORP.	01/31/2012	06/29/2012	172.14	302.22	-130.08
10.25% SERIES C					
5. MARKET VECTORS JUNIOR GOLD MINER	11/17/2011	03/26/2012	505.38	499.88	5.50
15. MASCO CORP	09/06/2011	03/23/2012	123.14	189.50	-66.36
120. MASTEC INC.	11/01/2011	05/01/2012	207.67	135.75	71.92
Totals	02/07/2012	11/29/2012	2,722.65	2,145.43	577.22

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
5. MEDTRONIC INC	11/01/2011	08/07/2012	201.16	167.19	33.97
45. MONMOUTH REIT PREFERRED	05/31/2012	09/06/2012	1,192.60	1,125.00	67.60
5. MOSAIC COMPANY	07/22/2011	03/23/2012	289.09	365.22	-76.13
25. MOSYS INC	12/05/2011	03/23/2012	101.61	78.13	23.48
40. NRG ENERGY INC	04/05/2012	11/01/2012	862.21	609.98	252.23
5. NEWMONT MINING CORPORATION	09/06/2011	03/23/2012	268.19	323.24	-55.05
77.071 PIMCO LOW DURATION FUND #36	03/23/2012	06/05/2012	805.39	800.00	5.39
505.545 PIMCO LOW DURATION FUND #36	11/02/2011	06/05/2012	5,282.95	5,237.45	45.50
459.004 PIMCO COMMODITY REAL RETURN FUND #45 - CL I					
16.62 PIMCO EMERGING LOCAL BOND INSTL	09/14/2012	11/08/2012	3,135.00	3,387.45	-252.45
120.819 T. ROWE PRICE INSTL EMERGING	06/05/2012	11/08/2012	180.00	167.86	12.14
10. REGAL ENTERTAINMENT GROUP - A	11/02/2011	06/05/2012	1,093.41	1,122.41	-29.00
100. REGAL ENTERTAINMENT GROUP - A	02/28/2012	03/23/2012	140.39	138.23	2.16
100. REGAL ENTERTAINMENT GROUP - A	02/29/2012	12/04/2012	1,546.18	1,382.87	163.31
30. REGAL ENTERTAINMENT GROUP - A	02/29/2012	12/06/2012	471.89	416.54	55.35
215. RIMAGE CORP	06/29/2012	11/12/2012	1,266.32	2,202.08	-935.76
10. SPDR S&P 500 ETF TRUST	03/25/2011	03/23/2012	1,393.67	1,313.88	79.79
30. SPDR S&P 500 ETF TRUST	05/21/2012	11/08/2012	4,164.39	3,943.80	220.59
. SPDR GOLD TRUST	08/25/2011	12/31/2012	12.70	13.73	-1.03
. SPDR GOLD TRUST	03/23/2012	12/31/2012	2.43	2.42	0.01
. SPDR GOLD TRUST	11/08/2012	12/31/2012	3.15	3.17	-0.02
55. SWIFT TRANSPORTATION	06/07/2011	01/31/2012	628.96	654.91	-25.95
55. SWIFT TRANSPORTATION	06/07/2011	02/01/2012	652.66	654.90	-2.24
23.605 TCW EMERGING MARKETS INCOME FUND CLASS I					
129.771 VANGUARD INTERMEDIATE TERM	06/05/2012	11/08/2012	220.00	201.11	18.89
TREASURY FUND #35	08/29/2011	06/05/2012	1,530.00	1,561.15	-31.15
147.186 VANGUARD INTERMEDIATE TERM					
TREASURY FUND #535	03/23/2012	11/08/2012	1,741.21	1,700.00	41.21
495. LYNAS CORPORATION LIMITED ADR	07/26/2011	03/19/2012	623.09	1,180.57	-557.48
Totals			51,845.63	55,484.46	-3,638.83

JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
10. ABBOTT LABORATORIES	11/08/2010	03/23/2012	604.58	505.19	99.39
918. ADAMS EXPRESS COMOPANY FUND	08/06/2009	01/06/2012	8.83	8.70	0.13
99. ADAMS EXPRESS COMOPANY FUND	08/07/2009	03/23/2012	1,071.16	942.41	128.75
30. ADAMS EXPRESS COMOPANY FUND	08/07/2009	07/03/2012	316.67	289.53	27.14
35. ADAMS EXPRESS COMOPANY FUND	08/07/2009	07/05/2012	368.80	337.79	31.01
25. ADAMS EXPRESS COMOPANY FUND	08/07/2009	07/06/2012	261.00	241.28	19.72
155. ADAMS EXPRESS COMOPANY FUND	08/13/2009	07/13/2012	1,638.90	1,482.55	156.35
145. ADAMS EXPRESS COMOPANY FUND	11/08/2010	07/16/2012	1,530.57	1,439.82	90.75
10. AGILENT TECHNOLOGIES INC	10/03/2008	03/23/2012	434.79	289.50	145.29
6. ALERE INC PERP PFD CONV SER B	10/23/2008	03/26/2012	1,432.11	707.01	725.10
5. ALERE INC PERP PFD CONV SER B	10/23/2008	12/11/2012	982.74	589.17	393.57
15. AMERICAN INTERNATIONAL GROUP, INC.	02/08/2011	03/23/2012	421.94	637.34	-215.40
40. AMERICAN INTERNATIONAL GROUP, INC.	03/15/2011	04/24/2012	1,286.40	1,669.77	-383.37
85. ANNALY CAPITAL MGMT	07/12/2011	08/07/2012	1,402.03	1,538.68	-136.65
5. APPLE COMPUTER INC.	10/03/2008	03/23/2012	2,983.94	524.35	2,459.59
15. ARCHER DANIELS	10/03/2008	03/23/2012	477.29	300.00	177.29
120. BANK OF AMERICA CORPORATION	02/04/2009	03/19/2012	1,188.51	485.34	703.17
40. BANK OF AMERICA CORPORATION	06/09/2010	03/23/2012	385.99	512.50	-126.51
150. BANK OF AMERICA CORPORATION	11/08/2010	05/21/2012	1,016.03	2,084.91	-1,068.88
11780. BARCLAYS CAPITAL COMMODITY ARB NOTE	05/12/2011	06/18/2012	10,867.76	11,780.00	-912.24
10. BAXTER INTERNATIONAL INC	10/03/2008	03/23/2012	592.38	684.20	-91.82
35. BIG LOTS INC.	01/03/2011	02/28/2012	1,545.01	1,069.97	475.04
10. BIG LOTS INC.	01/03/2011	03/23/2012	450.99	305.70	145.29
50. BIG LOTS INC.	05/19/2011	08/23/2012	1,521.39	1,703.29	-181.90
10. BLACK HILLS CORP	10/03/2008	03/23/2012	332.89	313.60	19.29
35. BLACK HILLS CORP	10/03/2008	04/05/2012	1,165.52	1,097.60	67.92
10. BLACK HILLS CORP	04/12/2011	04/24/2012	324.53	331.67	-7.14
20. BLACK HILLS CORP	10/03/2008	04/24/2012	649.06	627.20	21.86
10. CISCO SYSTEMS INC.	12/09/2010	03/23/2012	203.79	198.40	5.39
10. CITIGROUP INC.	02/08/2011	03/23/2012	370.09	490.46	-120.37
35. CITIGROUP INC.	02/08/2011	05/21/2012	908.27	1,716.61	-808.34
Totals					

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
90. COMCAST CORP CL A	05/05/2011	10/18/2012	3,333.34	2,331.28	1,002.06
95. CYPRESS SEMICONDUCTOR CORP.	11/01/2011	11/30/2012	960.86	2,019.81	-1,058.95
155. DEETHREE EXPLORATION LTD	02/18/2011	08/22/2012	823.57	679.13	144.44
225. DEETHREE EXPLORATION LTD	02/18/2011	09/17/2012	1,324.14	985.84	338.30
115. DEETHREE EXPLORATION LTD	02/18/2011	10/17/2012	737.34	503.88	233.46
285. DEETHREE EXPLORATION LTD	07/13/2011	10/19/2012	1,810.14	1,232.78	577.36
95. DEETHREE EXPLORATION LTD	07/14/2011	11/06/2012	647.14	336.21	310.93
10. DEETHREE EXPLORATION LTD	07/14/2011	11/08/2012	64.04	35.24	28.80
12945. DEUTSCHE BANK EMERALD NOTE 01/13/12	12/03/2010	01/12/2012	13,826.88	12,945.00	881.88
30. DEVON ENERGY CORP	10/03/2008	01/13/2012	1,888.74	2,609.70	-720.96
20. DEVON ENERGY CORP	10/03/2008	02/16/2012	1,477.69	1,739.80	-262.11
10. DISNEY	10/03/2008	03/23/2012	433.59	310.70	122.89
5. DOUBLE EAGLE PETROLEUM SERIES A	06/05/2009	02/21/2012	130.25	93.75	36.50
5. DOUBLE EAGLE PETROLEUM SERIES A	06/05/2009	03/05/2012	129.97	93.75	36.22
65. DOUBLE EAGLE PETROLEUM SERIES A	11/13/2009	03/26/2012	1,660.07	1,328.53	331.54
34.757 EATON VANCE EMERGING MARKETS LOCAL INCOME I	04/23/2010	03/23/2012	350.00	365.30	-15.30
1145.62 EATON VANCE EMERGING MARKETS	12/13/2010	06/05/2012	10,642.82	12,085.17	-1,442.35
3.58 FANNIE MAE 1991 - 144P	03/13/2008	01/25/2012	3.58	0.13	3.45
8.500% 10/25/21	03/13/2008	02/25/2012	3.50	0.13	3.37
3.5 FANNIE MAE 1991 - 144P	03/13/2008	03/25/2012	4.52	0.17	4.35
8.500% 10/25/21	03/13/2008	04/25/2012	3.50	0.13	3.37
3.5 FANNIE MAE 1991 - 144P	03/13/2008	05/25/2012	5.80	0.22	5.58
8.500% 10/25/21	03/13/2008	06/25/2012	16.06	0.60	15.46
16.06 FANNIE MAE 1991 - 144P	03/13/2008	07/25/2012	3.35	0.13	3.22
8.500% 10/25/21	03/13/2008	08/25/2012	3.40	0.13	3.27
3.35 FANNIE MAE 1991 - 144P					
8.500% 10/25/21					
3.4 FANNIE MAE 1991 - 144P					
8.500% 10/25/21					
Totals					

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
3.46 FANNIE MAE 1991 - 144P					
8.500% 10/25/21	03/13/2008	09/25/2012	3.46	0.13	3.33
3.42 FANNIE MAE 1991 - 144P					
8.500% 10/25/21	03/13/2008	10/25/2012	3.42	0.13	3.29
3.47 FANNIE MAE 1991 - 144P					
8.500% 10/25/21	03/13/2008	11/25/2012	3.47	0.13	3.34
3.91 FANNIE MAE 1991 - 144P					
8.500% 10/25/21	03/13/2008	12/25/2012	3.91	0.15	3.76
20.222 FEDERATED INSTL HIGH YIELD BOND					
FUND #900	05/12/2009	03/23/2012	200.00	165.21	34.79
32.541 FEDERATED INSTL HIGH YIELD BOND					
FUND #900	05/12/2009	06/05/2012	315.00	265.86	49.14
57.286 FEDERATED INTERMEDIATE INCOME					
BOND FUND #303	12/07/2009	06/05/2012	570.00	565.41	4.59
10. FOMENTO ECONOMICO MEX - ADR	10/03/2008	03/23/2012	766.08	381.50	384.58
35. FOMENTO ECONOMICO MEX - ADR	10/03/2008	04/02/2012	2,950.04	1,335.25	1,614.79
524.364 FORWARD COMMODITY LONG/SHORT	08/25/2011	09/14/2012	11,965.98	14,357.09	-2,391.11
75. GSE SYSTEMS, INC.	11/24/2009	03/09/2012	182.87	355.50	-172.63
110. GSE SYSTEMS, INC.	11/24/2009	03/26/2012	258.08	521.40	-263.32
325. GSE SYSTEMS, INC.	11/08/2010	05/02/2012	877.20	1,282.63	-405.43
10. GAMESTOP CORPORATION - CLASS A	02/11/2011	03/23/2012	234.79	203.85	30.94
25. GAMESTOP CORPORATION - CLASS A	02/11/2011	11/23/2012	675.34	509.64	165.70
25. GAMESTOP CORPORATION - CLASS A	02/11/2011	12/12/2012	698.54	509.63	188.91
35. GAMESTOP CORPORATION - CLASS A	02/11/2011	12/18/2012	967.97	713.49	254.48
20. GENERAL ELECTRIC	10/03/2008	03/23/2012	395.99	450.00	-54.01
175. GENERAL ELECTRIC	11/08/2010	09/26/2012	3,868.94	3,169.36	699.58
45. GEOKINETICS INC	02/11/2011	03/23/2012	90.22	424.69	-334.47
65. GEOKINETICS INC	04/04/2011	05/30/2012	30.35	560.49	-530.14
25. GEOKINETICS INC	04/07/2011	05/31/2012	10.19	216.04	-205.85
20. GEOKINETICS INC	04/12/2011	06/01/2012	7.89	169.01	-161.12
2. GOOGLE INC - CL A	03/15/2011	03/23/2012	1,289.65	1,140.33	149.32
25. GRAN TIERRA ENERGY INC	10/19/2010	02/03/2012	148.12	183.89	-35.77
40. GRAN TIERRA ENERGY INC	10/19/2010	03/23/2012	239.99	294.23	-54.24
40. GRAN TIERRA ENERGY INC	10/19/2010	08/28/2012	181.56	294.23	-112.67
50. GRAN TIERRA ENERGY INC	05/09/2011	08/31/2012	221.33	356.20	-134.87
Totals					

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
85. GRAN TIERRA ENERGY INC	10/19/2010	08/31/2012	376.25	625.25	-249.00
73.314 HARDING LOEVNER FRONTIER EMERGING MARKETS					
75.63 HARDING LOEVNER FRONTIER EMERGING MARKETS	08/06/2010	03/23/2012	500.00	526.39	-26.39
55. HEWLETT-PACKARD CO	08/06/2010	11/08/2012	540.00	543.02	-3.02
25. HILLTOP HOLDINGS INC	10/03/2008	02/28/2012	1,436.88	2,462.90	-1,026.02
50. HILLTOP HOLDINGS INC	10/03/2008	03/23/2012	199.74	257.25	-57.51
75. HILLTOP HOLDINGS INC	10/03/2008	05/10/2012	518.84	514.50	4.34
75. HILLTOP HOLDINGS INC	09/10/2010	05/10/2012	769.29	762.32	6.97
15. HILLTOP HOLDINGS INC	09/10/2010	05/14/2012	790.55	743.46	47.09
55. HILLTOP HOLDINGS INC	09/10/2010	05/17/2012	158.36	148.70	9.66
30. HOPFED BANCORP, INC.	11/08/2010	05/25/2012	573.71	575.68	-1.97
30.6 HOPFED BANCORP, INC.	06/16/2010	03/23/2012	256.19	259.52	-3.33
119.4 HOPFED BANCORP, INC.	03/02/2011	08/16/2012	221.85	280.50	-58.65
15.777 ING GLOBAL REAL ESTATE I	06/16/2010	08/16/2012	865.63	1,032.87	-167.24
5. JOHNSON & JOHNSON	08/25/2011	11/08/2012	275.00	241.07	33.93
8. LASALLE HOTEL PROPERTIES 8.0000%	10/03/2008	03/23/2012	322.59	337.25	-14.66
152. LASALLE HOTEL PROPERTIES 8.0000%	02/03/2009	03/23/2012	203.91	98.97	104.94
SERIES E					
10. LASALLE HOTEL PROPERTIES 8.0000%	06/01/2009	04/23/2012	3,800.00	2,133.65	1,666.35
SERIES E					
38.246 LAZARD EMERGING MARKETS EQUITY INSTL	04/13/2011	04/23/2012	250.00	251.80	-1.80
103.601 LAZARD EMERGING MARKETS EQUITY INSTL	10/04/2010	03/23/2012	750.00	811.96	-61.96
44.189 MFS INTL NEW DISCOVERY FD - I FUND #874	10/04/2010	11/08/2012	1,985.00	2,199.45	-214.45
201.644 MFS INTL NEW DISCOVERY FD - I FUND #874	09/29/2008	03/23/2012	1,000.00	762.70	237.30
19.036 MFS INTL NEW DISCOVERY FD - I FUND #874	09/29/2008	06/05/2012	4,170.00	3,480.37	689.63
40. MAGNUM HUNTER RESOURCES CORP. 10.25% SERIES C	09/29/2008	11/08/2012	450.00	328.56	121.44
	11/08/2010	01/06/2012	1,008.09	1,000.00	8.09
Totals					

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
20. MAGNUM HUNTER RESOURCES CORP. 10.25% SERIES C	12/01/2010	03/15/2012	506.38	500.00	6.38
15. MAGNUM HUNTER RESOURCES CORP. 10.25% SERIES C	12/01/2010	03/20/2012	379.41	375.00	4.41
5. MAGNUM HUNTER RESOURCES CORP. 10.25% SERIES C	12/01/2010	03/26/2012	126.35	125.00	1.35
10. MAGNUM HUNTER RESOURCES CORP. 10.25% SERIES C	01/11/2011	03/26/2012	252.69	250.00	2.69
10. MAGNUM HUNTER PREFERRED SERIES D	03/16/2011	03/23/2012	486.59	133.34	353.25
105. MASCO CORP	12/16/2009	02/13/2012	1,384.65	1,637.09	-252.44
25. MASCO CORP	11/08/2010	03/23/2012	335.24	336.20	-0.96
100. MASCO CORP	03/24/2011	05/01/2012	1,384.49	1,423.87	-39.38
35. MASCO CORP	11/08/2010	05/01/2012	484.57	404.62	79.95
25. MEDTRONIC INC	08/24/2010	02/10/2012	990.22	788.56	201.66
30. MEDTRONIC INC	10/29/2010	03/15/2012	1,178.17	983.34	194.83
25. MEDTRONIC INC	11/08/2010	08/07/2012	1,005.80	886.67	119.13
20. NRG ENERGY INC	05/11/2010	03/23/2012	335.99	443.35	-107.36
95. NRG ENERGY INC	11/04/2010	08/23/2012	2,010.53	2,094.62	-84.09
55. NRG ENERGY INC	11/04/2010	11/01/2012	1,185.55	1,095.07	90.48
25. NAM TAI ELECTRONICS INC, ADR	10/03/2008	06/05/2012	124.02	202.25	-78.23
70. NAM TAI ELECTRONICS INC, ADR	10/03/2008	06/06/2012	373.14	566.30	-193.16
15. NAM TAI ELECTRONICS INC, ADR	10/03/2008	06/07/2012	78.90	121.35	-42.45
40. NAM TAI ELECTRONICS INC, ADR	10/03/2008	06/08/2012	201.06	323.60	-122.54
70. NAM TAI ELECTRONICS INC, ADR	10/03/2008	06/11/2012	361.79	566.30	-204.51
30. NAM TAI ELECTRONICS INC, ADR	11/08/2010	06/12/2012	154.91	222.60	-67.69
5. NAM TAI ELECTRONICS INC, ADR	11/09/2010	06/13/2012	25.60	32.49	-6.89
45. NAM TAI ELECTRONICS INC, ADR	11/09/2010	06/15/2012	232.15	297.13	-64.98
20. NAM TAI ELECTRONICS INC, ADR	11/09/2010	06/18/2012	104.10	132.06	-27.96
.891 NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/08/2008	01/30/2012	10.39	9.06	1.33
24. NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/08/2008	03/23/2012	284.15	244.05	40.10
35. NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/10/2008	05/30/2012	411.66	336.99	74.67
Totals					

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
40. NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/10/2008	05/31/2012	468.77	351.90	116.87
35. NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/10/2008	06/01/2012	401.62	307.91	93.71
35. NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/10/2008	06/05/2012	401.85	307.91	93.94
35. NUVEEN EQUITY PREMIUM OPPORTUNITY FUND	10/10/2008	06/07/2012	411.12	307.90	103.22
106. NUVEEN EQUITY PREMIUM ADVANTAGE	10/03/2008	01/30/2012	1.23	1.34	-0.11
31. NUVEEN EQUITY PREMIUM ADVANTAGE	10/08/2008	03/23/2012	369.20	375.85	-6.65
85. NUVEEN EQUITY PREMIUM ADVANTAGE	10/10/2008	05/30/2012	1,008.82	774.89	233.93
35. NUVEEN EQUITY PREMIUM ADVANTAGE	10/10/2008	05/31/2012	415.04	295.25	119.79
55. NUVEEN EQUITY PREMIUM ADVANTAGE	10/10/2008	06/01/2012	639.71	463.96	175.75
35. NUVEEN EQUITY PREMIUM ADVANTAGE	10/10/2008	06/05/2012	406.14	295.24	110.90
10. NUVEEN EQUITY PREMIUM ADVANTAGE	10/10/2008	06/07/2012	118.83	84.36	34.47
2849.987 PIMCO LOW DURATION FUND #36	12/13/2010	06/05/2012	29,782.36	27,678.27	2,104.09
91.918 PIMCO TOTAL RETURN #35	09/22/2008	06/05/2012	1,035.00	959.62	75.38
30. PALL CORP	10/03/2008	09/13/2012	1,885.22	1,030.80	854.42
5. PALL CORP	10/03/2008	09/14/2012	321.39	171.80	149.59
12. PHOSPHATE HOLDINGS INC.	12/09/2008	03/26/2012	71.52	75.96	-4.44
35. PIONEER DRILLING COMPANY	04/15/2010	03/23/2012	307.29	254.36	52.93
35. PIONEER ENERGY SERVICES CORP	04/15/2010	12/05/2012	257.99	257.75	0.24
638.285 T. ROWE PRICE INSTL EMERGING	04/12/2011	06/05/2012	5,776.48	5,847.96	-71.48
15. REPUBLIC SERVICES INC	02/11/2011	03/23/2012	451.79	451.04	0.75
20. RIMAGE CORP	10/03/2008	03/23/2012	202.99	255.60	-52.61
105. RIMAGE CORP	10/03/2008	11/12/2012	618.44	1,341.90	-723.46
15. RIMAGE CORP	11/02/2011	11/12/2012	88.35	188.50	-100.15
30. SPDR S&P 500 ETF TRUST	03/25/2011	10/12/2012	4,283.56	3,941.65	341.91
10. SPDR S&P 500 ETF TRUST	03/25/2011	11/08/2012	1,388.13	1,313.88	74.25
215. SAPPI LTD - ADR	01/21/2011	02/02/2012	706.15	1,095.01	-388.86
135. SPRINT NEXTEL CORP.	03/15/2011	03/23/2012	366.52	666.77	-300.25
360. SPRINT NEXTEL CORP.	03/21/2011	08/14/2012	1,780.88	1,632.63	148.25
5. SYNOPSYS INC	10/03/2008	03/23/2012	148.94	96.60	52.34
82.067 TCW TOTAL RETURN BOND I FD	05/12/2009	06/05/2012	810.00	778.81	31.19
24.2 TEMPLETON GLOBAL BOND FUND ADV	08/05/2010	11/08/2012	325.00	322.83	2.17
Totals					

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JOSEPH E MILLER CHARITABLE TRUST G55467
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
5. THERMO ELECTRON CORP	10/03/2008	03/23/2012	282.44	261.70	20.74
54.824 THORNBURG INTERNATIONAL VALUE FUND #209 - I	04/29/2010	03/23/2012	1,500.00	1,408.43	91.57
136.535 THORNBURG INTERNATIONAL VALUE FUND #209 - I	04/29/2010	06/05/2012	3,255.00	3,507.58	-252.58
292.555 THORNBURG INTERNATIONAL VALUE FUND #209 - I	04/29/2010	09/10/2012	7,743.94	7,515.74	228.20
33.496 THORNBURG INTERNATIONAL VALUE FUND #209 - I	04/29/2010	11/08/2012	890.00	860.51	29.49
31.336 PERFORMANCE TRUST TOTAL RETURN	09/01/2010	06/05/2012	680.00	626.72	53.28
142.664 VANGUARD TOTAL BOND MARKET INDEX FD #1351	04/23/2010	06/05/2012	1,585.00	1,489.41	95.59
158.434 VANGUARD SHORT-TERM INVESTMENT GRADE FUND #39	09/22/2008	06/05/2012	1,700.00	1,614.44	85.56
1578.639 VANGUARD INTERMEDIATE TERM	11/02/2011	11/08/2012	18,675.31	19,017.42	-342.11
15. VEECO INSTRUMENTS INC.	12/21/2010	03/23/2012	452.69	622.71	-170.02
20. VEECO INSTRUMENTS INC.	12/23/2010	12/10/2012	585.98	839.32	-253.36
10. WALMART	09/10/2009	03/23/2012	606.08	509.29	96.79
15. TRANSATLANTIC PETROLEUM LTD	02/01/2011	05/30/2012	14.17	45.67	-31.50
280. TRANSATLANTIC PETROLEUM LTD	09/28/2010	05/30/2012	264.45	784.00	-519.55
210. TRANSATLANTIC PETROLEUM LTD	02/04/2011	05/31/2012	194.90	640.05	-445.15
180. TRANSATLANTIC PETROLEUM LTD	02/04/2011	06/01/2012	155.10	540.07	-384.97
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			233,854.40	230,147.88	3,706.50
28% RATE CAPITAL GAINS (LOSSES)					
SPDR GOLD TRUST	08/25/2011	12/31/2012	6.50	6.56	-0.06
TOTAL 28% RATE CAPITAL GAINS (LOSSES)			6.50	6.56	-0.06
Totals			233,860.90	230,154.44	3,706.44

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