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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 ELLIS CHARITABLE FOUNDATION		A Employer identification number 27-1490172
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1501, NJ2-130-03-31	Room/suite	B Telephone number (see instructions) 609-274-6834
City or town, state, and ZIP code PENNINGTON NJ 08534-1501		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) \$ 1,125,997	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	35,727	33,589		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	169,181			
b Gross sales price for all assets on line 6a 1,637,995				
7 Capital gain net income (from Part IV, line 2)		169,181		
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)				
12 Total. Add lines 1 through 11	204,908	202,770	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	15,868	6,347		9,521
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)	664	472		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	65	30		35
24 Total operating and administrative expenses. Add lines 13 through 23	16,597	6,849	0	9,556
25 Contributions, gifts, grants paid	44,552			44,552
26 Total expenses and disbursements. Add lines 24 and 25	61,149	6,849	0	54,108
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	143,759			
b Net investment income (if negative, enter -0-)		195,921		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

ESTIMATED DATE MAY 09 2013

SCANNED MAY 15 2013

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Form 990-PF (2012) ELLIS CHARITABLE FOUNDATION

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		1,247	1,247
	2 Savings and temporary cash investments	114,708	-538	-538
	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			
	10 a Investments—U S and state government obligations (attach schedule)	73,154		
	b Investments—corporate stock (attach schedule)	562,237		
	c Investments—corporate bonds (attach schedule)			
	Liabilities	11 Investments—land, buildings, and equipment basis ▶		
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)		207,632	1,096,454	1,125,288
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)		957,731	1,097,163	1,125,997
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		
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	957,731	1,097,163	
	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)	957,731	1,097,163		
31 Total liabilities and net assets/fund balances (see instructions)	957,731	1,097,163		

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	957,731
2 Enter amount from Part I, line 27a	2	143,759
3 Other increases not included in line 2 (itemize) ▶	3	344
4 Add lines 1, 2, and 3	4	1,101,834
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,671
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,097,163

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

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	169,181
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	36,277	1,109,348	0.032701
2010	24,098	962,372	0.025040
2009	1	292,330	0.000003
2008			0.000000
2007			0.000000

2 Total of line 1, column (d)	2	0.057744
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	0.019248
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,129,611
5 Multiply line 4 by line 3	5	21,743
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,959
7 Add lines 5 and 6	7	23,702
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	54,108

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	1,959	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	1,959	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,959	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	207		
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	207		
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	1,752		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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?	N/A	
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) ☐ MA		
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

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? Website address N/A	13	X	
14	The books are in care of MLTC, A DIVISION OF BANK OF AMERICA, N.A. Telephone no 609-274-6834 Located at 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 08534-1501			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country 	16	Yes	No
				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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 	1b	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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years 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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20		
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	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?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

X

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
MERRILL LYNCH TRUST COMPANY P O Box 1501, NJ2-130-03-31 Pennington, NJ	TRUSTEE 2.00	15,868		

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	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	1,053,370
b	Average of monthly cash balances	1b	93,443
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,146,813
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	1,146,813
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	17,202
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,129,611
6	Minimum investment return. Enter 5% of line 5	6	56,481

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	56,481
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,959
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,959
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,522
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	54,522
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	54,522

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	54,108
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	54,108
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	1,959
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	52,149

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				54,522
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			44,553	
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 ▶ \$ 54,108				
a Applied to 2011, but not more than line 2a			44,553	
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				9,555
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				44,967
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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

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 See Attached Statement				
Total			▶ 3a	44,552
b Approved for future payment NONE				
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					
4	Dividends and interest from securities			14	35,727	
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	169,181	
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		204,908	0
13	Total. Add line 12, columns (b), (d), and (e)				13 204,908	204,908

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

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

[illegible]

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

- | | | | |
|---|--------------|-----|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| | | | |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

Signature of officer or trust

4/15/2013
Date

Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☒ if
self-employed

PTIN

DONALD J ROMAN

[Handwritten signature]

4/15/2013

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219

Phone no	412-355-6000
----------	--------------

ELLIS CHARITABLE FOUNDATION

27-1490172 Page 1 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PERKINS SCHOOL FOR THE BLIND

Street

175 N BEACON ST E

City

WATERTOWN

State

MA

Zip Code

02472

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

THE SALVATION ARMY

Street

147 BERKELEY ST

City

BOSTON

State

MA

Zip Code

02116

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

ODD FELLOW HOME OF MA

Street

104 RANDOLPH ROAD

City

WORCESTER

State

MA

Zip Code

01606

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

MA HORTICULTURAL SOCIETY

Street

900 WASHINGTON STREET

City

WELLESLEY

State

MA

Zip Code

02482

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

NEW ENGLAND WILD FLOWER SOCIETY

Street

180HEMENWAY ROAD

City

FRAMINGHAM

State

MA

Zip Code

01701

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

U S FUNDS FOR UNICEF

Street

125 MAIDEN LANE, 11TH FL

City

NEW YORK

State

NY

Zip Code

10038

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

ELLIS CHARITABLE FOUNDATION

27-1490172 Page 2 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

OLD COLONY COUNCIL BOYS SCOUTS OF AMERICA

Street

2438 WASHINGTON ST

City

CANTON

State

MA

Zip Code

02021

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

CARROLL CENTER FOR THE BLIND

Street

770 CENTRE STREET

City

NEWTON

State

MA

Zip Code

02458

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

MORGAN MEMORIAL GOODWILL

Street

1010 HARRISON AVENUE

City

BOSTON

State

MA

Zip Code

02119

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

CARE

Street

151 ELLIS ST, NE

City

ATLANTA

State

GA

Zip Code

30303

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

PROJECT HOPE

Street

255 CARTER HALL LN

City

MILLWOOD

State

VA

Zip Code

22646

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

CHURCH OF WRENTHAM ORIGINAL CONGREGATION

Street

ONE EAST STREET

City

WRENTHAM

State

MA

Zip Code

02093

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

21,386

ELLIS CHARITABLE FOUNDATION

27-1490172 Page 3 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNITED CHURCH OF NORWOOD

Street

595 WASHINGTON ST

City

NORWOOD

State

MA

Zip Code

02062

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

ANDOVER NEWTON THEOLOGICAL SCHOOL

Street

210 HERRICK RD

City

NEWTON CENTRE

State

MA

Zip Code

02459

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,782

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals														
Capital Gains/Losses										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
Other sales										1,637,995		1,468,814		169,181
0														
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ISHARES IBOXX \$	464287242		8/10/2010		11/20/2012	38,312	34,705				0	3,607
2	X	ISHARES IBOXX \$	464287242		8/10/2010		12/27/2012	1,333	1,216				0	117
3	X	ISHARES BARCLAYS 20-YR	464287432		11/20/2012		12/27/2012	245	251				0	-6
4	X	ISHARES BARCLAYS 1-3 YEAR	464287457		7/13/2012		11/20/2012	42,221	42,219				0	2
5	X	ISHARES BARCLAYS 1-3 YEAR	464287457		8/31/2009		11/20/2012	50,074	49,738				0	336
6	X	ISHARES NASDAQ BIOTECH	464287556		11/20/2012		12/27/2012	272	270				0	2
7	X	ISHARES BARCLAYS MBS BO	464288588		12/02/2010		11/20/2012	9,535	9,438				0	97
8	X	ISHARES BARCLAYS MBS BO	464288588		7/12/2009		11/20/2012	2,167	2,097				0	70
9	X	ISHARES BARCLAYS MBS BO	464288588		4/14/2010		12/13/2012	7,556	7,489				0	67
10	X	ISHARES BARCLAYS MBS BO	464288588		12/02/2010		12/13/2012	1,295	1,287				0	8
11	X	ISHARES BARCLAYS MBS BO	464288588		4/14/2010		12/27/2012	3,133	3,103				0	30
12	X	ISHARES BARCLAYS 3-7 YEA	464288661		11/20/2012		12/13/2012	370	371				0	-1
13	X	GENUINE PARTS CO	372460105		2/16/2010		12/27/2012	37,591	24,372				0	13,219
14	X	GOOGLE INC CL A	38259P508		2/16/2010		7/27/2012	24,970	21,448				0	3,522
15	X	GOOGLE INC CL A	38259P508		5/25/2010		7/27/2012	15,606	11,812				0	3,794
16	X	PHILIP MORRIS INTL INC	718172109		2/16/2010		7/27/2012	41,934	23,156				0	18,778
17	X	POWERSHARES PREFERRED	73936T565		11/20/2012		12/13/2012	2,972	2,966				0	6
18	X	POWERSHARES PREFERRED	73936T565		11/20/2012		12/27/2012	117	117				0	0
19	X	POWERSHARES GLOBAL	73936T573		11/20/2012		12/13/2012	502	497				0	5
20	X	POWERSHARES GLOBAL	73936T573		11/20/2012		12/27/2012	376	373				0	3
21	X	PROCTER & GAMBLE CO	742718109		2/16/2010		7/27/2012	24,029	23,187				0	842
22	X	SPDR S P CHINA	78463X400		11/20/2012		12/13/2012	1,216	1,144				0	72
23	X	SPDR S P CHINA	78463X400		11/20/2012		12/27/2012	578	539				0	39
24	X	SPDR BARCLAYS	78464A417		11/20/2012		12/27/2012	771	760				0	11
25	X	SPDR BARCLAYS INTL	78464A516		11/20/2012		12/13/2012	490	484				0	6
26	X	SPDR BARCLAYS INTL	78464A516		11/20/2012		12/27/2012	366	363				0	3
27	X	SCHLUMBERGER LTD	806857108		7/27/2012		11/20/2012	20,121	20,652				0	-531
28	X	HEALTH CARE SELECT SPDR	81369Y209		11/20/2012		12/27/2012	1,467	1,461				0	6
29	X	SECTOR SPDR FINANCIAL	81369Y605		11/20/2012		12/27/2012	2,512	2,432				0	80
30	X	TECK RESOURCES LTD CLS	878742204		11/11/2010		7/27/2012	8,272	15,036				0	-6,764
31	X	TECK RESOURCES LTD CLS	878742204		5/25/2010		7/27/2012	8,272	9,177				0	-905
32	X	ISHARES MSCJ BRAZIL FREE	464286400		11/20/2012		12/13/2012	651	622				0	29
33	X	ISHARES MSCJ BRAZIL FREE	464286400		11/20/2012		12/27/2012	715	674				0	41
34	X	ISHARES MSCJ CDA INDX FD	464286509		11/20/2012		12/27/2012	507	496				0	11
35	X	ISHARES MSCJ UNITED	464286599		11/20/2012		12/27/2012	1,318	1,266				0	52
36	X	ISHARES MSCJ FRANCE INDX	464286707		11/20/2012		12/13/2012	92	86				0	6
37	X	ISHARES MSCJ FRANCE INDX	464286707		11/20/2012		12/27/2012	1,075	985				0	90
38	X	ISHARES MSCJ TAIWAN	464286731		11/20/2012		12/13/2012	943	866				0	77
39	X	ISHARES MSCJ TAIWAN	464286731		11/20/2012		12/27/2012	40	38				0	2
40	X	ISHARES MSCJ SWITZERLAND	464286749		11/20/2012		12/27/2012	748	699				0	49
41	X	ISHARES MSCJ SWEDEN	464286756		11/20/2012		12/27/2012	388	354				0	34
42	X	ISHARES MSCJ SPAIN INDEX	464286764		11/20/2012		12/27/2012	419	387				0	32
43	X	ISHARES MSCJ SOUTH KORE	464286772		11/20/2012		12/13/2012	997	927				0	70
44	X	ISHARES MSCJ SOUTH KORE	464286772		11/20/2012		12/27/2012	432	405				0	27
45	X	ISHARES MSCJ SOUTH AFRICA	464286780		11/20/2012		12/13/2012	1,088	1,038				0	50
46	X	ISHARES MSCJ SOUTH AFRICA	464286780		11/20/2012		12/27/2012	419	389				0	30
47	X	ISHARES MSCJ GERMANY	464286806		11/20/2012		12/27/2012	983	892				0	91
48	X	ISHARES MSCJ NETHERLAND	464286814		11/20/2012		12/27/2012	224	205				0	19
49	X	ISHARES MSCJ ITALY INDEX	464286855		11/20/2012		12/27/2012	386	351				0	35
50	X	ISHARES MSCJ HONG KONG	464286871		11/20/2012		12/27/2012	153	149				0	4
51	X	ISHARES BARCLAYS TIPS BO	464287176		12/02/2010		11/20/2012	10,851	9,145				0	1,506
52	X	ISHARES BARCLAYS TIPS BO	464287176		7/12/2009		11/20/2012	2,816	2,322				0	494
53	X	ISHARES BARCLAYS TIPS BO	464287176		12/02/2010		12/13/2012	611	526				0	85
54	X	ISHARES BARCLAYS TIPS BO	464287176		12/02/2010		12/27/2012	489	420				0	69
55	X	UNITED PARCEL SVC CL B	911312106		7/27/2012		11/20/2012	19,415	20,665				0	-1,250
56	X	UNITED PARCEL SVC CL B	911312106		7/27/2012		11/20/2012	21,513	20,707				0	806
57	X	VALE SA	91912E105		5/25/2010		11/20/2012	2,576	3,730				0	-1,154
58	X	ISHARES BARCLAYS 3-7 YEA	464288661		11/20/2012		12/27/2012	370	371				0	-1
59	X	JOHNSON AND JOHNSON CO	46625H100		10/19/2010		7/27/2012	18,002	19,235				0	-1,233
60	X	JOHNSON AND JOHNSON CO	46625H100		2/16/2010		12/27/2012	25,316	23,006				0	2,310
61	X	KINDER MORGAN MANAGEMENT	49455U100		7/27/2012		11/20/2012	26,516	27,503				0	-987
62	X	MARATHON OIL CORP	565849106		7/27/2012		11/20/2012	32,182	27,653				0	4,529
63	X	MARKET VECTORS RUSSIA	57060U506		11/20/2012		12/13/2012	380	356				0	24
64	X	MARKET VECTORS RUSSIA	57060U506		11/20/2012		12/27/2012	203	191				0	12
65	X	MARKET VECTORS EMRG MK	57060U522		11/20/2012		12/13/2012	974	956				0	18
66	X	MARKET VECTORS EMRG MK	57060U522		11/20/2012		12/27/2012	761	743				0	18
67	X	MCDONALDS CORP COM	580135101		8/31/2009		11/20/2012	18,822	12,431				0	6,391
68	X	MCDONALDS CORP COM	580135101		2/16/2010		11/20/2012	11,977	8,912				0	3,065

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
Amount										1,146		0		1,637,995		1,468,814		169,181	
Long Term CG Distributions										Other sales									
Short Term CG Distributions																			
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
69	X	MCDONALDS CORP COM	580135101		7/27/2012		11/20/2012	257	267					-10					
70	X	MICROSOFT CORP	594918104		7/27/2012		11/20/2012	24,861	27,693					-2,832					
71	X	NIKE INC CL B	654106103		7/27/2012		11/20/2012	13,682	13,743					-61					
72	X	OCCIDENTAL PETE CORP CA	674599105		7/27/2012		11/20/2012	17,707	20,696					-2,989					
73	X	ORACLE CORP \$0.01 DEL	68389X105		7/27/2012		11/20/2012	11,902	12,132					-230					
74	X	ORACLE CORP \$0.01 DEL	68389X105		6/9/2010		11/20/2012	2,099	1,536					563					
75	X	ORACLE CORP \$0.01 DEL	68389X105		2/16/2010		11/20/2012	21,885	17,241					4,644					
76	X	PACCAR INC	693718108		2/22/2012		7/27/2012	32,972	37,780					-4,808					
77	X	JEFFERIES TR J CRB GLOBL	00162Q304		1/26/2011		11/20/2012	29,261	34,533					-5,272					
78	X	AGILENT TECHNOLOGIES INC	00846U101		7/27/2012		11/20/2012	20,070	20,758					-688					
79	X	AIR PRODUCTS&CHEM	009158106		7/27/2012		11/20/2012	13,890	13,724					166					
80	X	AMER EXPRESS COMPANY	025816109		7/27/2012		11/20/2012	19,744	20,698					-954					
81	X	AMERICAN WTR WKS CO INC	030420103		7/27/2012		11/20/2012	20,908	20,726					182					
82	X	APPLE INC	037411105		1/11/2010		7/27/2012	25,929	33,183					-7,254					
83	X	APPLE INC	037833100		2/16/2010		7/27/2012	5,790	2,027					3,763					
84	X	APPLE INC	037833100		1/12/2010		7/27/2012	23,158	8,313					14,845					
85	X	APPLE INC	037833100		2/16/2010		11/20/2012	16,913	6,080					10,833					
86	X	APPLE INC	037833100		5/7/2010		11/20/2012	33,827	14,407					19,420					
87	X	APPLE INC	037833100		9/28/2010		11/20/2012	19,732	9,964					9,768					
88	X	CVS CAREMARK CORP	126650100		7/27/2012		11/20/2012	20,696	20,699					-3					
89	X	CATERPILLAR INC DEL	148123101		7/27/2012		11/20/2012	27,039	27,562					-523					
90	X	CELGENE CORP COM	151020104		6/1/2011		7/27/2012	11,674	10,103					1,571					
91	X	CITIGROUP INC COM NEW	172967424		10/19/2010		7/27/2012	10,612	16,784					-6,172					
92	X	COCA COLA COM	191216100		2/16/2010		7/27/2012	33,796	22,988					10,808					
93	X	COMCAST CORP NEW CL A	20030N101		7/27/2012		11/20/2012	23,411	20,739					2,672					
94	X	COSTCO WHOLESALE CRP D	22160K105		7/27/2012		11/20/2012	27,490	27,525					-45					
95	X	DANAHER CORP DEL COM	235851102		2/16/2010		7/27/2012	24,715	17,081					7,634					
96	X	DANAHER CORP DEL COM	235851102		6/9/2010		7/27/2012	9,465	6,989					2,476					
97	X	DANAHER CORP DEL COM	235851102		5/25/2010		7/27/2012	7,888	5,868					2,020					
98	X	DEERE CO	244199105		2/16/2010		7/27/2012	33,230	23,155					10,075					
99	X	DIGITAL RLTY TR INC	253868103		7/27/2012		11/20/2012	16,631	20,647					-4,016					
100	X	FEDERAL HOME LOAN BANK	3133XRY38		8/22/2012		11/20/2012	50,000	50,000					0					
101	X	FEDERAL NATL MTG ASSOC	31359MH89		8/31/2009		11/20/2012	22,974	21,039					1,935					
102	X	TECK RESOURCES LTD CLS B	878742204		5/7/2010		7/27/2012	3,447	4,417					-970					
103	X	TECK RESOURCES LTD CLS B	878742204		2/16/2010		7/27/2012	3,447	4,673					-1,226					
104	X	TECK RESOURCES LTD CLS B	878742204		1/12/2010		7/27/2012	9,650	13,814					-4,164					
105	X	TORCHMARK CORP COM	891027104		5/25/2010		7/27/2012	8,605	5,582					3,023					
106	X	TORCHMARK CORP COM	891027104		2/16/2010		7/27/2012	1,840	1,084					756					
107	X	TORCHMARK CORP COM	891027104		8/31/2009		7/27/2012	26,859	15,246					11,613					
108	X	GOOGLE INC CL A	38259P508		5/7/2010		7/27/2012	21,849	17,397					4,452					
109	X	HONEYWELL INTL INC DEL	438516106		7/27/2012		11/20/2012	3,699	3,590					109					
110	X	HONEYWELL INTL INC DEL	438516106		8/31/2008		11/20/2012	27,590	16,735					10,855					
111	X	INTEL CORP	458101000		7/27/2012		11/20/2012	15,787	20,786					-4,989					
112	X	INTEL BUSINESS MACHINES	459200101		8/31/2009		7/27/2012	31,226	18,608					12,618					
113	X	INTEL BUSINESS MACHINES	459200101		2/16/2010		7/27/2012	4,879	3,113					1,766					
114	X	INTEL BUSINESS MACHINES	459200101		5/7/2010		7/27/2012	9,758	6,136					3,622					
115	X	INTUIT INC COM	461202103		7/27/2012		11/20/2012	20,655	20,689					-34					
116	X	ISHARES MSCI AUSTRALIA	464288103		11/20/2012		12/13/2012	2,333	2,194					139					
117	X	ISHARES MSCI AUSTRALIA	464288103		11/20/2012		12/27/2012	148	145					3					
118	X	VALE SA	91912E105		2/16/2010		11/20/2012	14,598	23,697					-9,099					
119	X	VANGUARD INTERMEDIATE	921937819		11/20/2012		12/27/2012	2,120	2,167				47	0					
120	X	VANGUARD SHORT TERM BO	921937827		11/20/2012		12/13/2012	11,215	11,227					-12					
121	X	VANGUARD SHORT TERM BO	921937827		11/20/2012		12/27/2012	1,538	1,546					-8					
122	X	VANGUARD CONSUMER	92204A108		11/20/2012		12/27/2012	1,857	1,860				3	0					
123	X	VANGUARD ENERGY ETF	92204A306		11/20/2012		12/27/2012	1,720	1,728				8	0					
124	X	VANGUARD INDUSTRIAL ETF	92204A603		11/20/2012		12/27/2012	3,301	3,215					86					
125	X	VANGUARD INFORMATION	92204A702		11/20/2012		12/27/2012	4,084	4,047					37					
126	X	VANGUARD MATERIALS ETF	92204A801		11/20/2012		12/27/2012	1,001	968					33					
127	X	VIACOM INC NEW CL B	92553P201		7/27/2012		11/20/2012	14,850	13,810					1,040					
128	X	VISA INC CL A SHRS	92826C839		7/27/2012		11/20/2012	23,644	20,606					3,038					
129	X	WELLS FARGO & CO NEW DE	94973V107		7/27/2012		11/20/2012	21,183	20,706					477					
130	X	WELLS FARGO & CO NEW DE	949746101		7/27/2012		11/20/2012	19,819	20,722					-903					
131	X	WISCONSIN ENERGY CORP	976657106		7/27/2012		11/20/2012	12,283	13,815					-1,532					
132	X	WISDOMTREE INDIA	97717W422		11/20/2012		12/13/2012	830	777					53					
133	X	WISDOMTREE INDIA	97717W422		11/20/2012		12/27/2012	208	194					14					
134	X	WISDOMTREE TRUST JAPAN	97717W651		11/20/2012		12/27/2012	3,538	3,216					322					
135	X	COVIDEN PLC SHS NEW	G2554F113		7/27/2012		11/20/2012	21,145	20,654					491					
136	X	SEADRILL LTD	G7945E105		6/17/2011		7/27/2012	12,801	10,722					2,079					

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include to Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
Totals														
Capital Gains/Losses														
Other sales														
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Part I, Line 18 (990-PF) - Taxes

		664	472	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	472	472		
2	ESTIMATED EXCISE PAYMENTS	192			

Part I, Line 23 (990-PF) - Other Expenses

		65	30	0	35
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	35	0		35
2	ADR FEES	30	30		

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		73,154		0		0		0		0	
		Num. Shares/ Face Value		Book Value Beg. of Year		Book Value End of Year		FMV Beg. of Year		FMV End of Year		State/Local Obligation			
1															
2	FEDERAL NATL MTG ASSOC			21,300				0				0			
3	FEDERAL HOME LOAN BANK			52,664				0				0			

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	PY LATE POSTING MUTUAL FUNDS	1	344
2	Total	2	344

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	2,114
2	GAIN ON CY SALES NOT SETTLED AT YEAR END	2	1,329
3	CY LATE POSTING MUTUAL FUNDS	3	1,136
4	COST BASIS ADJUSTMENT	4	92
5	Total	5	4,671

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount	How Acquired		Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
Description of Property Sold		CUSIP #	Description of Property Sold		CUSIP #	How Acquired		Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	SHARES BOX 1	464287242	1	SHARES BOX 1	464287242			11/20/2012	11/20/2012	38,312			34,705	3,607	0	0	0	188,035
2	SHARES BOX 1	464287242	2	SHARES BOX 1	464287242			11/20/2012	11/20/2012	1,333			1,216	117	0	0	0	3,607
3	SHARES BARCLAYS 20+ VR	464287242	3	SHARES BARCLAYS 20+ VR	464287242			11/20/2012	11/20/2012	245			245	0	0	0	0	117
4	SHARES BARCLAYS 13 YEAR	464287242	4	SHARES BARCLAYS 13 YEAR	464287242			11/20/2012	11/20/2012	42,221			42,219	2	0	0	0	0
5	SHARES BARCLAYS 13 YEAR	464287242	5	SHARES BARCLAYS 13 YEAR	464287242			11/20/2012	11/20/2012	50,074			49,738	336	0	0	0	0
6	SHARES BARCLAYS 13 YEAR	464287242	6	SHARES BARCLAYS 13 YEAR	464287242			11/20/2012	11/20/2012	272			270	2	0	0	0	0
7	SHARES BARCLAYS MBS BON	464287242	7	SHARES BARCLAYS MBS BON	464287242			11/20/2012	11/20/2012	9,535			9,438	97	0	0	0	0
8	SHARES BARCLAYS MBS BON	464287242	8	SHARES BARCLAYS MBS BON	464287242			11/20/2012	11/20/2012	2,187			2,097	90	0	0	0	0
9	SHARES BARCLAYS MBS BON	464287242	9	SHARES BARCLAYS MBS BON	464287242			11/20/2012	11/20/2012	7,556			7,489	67	0	0	0	0
10	SHARES BARCLAYS MBS BON	464287242	10	SHARES BARCLAYS MBS BON	464287242			11/20/2012	11/20/2012	1,265			1,287	8	0	0	0	0
11	SHARES BARCLAYS MBS BON	464287242	11	SHARES BARCLAYS MBS BON	464287242			11/20/2012	11/20/2012	3,133			3,103	30	0	0	0	0
12	SHARES BARCLAYS 3-7 YEAR	464287242	12	SHARES BARCLAYS 3-7 YEAR	464287242			11/20/2012	11/20/2012	370			371	-1	0	0	0	0
13	GENUINE PARTS CO	372460105	13	GENUINE PARTS CO	372460105			11/20/2012	11/20/2012	37,591			24,372	13,219	0	0	0	13,219
14	GOOGLE INC CL A	302595908	14	GOOGLE INC CL A	302595908			11/20/2012	11/20/2012	24,970			21,448	3,522	0	0	0	3,522
15	GOOGLE INC CL A	302595908	15	GOOGLE INC CL A	302595908			11/20/2012	11/20/2012	15,668			11,812	3,794	0	0	0	3,794
16	PHILIP MORRIS INTL INC	718172108	16	PHILIP MORRIS INTL INC	718172108			11/20/2012	11/20/2012	41,934			23,156	18,778	0	0	0	18,778
17	POWERSHARES PREFERRED	733915565	17	POWERSHARES PREFERRED	733915565			11/20/2012	11/20/2012	2,977			2,966	11	0	0	0	11
18	POWERSHARES PREFERRED	733915565	18	POWERSHARES PREFERRED	733915565			11/20/2012	11/20/2012	503			497	6	0	0	0	6
19	POWERSHARES GLOBAL	733915573	19	POWERSHARES GLOBAL	733915573			11/20/2012	11/20/2012	378			373	5	0	0	0	5
20	POWERSHARES GLOBAL	733915573	20	POWERSHARES GLOBAL	733915573			11/20/2012	11/20/2012	24,026			23,187	842	0	0	0	842
21	PROCTER & GAMBLE CO	742718108	21	PROCTER & GAMBLE CO	742718108			11/20/2012	11/20/2012	1,144			1,144	0	0	0	0	0
22	SPDR S P CHINA	764631400	22	SPDR S P CHINA	764631400			11/20/2012	11/20/2012	578			539	39	0	0	0	39
23	SPDR S P CHINA	764631400	23	SPDR S P CHINA	764631400			11/20/2012	11/20/2012	771			760	11	0	0	0	11
24	SPDR BARCLAYS INTL	764644117	24	SPDR BARCLAYS INTL	764644117			11/20/2012	11/20/2012	450			484	6	0	0	0	6
25	SPDR BARCLAYS INTL	764644117	25	SPDR BARCLAYS INTL	764644117			11/20/2012	11/20/2012	366			363	3	0	0	0	3
26	SPDR BARCLAYS INTL	764644117	26	SPDR BARCLAYS INTL	764644117			11/20/2012	11/20/2012	20,121			20,652	-531	0	0	0	-531
27	SPDR BARCLAYS INTL	764644117	27	SPDR BARCLAYS INTL	764644117			11/20/2012	11/20/2012	1,467			1,461	6	0	0	0	6
28	REALTH CARE SELECT SPDR	813592005	28	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	2,512			2,432	80	0	0	0	80
29	REALTH CARE SELECT SPDR	813592005	29	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	8,272			15,036	-6,764	0	0	0	-6,764
30	REALTH CARE SELECT SPDR	813592005	30	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	9,777			9,777	0	0	0	0	0
31	REALTH CARE SELECT SPDR	813592005	31	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	651			622	29	0	0	0	29
32	REALTH CARE SELECT SPDR	813592005	32	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	674			674	0	0	0	0	0
33	REALTH CARE SELECT SPDR	813592005	33	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	507			496	11	0	0	0	11
34	REALTH CARE SELECT SPDR	813592005	34	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	1,318			1,266	52	0	0	0	52
35	REALTH CARE SELECT SPDR	813592005	35	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	92			96	-4	0	0	0	-4
36	REALTH CARE SELECT SPDR	813592005	36	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	943			985	-42	0	0	0	-42
37	REALTH CARE SELECT SPDR	813592005	37	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	748			777	-29	0	0	0	-29
38	REALTH CARE SELECT SPDR	813592005	38	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	40			38	2	0	0	0	2
39	REALTH CARE SELECT SPDR	813592005	39	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	388			354	34	0	0	0	34
40	REALTH CARE SELECT SPDR	813592005	40	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	419			387	32	0	0	0	32
41	REALTH CARE SELECT SPDR	813592005	41	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	597			927	-330	0	0	0	-330
42	REALTH CARE SELECT SPDR	813592005	42	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	1,088			1,038	50	0	0	0	50
43	REALTH CARE SELECT SPDR	813592005	43	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	309			309	0	0	0	0	0
44	REALTH CARE SELECT SPDR	813592005	44	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	983			892	91	0	0	0	91
45	REALTH CARE SELECT SPDR	813592005	45	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	224			205	19	0	0	0	19
46	REALTH CARE SELECT SPDR	813592005	46	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	346			351	-5	0	0	0	-5
47	REALTH CARE SELECT SPDR	813592005	47	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	153			148	5	0	0	0	5
48	REALTH CARE SELECT SPDR	813592005	48	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	10,651			9,145	1,506	0	0	0	1,506
49	REALTH CARE SELECT SPDR	813592005	49	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	2,516			2,322	194	0	0	0	194
50	REALTH CARE SELECT SPDR	813592005	50	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	611			528	83	0	0	0	83
51	REALTH CARE SELECT SPDR	813592005	51	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	489			420	69	0	0	0	69
52	REALTH CARE SELECT SPDR	813592005	52	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	18,415			20,665	-2,250	0	0	0	-2,250
53	REALTH CARE SELECT SPDR	813592005	53	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	21,513			20,707	806	0	0	0	806
54	REALTH CARE SELECT SPDR	813592005	54	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	2,576			3,730	-1,154	0	0	0	-1,154
55	REALTH CARE SELECT SPDR	813592005	55	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	370			371	-1	0	0	0	-1
56	REALTH CARE SELECT SPDR	813592005	56	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	18,002			19,235	-1,233	0	0	0	-1,233
57	REALTH CARE SELECT SPDR	813592005	57	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	25,316			23,066	2,250	0	0	0	2,250
58	REALTH CARE SELECT SPDR	813592005	58	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	26,516			27,903	-1,387	0	0	0	-1,387
59	REALTH CARE SELECT SPDR	813592005	59	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	32,182			27,653	4,529	0	0	0	4,529
60	REALTH CARE SELECT SPDR	813592005	60	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	380			356	24	0	0	0	24
61	REALTH CARE SELECT SPDR	813592005	61	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	203			191	12	0	0	0	12
62	REALTH CARE SELECT SPDR	813592005	62	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	974			956	18	0	0	0	18
63	REALTH CARE SELECT SPDR	813592005	63	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	761			743	18	0	0	0	18
64	REALTH CARE SELECT SPDR	813592005	64	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	18,022			12,431	5,591	0	0	0	5,591
65	REALTH CARE SELECT SPDR	813592005	65	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	11,977			8,912	3,065	0	0	0	3,065
66	REALTH CARE SELECT SPDR	813592005	66	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	257			267	-10	0	0	0	-10
67	REALTH CARE SELECT SPDR	813592005	67	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	24,861			27,693	-2,832	0	0	0	-2,832
68	REALTH CARE SELECT SPDR	813592005	68	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	13,882			13,743	139	0	0	0	139
69	REALTH CARE SELECT SPDR	813592005	69	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	17,707			20,586	-2,879	0	0	0	-2,879
70	REALTH CARE SELECT SPDR	813592005	70	REALTH CARE SELECT SPDR	813592005			11/20/2012	11/20/2012	11,902			12,137	-235	0			

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions														Short Term CG Distributions													
Amount														Amount													
1,148														0													
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Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		15
2 First quarter estimated tax payment	5/10/2012	192
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		207

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	44,553
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	44,553

ELLIS CHARITABLE FOUNDATION

ACCOUNT INVESTMENT OBJECTIVE

December 01, 2012 - December 31, 2012

TOTAL RETURN: Objective is to strike a balance between fixed-income instruments for current income and equities for growth. Despite the relatively balanced nature of the portfolio, the investor should be willing to assume the risk of price volatility and principal loss.

If you have changes to your investment objective, please contact your Financial Advisor(s).

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS									
Description	Quantity	Total		Estimated	Estimated	Estimated	Estimated	Est	Annual
		Cost Basis	Market Price	Market Value	Unrealized	Total Client	Cumulative	Annual	Yield%
					Gain/(Loss)	Investment	Investment	Income	
CASH	1,246.30	1,246.30		1,246.30					
MUTUAL FUNDS/CLOSED END FUNDS/UIT									
Description	Quantity	Total		Estimated	Unrealized	Total Client	Cumulative	Estimated	Annual
		Cost Basis	Market Price	Market Value	Gain/(Loss)	Investment	Investment	Annual	Yield%
HEALTH CARE SELECT SPDR	2,199	86,924.11	39,880.5	87,697.22	773.11	86,924	773	1,764	2.01
SYMBOL: XLV	Initial Purchase: 11/20/12								
Equity 100%									
ISHARES MSCI AUSTRALIA	359	8,653.70	25,140.0	9,025.26	371.56	8,653	371	486	5.37
INDEX FUND									
SYMBOL: EWA	Initial Purchase: 11/20/12								
Equity 100%									
ISHARES MSCI CDA INDX FD	572	15,837.75	28,400.0	16,244.80	407.05	15,837	407	339	2.08
SYMBOL: EWC	Initial Purchase: 11/20/12								
Equity 100%									
ISHARES MSCI SWITZERLAND	511	12,834.92	26,800.0	13,694.80	859.88	12,834	859	324	2.36
INDEX FUND									
SYMBOL: EWL	Initial Purchase: 11/20/12								
Equity 100%									



ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
ISHARES MSCI SWEDEN INDEX FUND SYMBOL: EWD Equity 100%	169 Initial Purchase: 11/20/12	4,629.42	30.2000	5,103.80	474.38	4,629	474	155 3.02
ISHARES MSCI GERMANY INDEX FUND SYMBOL: EWG Equity 100%	597 Initial Purchase: 11/20/12	13,456.66	24.7000	14,745.90	1,289.24	13,456	1,289	347 2.35
ISHARES MSCI HONG KONG INDEX FUND SYMBOL: EWH Equity 100%	205 Initial Purchase: 11/20/12	3,843.51	19.4200	3,981.10	137.59	3,843	137	103 2.58
ISHARES MSCI NETHERLANDS INDEX FUND SYMBOL: EWN Equity 100%	196 Initial Purchase: 11/20/12	3,682.51	20.5100	4,019.96	337.45	3,682	337	85 2.09
ISHARES MSCI ITALY INDEX FUND SYMBOL: EWI Equity 100%	328 Initial Purchase: 11/20/12	3,981.93	13.4500	4,411.60	429.67	3,981	429	104 2.34
ISHARES MSCI SPAIN INDEX FUND SYMBOL: EWP Equity 100%	206 Initial Purchase: 11/20/12	5,699.40	30.2600	6,233.56	534.16	5,699	534	289 4.63

ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
ISHARES MSCI FRANCE INDX FUND	721	15,436.54	23,5900	17,008.39	1,571.85	15,436	1,571	453	2.66
SYMBOL: EWQ Equity 100%	Initial Purchase:11/20/12								
ISHARES MSCI TAIWAN INDEX FUND	446	5,681.06	13,6200	6,074.52	393.46	5,681	393	121	1.98
SYMBOL: EWT Equity 100%	Initial Purchase:11/20/12								
ISHARES MSCI UNITED KINGDOM INDEX FUND	1,695	29,051.60	17,9400	30,408.30	1,356.70	29,051	1,356	1,087	3.57
SYMBOL: EWU Equity 100%	Initial Purchase:11/20/12								
ISHARES MSCI SOUTH KOREA INDEX FUND	183	10,598.10	63,3520	11,593.42	995.32	10,598	995	67	57
SYMBOL: EWY Equity 100%	Initial Purchase:11/20/12								
ISHARES NASDAQ BIOTECH INDX FUND	160	21,652.70	137,2200	21,955.20	302.50	21,652	302	105	47
SYMBOL: IBB Equity 100%	Initial Purchase:11/20/12								
ISHARES IBOX \$ INVT GRADE CORP BD FUND	235	27,378.26	120,9900	28,432.65	1,054.39	27,378	1,054	1,088	3.82
SYMBOL: LQD Initial Purchase:08/10/10									

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ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
Fixed Income 100%								
ISHARE BARCLYS 20+ YR TREAS INDEX FUND SYMBOL: TLT Initial Purchase:11/20/12 Fixed Income 100%	44	5,519.36	121.1800	5,331.92	(187.44)	5,519	(187)	143 2.67
ISHARES MSCI SOUTH AFRICA INDEX FUND SYMBOL: EZA Initial Purchase:11/20/12 Equity 100%	78	5,060.64	71.5800	5,583.24	522.60	5,060	522	169 3.01
ISHARES BARCLAYS TIPS BO PROTECTED SECS FD SYMBOL: TIP Initial Purchase:01/20/10 Fixed Income 100%	88	10,513.12	121.4100	10,684.08	170.96	10,513	170	237 2.21
ISHARES BARCLAYS 3-7 YEA TRSY BD FD SYMBOL: IEI Initial Purchase:11/20/12 Fixed Income 100%	65	8,036.60	123.2200	8,009.30	(27.30)	8,036	(27)	70 .86
ISHARES BARCLAYS MBS BON FUND SYMBOL: MBB Initial Purchase:04/14/10 Fixed Income 100%	570	61,245.00	107.9900	61,554.30	309.30	61,245	309	1,126 1.82
ISHARES MSCI BRAZIL FREE INDEX FUND	211	10,927.69	55.9400	11,803.34	875.65	10,927	875	332 2.80

ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
SYMBOL: EWZ Equity 100%	Initial Purchase:11/20/12								
MARKET VECTORS RUSSIA	164	4,485.38	29.9000	4,903.80	418.22	4,485	418	120	2.43
SYMBOL: RSX Equity 100%	Initial Purchase 11/20/12								
MARKET VECTORS EMRG MKTS	495	13,147.69	27.4500	13,587.75	440.06	13,147	440	553	4.06
LOCAL CURRENCY DEBT ETF									
SYMBOL: EMLC Fixed Income 100%	Initial Purchase 11/20/12								
POWERSHARES GLOBAL	256	7,957.89	31.4460	8,050.18	92.29	7,957	92	372	4.61
EXCHANGE TRADED FD TR									
SYMBOL: PCY Fixed Income 100%	Initial Purchase:11/20/12								
POWERSHARES PREFERRED	182	2,672.67	14.6800	2,671.76	(0.91)	2,672		173	6.46
PORTFOLIO									
SYMBOL: PGX Fixed Income 100%	Initial Purchase:11/20/12								
SECTOR SPDR FINANCIAL	2,879	45,114.95	16.3900	47,188.81	2,071.86	45,114	2,071	827	1.75
SYMBOL: XLF Equity 100%	Initial Purchase:11/20/12								
SPDR BARCLAYS INTL	131	7,922.97	61.0100	7,992.31	69.34	7,922	69	162	2.02
TREASURY BOND ETF									
SYMBOL: BWX Initial Purchase:11/20/12									



December 01, 2012 - December 31, 2012

ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
Fixed Income 100%								
SPDR BARCLAYS HIGH YIELD BOND ETF SYMBOL: JNK Initial Purchase:11/20/12 Fixed Income 100%	460	18,435.84	40.7100	18,726.60	290.76	18,435	290	1,265 6.75
SPDR S P CHINA SYMBOL: GXC Initial Purchase:11/20/12 Equity 100%	140	9,424.03	74.0900	10,372.60	948.57	9,424	948	210 2.02
VANGUARD CONSUMER STAPLES ETF SYMBOL: VDC Initial Purchase:11/20/12 Equity 100%	572	51,342.36	87.9050	50,281.68	(1,060.70)	51,342	(1,060)	1,483 2.94
VANGUARD CONSUMER DISCRETIONARY ETF SYMBOL: VCR Initial Purchase:11/20/12 Equity 100%	1,042	77,687.71	75.8700	79,056.54	1,368.83	77,687	1,368	1,201 1.51
VANGUARD MATERIALS ETF SYMBOL: VAW Initial Purchase:11/20/12 Equity 100%	239	19,320.52	84.2100	20,126.19	805.67	19,320	805	376 1.86
VANGUARD INFORMATION TECH ETF SYMBOL: VGT Initial Purchase:11/20/12 Equity 100%	2,186	147,839.32	69.1100	151,074.46	3,235.14	147,839	3,235	1,821 1.20

ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
VANGUARD ENERGY ETF FDS SYMBOL: VDE Initial Purchase: 11/20/12 Equity 100%	763	77,738.03	102.2600	78,024.38	286.35	77,738	286	1,522	1.94
VANGUARD INDUSTRIAL ETF SYMBOL: VIS Initial Purchase: 11/20/12 Equity 100%	1,659	113,817.76	71.2500	118,203.75	4,385.99	113,817	4,385	2,469	2.08
VANGUARD INTERMEDIATE TERM BOND ETF SYMBOL: BIV Initial Purchase: 11/20/12 Fixed Income 100%	762	68,794.66	88.2500	67,246.50	(1,548.16)	68,794	(1,548)	2,114	3.14
VANGUARD SHORT TERM BOND SYMBOL: BSV Initial Purchase: 11/20/12 Fixed Income 100%	417	33,925.45	80.9900	33,772.83	(152.62)	33,925	(152)	520	1.53
WISDOMTREE TRUST JAPAN HEDGED EQUITY FD SYMBOL: DXJ Initial Purchase: 11/20/12 Equity 100%	971	31,895.29	36.8800	35,810.48	3,915.19	31,895	3,915	536	1.49
WISDOMTREE INDIA EARNINGS SYMBOL: EPI Initial Purchase: 11/20/12 Equity 100%	186	3,286.60	19.3700	3,602.82	316.22	3,286	316	31	.83



ELLIS CHARITABLE FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT	(continued)	Quantity	Total	Estimated	Estimated	Unrealized	Total Client	Cumulative	Estimated
Description			Cost Basis	Market Price	Market Value	Gain/(Loss)	Investment	Investment	Annual Current
								Return (\$)	Income Yield%
Subtotal (Fixed Income)					266,060.18				
Subtotal (Equities)					868,227.70				
TOTAL			1,105,453.70		1,134,287.88	28,834.18		28,821	24,749 2.18

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

OTHER	Acquired	Quantity	Unit	Cost Basis	Total	Estimated	Estimated	Unrealized	Estimated Current
Description					Cost Basis	Market Price	Market Value	Gain/(Loss)	Annual Income Yield%
TEMP ADVANCE DUE BANK	N/A	9,000	N/A	N/A	N/A		-9,000.00		
TOTAL							-9,000.00		
TOTAL PRINCIPAL INVESTMENTS					1,106,700.00		1,126,534.18	28,834.18	24,749 2.20

Total values exclude N/A items

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS	Quantity	Total	Estimated	Estimated	Estimated	Estimated	Est. Annual
Description		Cost Basis	Market Price	Market Value	Annual Income	Income	Yield%
BIF MONEY FUND	43,412.00	43,412.00	1.0000	43,412.00	17	17	.04
TOTAL INCOME INVESTMENTS		43,412.00		43,412.00	17	17	.04

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS December 01, 2012 - December 31, 2012

43,949.85

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	1.150.112 00	1.169.946.18	28.834 18		24.766	2 12

DIVIDENDS/INTEREST INCOME TRANSACTIONS

