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: BEANE FAMILY FOUNDATION

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:

City or town, state, and ZIP code: PENNINGTON NJ 08534-1501

A Employer identification number: 31-1560574

B Telephone number (see instructions): 609-274-6834

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,044,703

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	102,606	101,011		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	27,622			
	b Gross sales price for all assets on line 6a 198,642				
	7 Capital gain net income (from Part IV, line 2)		27,622		
	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	130,228	128,633	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500			1,500
	c Other professional fees (attach schedule)	31,830	19,098		12,732
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,098	1,361		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	30	30		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	36,458	20,489	0	14,232
	25 Contributions, gifts, grants paid	127,000			127,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	163,458	20,489	0	141,232
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-33,230			
	b **Net investment income** (if negative, enter -0-)		108,144		
	c **Adjusted net income** (if negative, enter -0-)			0	

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SCANNED MAY 1 6 2013

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	1,123	1,296	1,296
	2	Savings and temporary cash investments	88,970	54,963	54,963
	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)	271,311	219,635	259,025
	b	Investments—corporate stock (attach schedule)	1,995,035	2,068,247	2,485,409
	c	Investments—corporate bonds (attach schedule)	220,437	197,784	220,098
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	30,010	30,010	23,912
	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)	2,606,886	2,571,935	3,044,703
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	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	2,606,886	2,571,935	
	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)	2,606,886	2,571,935	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,606,886	2,571,935	

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	2,606,886
2	Enter amount from Part I, line 27a	2	-33,230
3	Other increases not included in line 2 (itemize) ▶ PURCHASE OF ACCRUED INTREST C/O FROM PY	3	34
4	Add lines 1, 2, and 3	4	2,573,690
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,755
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,571,935

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				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 27,622

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	127,936	2,803,821	0 045629
2010	126,737	2,597,769	0 048787
2009	161,004	2,394,132	0.067249
2008	182,534	3,102,834	0 058828
2007	187,065	3,949,603	0 047363

2	**Total** of line 1, column (d)	2	0 267856
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 053571
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,031,706
5	Multiply line 4 by line 3	5	162,412
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,081
7	Add lines 5 and 6	7	163,493
8	Enter qualifying distributions from Part XII, line 4	8	141,232

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		1	2,163
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	2,163
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	2,163
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 1,627		
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	1,627
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	536
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** ▶	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	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*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ 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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 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** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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
SILAS ROBERT BEANE, JR 167 LITTLE HARBOR ROAD PO BOX 2086 NE	TRUSTEE 00	0		
ROSA T. BEANE 167 LITTLE HARBOR ROAD PO BOX 2086 NE	TRUSTEE 00	0		
SILAS ROBERT BEANE III 167 LITTLE HARBOR ROAD PO BOX 2086 NE	TRUSTEE .00	0		
MARIA E. BEANE-BONOMET 167 LITTLE HARBOR ROAD PO BOX 2086 NE	TRUSTEE 00	0		

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

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	3,007,913
b	Average of monthly cash balances	1b	69,961
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,077,874
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	3,077,874
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	46,168
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,031,706
6	**Minimum investment return.** Enter 5% of line 5	6	151,585

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	151,585
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,163		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,163
3	Distributable amount before adjustments Subtract line 2c from line 1			3	149,422
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	149,422
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	149,422

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	141,232
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	141,232
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	141,232

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				149,422
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			125,091	
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 ▶ $ 141,232				
a	Applied to 2011, but not more than line 2a			125,091	
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				16,141
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				133,281
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)

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

SILAS ROBERT BEANE, JR

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

NONE

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total . . . . ▶ 3a				127,000
b *Approved for future payment* NONE				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	101,011	
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	27,622	
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		128,633	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 128,633

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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 trustee: [signature] Date: 4/22/2013 Title: Trustee

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	[signature]	4/22/2013		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

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 Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.35	0.35		.35		
BIF MONEY FUND	21,766.00	21,766.00	1.0000	21,766.00	9	.04
TOTAL		21,766.35		21,766.35	9	.04

GOVERNMENT AND AGENCY SECURITIES [1] Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ FEDERAL HOME LN MTG CORP *NOTES 04.875% NOV 15 2013* *MOODY'S: AAA S&P: AA+ CUSIP: 3134A4UK8* *ORIGINAL UNIT/TOTAL COST: 103.2836/23,755.23*	06/05/08	23,000	23,132.90	104.1310	23,950.13	817.23	143.27	1,122	4.68
Δ FEDERAL HOME LN MTG CORP *ORIGINAL UNIT/TOTAL COST: 109.5680/2,191.36*	04/14/10	2,000	2,048.01	104.1310	2,082.62	34.61	12.46	98	4.68
Subtotal		*25,000*	*25,180.91*		*26,032.75*	*851.84*	*155.73*	*1,220*	*4.68*
Δ U.S. TREASURY NOTE *1.250% SEP 30 2015 01.250% SEP 30 2015* *MOODY'S: AAA S&P: *** CUSIP: 912828NZ9* *ORIGINAL UNIT/TOTAL COST: 100.9183/18,165.30*	11/05/10	18,000	18,093.86	102.5000	18,450.00	356.14	56.87	225	1.21
U.S. TREASURY NOTE	03/08/11	12,000	11,588 95	102.5000	12,300.00	711.05	37.91	150	1.21
Subtotal		*30,000*	*29,682.81*		*30,750.00*	*1,067.19*	*94.78*	*375*	*1.21*

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BEANE FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES [1] (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ FEDERAL NATL MTG ASSOC NOTES 05.375% JUN 12 2017 MOODY'S: AAA S&P: AA+ CUSIP: 31398ADM1 ORIGINAL UNIT/TOTAL COST: 107.6240/21,524.80	04/28/08	20,000	20,818.53	120.2480	24,049.60	3,231.07	56.74	1,075	4.46
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 111.0636/3,331.91	04/14/10	3,000	3,216.33	120.2480	3,607.44	391.11	8.51	162	4.46
Subtotal		*23,000*	*24,034.86*		*27,657.04*	*3,622.18*	*65.25*	*1,237*	*4.46*
Δ U.S. TREASURY NOTE 4.250% NOV 15 2017 04.250% NOV 15 2017 MOODY'S: AAA S&P: *** CUSIP: 912828HH6 ORIGINAL UNIT/TOTAL COST: 101.9649/15,294.74	12/20/07	15,000	15,159.56	117.0940	17,564.10	2,404.54	81.01	638	3.62
U.S. TREASURY NOTE 3.625% FEB 15 2020 03.625% FEB 15 2020 MOODY'S: AAA S&P: *** CUSIP: 912828MP2	04/14/10	11,000	10,812.70	116.8440	12,852.84	2,040.14	149.53	399	3.10
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 102.0941/8,167.53	03/08/11	8,000	8,137.44	116.8440	9,347.52	1,210.08	108.75	290	3.10
Subtotal		*19,000*	*18,950.14*		*22,200.36*	*3,250.22*	*258.28*	*689*	*3.10*
Δ U.S. TREASURY NOTE 3.500% MAY 15 2020 03.500% MAY 15 2020 MOODY'S: AAA S&P: *** CUSIP: 912828NDB ORIGINAL UNIT/TOTAL COST: 103.3519/15,502.79	06/24/10	15,000	15,389.20	116.1020	17,415.30	2,026.10	66.71	525	3.01
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 100.7270/8,058.16	03/08/11	8,000	8,048 08	116.1020	9,288.16	1,240.08	35.58	280	3.01
Subtotal		*23,000*	*23,437.28*		*26,703.46*	*3,266.18*	*102.29*	*805*	*3.01*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES [1] (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ U.S. TREASURY NOTE *2.625% AUG 15 2020 02.625% AUG 15 2020* *MOODY'S: AAA S&P: *** CUSIP: 912828NT3* *ORIGINAL UNIT/TOTAL COST: 100.9066/17,154.13*	11/05/10	17,000	17,123.46	109.8130	18,668.21	1,544.75	167.34	447	2.39
θ U.S. TRSY INFLATION BOND *2.0% JAN 15 2026 INFL ADJ PRIN 10,489* *MOODY'S: AAA S&P: *** CUSIP: 912810FS2* *ORIGINAL UNIT/TOTAL COST: 100.3366/9,030.30*	02/03/09	9,000	9,904 75	131.1410	13,755.68	3,850.93	82.66	210	1.52
θ U.S. TRSY INFLATION BOND *INFL ADJ PRIN 6,992* *ORIGINAL UNIT/TOTAL COST: 108.6156/6,516.94*	10/23/09	6,000	6,986.88	131.1410	9,170.45	2,183.57	55.11	140	1.52
Subtotal		*15,000*	*16,891.63*		*22,926.13*	*6,034.50*	*137.77*	*350*	*1.52*
U.S. TREASURY BOND *4.500% FEB 15 2036 04.500% FEB 15 2036* *MOODY'S: AAA S&P: AAA< CUSIP: 912810FT0*	03/08/11	23,000	22,764.70	131.6090	30,270.07	7,505.37	388.13	1,035	3.41
U.S. TREASURY BOND *4.750% FEB 15 2037 04.750% FEB 15 2037* *MOODY'S: AAA S&P: *** CUSIP: 912810PT9*	03/26/07	7,000	6,954.89	136.4380	9,550.66	2,595.77	124 69	333	3.48
Δ U.S. TREASURY BOND *ORIGINAL UNIT/TOTAL COST: 101.5590/3,046.77*	04/14/10	3,000	3,044.23	136.4380	4,093.14	1,048.91	53.44	143	3.48
Subtotal		*10,000*	*9,999.12*		*13,643.80*	*3,644.68*	*178.13*	*476*	*3.48*
U.S. TREASURY BOND *3.500% FEB 15 2039 03.500% FEB 15 2039* *MOODY'S: AAA S&P. *** CUSIP: 912810QA9*	03/08/11	20,000	16,410.24	113.0470	22,609.40	6,199.16	262.50	700	3.09
TOTAL		220,000	219,634.71		259,025.32	39,390.61	1,891.21	7,972	3.08

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BEANE FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ GENERAL ELECTRIC COMPANY	04/06/05	19,000	19,001.18	100.3810	19,072.39	71.21	395.83	950	4.98
GLB 05.000% FEB 01 2013									
MOODY'S: AA3 S&P: AA+ CUSIP: 369604AY9									
ORIGINAL UNIT/TOTAL COST: 100.4900/19,093.11									
Δ GENERAL ELECTRIC COMPANY	04/14/10	3,000	3,007.57	100.3810	3,011.43	3.86	62.50	150	4.98
ORIGINAL UNIT/TOTAL COST: 108.2410/3,247.23									
Subtotal		*22,000*	*22,008.75*		*22,083.82*	*75.07*	*458.33*	*1,100*	*4.98*
JPMORGAN CHASE & CO	06/26/07	22,000	21,034.43	106.3540	23,397.88	2,363.45	331.99	1,128	4.81
SUBORDINATED GLB 05.125% SEP 15 2014									
MOODY'S: A3 S&P: A- CUSIP: 46625HBV1									
Δ JPMORGAN CHASE & CO	04/14/10	2,000	2,054.80	106.3540	2,127.08	72.28	30.18	103	4.81
ORIGINAL UNIT/TOTAL COST: 106.7670/2,135.34									
Subtotal		*24,000*	*23,089.23*		*25,524.96*	*2,435.73*	*362.17*	*1,231*	*4.81*
BP CAPITAL MARKETS PLC	03/10/09	16,000	15,822.40	106.5350	17,045.60	1,223.20	189.44	620	3.63
COMPANY GUARNT GLB 03.875% MAR 10 2015									
MOODY'S: A2 S&P: A< CUSIP: 05565QBH0									
Δ BP CAPITAL MARKETS PLC	10/23/09	5,000	5,080.22	106.5350	5,326.75	246.53	59.20	194	3.63
ORIGINAL UNIT/TOTAL COST: 103.7460/5,187.30									
Subtotal		*21,000*	*20,902.62*		*22,372.35*	*1,469.73*	*248.64*	*814*	*3.63*
Δ WAL-MART STORES INC	04/14/10	22,000	22,026.57	105.0610	23,113.42	1,086.85	158.13	633	2.73
02.875% APR 01 2015									
MOODY'S: AA2 S&P: AA CUSIP: 931142CR2									
ORIGINAL UNIT/TOTAL COST: 100.2560/22,056.32									
Δ GOLDMAN SACHS GROUP INC	01/20/06	22,000	22,015.77	110.5390	24,318.58	2,302.81	542.73	1,177	4.83
GLB 05.350% JAN 15 2016									
MOODY'S: A3 S&P: A- CUSIP: 38141GEE0									
ORIGINAL UNIT/TOTAL COST: 100.1980/22,043.57									

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BEANE FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ GOLDMAN SACHS GROUP INC	04/14/10	3,000	3,100.35	110.5390	3,316.17	215.82	74.01	161	4.83
ORIGINAL UNIT/TOTAL COST: 105.9870/3,179.61									
Subtotal		*25,000*	*25,116.12*		***27,634.75***	*2,518.63*	*616.74*	***1,338***	*4.83*
AT&T INC	02/20/08	21,000	20,671.36	119.1290	25,017.09	4,345.73	481.25	1,155	4 61
GLB 05.500% FEB 01 2018									
MOODY'S. A2 S&P: A- CUSIP: 00206RAJ1									
PEPSICO INC	11/21/08	10,000	9,540.70	118.6050	11,860.50	2,319.80	41.67	500	4.21
SENIOR NOTES 05.000% JUN 01 2018									
MOODY'S: AA3 S&P: A- CUSIP: 713448BH0									
Δ PEPSICO INC	03/08/11	12,000	12,840.74	118.6050	14,232.60	1,391 86	50.00	600	4.21
ORIGINAL UNIT/TOTAL COST: 109.0610/13,087.32									
Subtotal		*22,000*	*22,381.44*		***26,093.10***	*3,711.66*	*91.67*	***1,100***	*4.21*
Δ VERIZON COMMUNICATIONS	08/04/09	18,000	19,458.49	126.3780	22,748.04	3,289.55	285.75	1,143	5.02
6.35% DUE 4/1/2019									
MOODY'S: A3 S&P: A- CUSIP: 92343VAV6									
ORIGINAL UNIT/TOTAL COST: 111.5980/20,087.64									
Δ CISCO SYSTEMS INC	11/17/09	22,000	22,128.96	115.9570	25,510.54	3,381.58	451.43	979	3.83
04.450% JAN 15 2020									
MOODY'S: A1 S&P: A+ CUSIP: 17275RAH5									
ORIGINAL UNIT/TOTAL COST: 100.7940/22,174.68									
TOTAL		197,000	197,783.54		220,098.07	22,314.53	3,154.11	9,493	4.31

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBOTT LABS	ABT	05/18/06	434	42.0392	18,245.03	65.5000	28,427.00	10,181.97	244	.85
		04/21/09	40	44.3400	1,773.60	65.5000	2,620.00	846.40	23	.85
Subtotal			*474*		*20,018.63*		*31,047.00*	*11,028.37*	*267*	*.85*
AMER EXPRESS COMPANY	AXP	12/16/10	360	45.9758	16,551.29	57.4800	20,692.80	4,141.51	288	1.39
AT&T INC	T	07/21/08	780	32.2500	25,155.01	33.7100	26,293.80	1,138.79	1,405	5.33
		05/25/11	220	31.1399	6,850.78	33.7100	7,416.20	565.42	396	5.33
Subtotal			*1,000*		*32,005.79*		*33,710.00*	*1,704.21*	*1,801*	*5.33*
BANK OF NOVA SCOTIA	BNS	07/21/08	540	48.7149	26,306.05	57.8800	31,255.20	4,949.15	1,242	3.97
		04/21/09	30	27.7700	833.10	57.8800	1,736.40	903.30	69	3.97
Subtotal			*570*		*27,139.15*		*32,991.60*	*5,852.45*	*1,311*	*3.97*
BRISTOL-MYERS SQUIBB CO	BMY	03/07/07	940	27.1196	25,492.43	32.5900	30,634.60	5,142.17	1,316	4.29
		04/07/09	488	20.4680	9,988.43	32.5900	15,903.92	5,915.49	684	4.29
		05/25/11	572	28.2700	16,170.44	32.5900	18,641.48	2,471.04	801	4 29
Subtotal			*2,000*		*51,651.30*		*65,180.00*	*13,528.70*	*2,801*	*4.29*
CANADIAN NATL RAILWAY CO	CNI	08/27/09	395	48.8800	19,307.61	91 0100	35,948.95	16,641.34	597	1.65
CATERPILLAR INC DEL	CAT	07/21/08	360	72.7421	26,187.16	89.6085	32,259.06	6,071.90	749	2.32
		04/21/09	30	31.4800	944.40	89.6085	2,688.26	1,743.86	63	2.32
		10/20/09	200	59.7140	11,942.80	89.6085	17,921.70	5,978.90	416	2.32
Subtotal			*590*		*39,074.36*		*52,869.02*	*13,794.66*	*1,228*	*2.32*
CENTURYLINK INC SHS	CTL	01/06/10	579	27.5192	15,933.63	39.1200	22,650.48	6,716.85	1,680	7.41
		05/25/11	421	42.5063	17,895.19	39.1200	16,469.52	(1,425.67)	1,221	7.41
		06/29/11	1,000	40.2537	40,253.70	39.1200	39,120.00	(1,133.70)	2,900	7.41
Subtotal			*2,000*		*74,082.52*		*78,240.00*	*4,157.48*	*5,801*	*7.41*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CHEVRON CORP	CVX	03/21/01	144	45.1470	6,501.18	108.1400	15,572.16	9,070.98	519	3.32
		03/27/02	75	45.2900	3,396.75	108.1400	8,110 50	4,713.75	270	3.32
		05/15/06	350	60.1855	21,064.93	108.1400	37,849.00	16,784.07	1,260	3.32
		04/21/09	50	64.9750	3,248.75	108.1400	5,407.00	2,158.25	180	3.32
		07/10/12	806	104.6301	84,331.94	108.1400	87,160.84	2,828.90	2,902	3 32
Subtotal			*1,425*		*118,543.55*		*154,099.50*	*35,555.95*	*5,131*	*3.32*
CHUBB CORP	CB	07/21/08	490	47 0300	23,044.70	75.3200	36,906.80	13,862.10	804	2.17
COCA COLA COM	KO	02/24/09	460	21 5722	9,923.24	36.2500	16,675.00	6,751.76	470	2.81
		03/23/09	372	21.6008	8,035.50	36.2500	13,485.00	5,449.50	380	2.81
		04/21/09	80	21.7300	1,738.40	36.2500	2,900.00	1,161.60	82	2.81
		04/12/11	1,088	33.3150	36,246.72	36.2500	39,440.00	3,193.28	1,110	2.81
Subtotal			*2,000*		*55,943.86*		*72,500.00*	*16,556.14*	*2,042*	*2.81*
COMCAST CRP NEW CL A SPL	CMCSK	02/18/11	740	24.2599	17,952.33	35.9200	26,580.80	8,628.47	482	1.80
		04/12/11	760	22.9083	17,410.38	35.9200	27,299.20	9,888.82	495	1.80
Subtotal			*1,500*		*35,362.71*		*53,880.00*	*18,517.29*	*977*	*1.80*
DEERE CO	DE	07/21/08	470	69.7190	32,767.93	86.4200	40,617.40	7,849.47	865	2.12
		04/21/09	60	37.8100	2,268.60	86.4200	5,185.20	2,916.60	111	2.12
Subtotal			*530*		*35,036.53*		*45,802.60*	*10,766.07*	*976*	*2.12*
DIAGEO PLC SPSD ADR NEW	DEO	07/21/08	460	72.9100	33,538.60	116.5800	53,626.80	20,088.20	1,276	2.37
DOMINION RES INC NEW VA	D	07/21/08	380	44.6585	16,970.24	51.8000	19,684.00	2,713.76	802	4.07
		04/21/09	40	29.4700	1,178.80	51.8000	2,072.00	893.20	85	4.07
		07/09/09	386	32.9030	12,700.56	51.8000	19,994 80	7,294.24	815	4.07
Subtotal			*806*		*30,849.60*		*41,750.80*	*10,901.20*	*1,702*	*4.07*

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BEANE FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
DU PONT E I DE NEMOURS	DD	03/13/06	219	41.4799	9,084.10	44.9785	9,850 29	766.19	377	3.82
		03/14/06	165	41.8690	6,908.40	44.9785	7,421.45	513.05	284	3.82
		05/15/06	330	44.4500	14,668.50	44.9785	14,842.91	174.41	568	3.82
		01/23/08	320	44.1079	14,114.53	44.9785	14,393.12	278.59	551	3.82
		05/25/11	466	52.1031	24,280.09	44.9785	20,959.98	(3,320.11)	802	3.82
Subtotal			*1,500*		*69,055.62*		*67,467.75*	*(1,587.87)*	*2,582*	*3.82*
EXXON MOBIL CORP COM	XOM	01/27/98	398	26.0738	10,377.39	86.5500	34,446 90	24,069.51	908	2.63
		05/15/06	360	61.5000	22,140.00	86.5500	31,158.00	9,018.00	821	2.63
		04/21/09	70	66.0700	4,624.90	86.5500	6,058.50	1,433.60	160	2.63
		06/29/11	172	80.2941	13,810.60	86.5500	14,886.60	1,076.00	393	2.63
Subtotal			*1,000*		*50,952.89*		*86,550.00*	*35,597.11*	*2,282*	*2.63*
GENERAL ELECTRIC	GE	09/13/05	308	34.3585	10,582.43	20.9900	6,464.92	(4,117.51)	235	3.62
		10/26/05	290	33.8483	9,816.01	20.9900	6,087.10	(3,728.91)	221	3.62
		05/15/06	520	34.4211	17,899.02	20.9900	10,914.80	(6,984.22)	396	3.62
		10/23/06	640	35.6027	22,785.79	20.9900	13,433.60	(9,352.19)	487	3.62
		12/16/10	410	17.7958	7,296.28	20.9900	8,605.90	1,309.62	312	3.62
		05/25/11	832	19.3024	16,059.60	20.9900	17,463.68	1,404.08	633	3.62
Subtotal			*3,000*		*84,439.13*		*62,970.00*	*(21,469.13)*	*2,284*	*3.62*
GENERAL MILLS	GIS	03/31/09	458	25.1669	11,526.47	40.4200	18,512.36	6,985.89	605	3.26
GENL DYNAMICS CORP COM	GD	07/21/08	336	80.8300	27,158.89	69.2700	23,274.72	(3,884.17)	686	2.94
INTEL CORP	INTC	09/16/09	980	19.7000	19,306.00	20.6200	20,207.60	901.60	882	4.36
		06/29/11	2,020	21.4500	43,329.00	20.6200	41,652.40	(1,676 60)	1,818	4.36
		09/12/12	1,725	23.4800	40,503.00	20.6200	35,569.50	(4,933.50)	1,553	4.36
Subtotal			*4,725*		*103,138.00*		*97,429.50*	*(5,708.50)*	*4,253*	*4.36*
INTL BUSINESS MACHINES *CORP IBM*	IBM	07/21/08	220	128.0195	28,164.29	191.5500	42,141.00	13,976.71	748	1.77
		04/21/09	20	102.1600	2,043.20	191.5500	3,831.00	1,787.80	68	1.77
Subtotal			*240*		*30,207.49*		*45,972.00*	*15,764.51*	*816*	*1.77*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
JOHNSON AND JOHNSON COM	JNJ	10/29/08	131	61.9950	8,121.35	70.1000	9,183.10	1,061.75	320	3.48
		02/24/09	150	54.6845	8,202.68	70.1000	10,515.00	2,312.32	366	3.48
		06/29/11	719	66.5035	47,816.02	70.1000	50,401.90	2,585.88	1,755	3.48
Subtotal			*1,000*		*64,140.05*		*70,100.00*	*5,959.95*	*2,441*	*3.48*
JPMORGAN CHASE & CO	JPM	12/06/07	336	45.8512	15,406.01	43.9691	14,773.62	(632.39)	404	2.72
		10/10/08	340	37.2465	12,663.84	43.9691	14,949.49	2,285.65	408	2.72
		05/05/09	324	35.0315	11,350.21	43.9691	14,245.99	2,895.78	389	2.72
Subtotal			*1,000*		*39,420.06*		*43,969.10*	*4,549.04*	*1,201*	*2.72*
KIMBERLY CLARK	KMB	07/21/08	340	55.0500	18,717.00	84.4300	28,706.20	9,989.20	1,007	3.50
		04/21/09	40	49.9400	1,997.60	84.4300	3,377.20	1,379.60	119	3.50
		06/29/11	620	66 4270	41,184.74	84.4300	52,346.60	11,161.86	1,836	3.50
Subtotal			*1,000*		*61,899.34*		*84,430.00*	*22,530.66*	*2,962*	*3.50*
MARATHON OIL CORP	MRO	02/19/08	50	31.4482	1,572.41	30.6600	1,533.00	(39.41)	34	2.21
		02/28/08	540	32.3440	17,465.77	30.6600	16,556.40	(909.37)	368	2.21
		04/21/09	50	17.5310	876.55	30.6600	1,533.00	656.45	34	2.21
Subtotal			*640*		*19,914.73*		*19,622.40*	*(292.33)*	*436*	*2.21*
MARATHON PETROLEUM CORP	MPC	02/19/08	25	42.5460	1,063.65	63 0000	1,575.00	511.35	35	2.22
		02/28/08	270	43.7579	11,814.64	63.0000	17,010.00	5,195.36	378	2.22
		04/21/09	25	23.7176	592.94	63.0000	1,575.00	982.06	35	2.22
Subtotal			*320*		*13,471.23*		*20,160.00*	*6,688.77*	*448*	*2.22*
MCDONALDS CORP COM	MCD	07/21/08	340	60.0895	20,430.44	88.2100	29,991.40	9,560.96	1,048	3.49
		10/29/08	185	58.9954	10,914.15	88.2100	16,318.85	5,404.70	570	3.49
		04/21/09	40	55.7000	2,228 00	88.2100	3,528.40	1,300.40	124	3.49
Subtotal			*565*		*33,572.59*		*49,838.65*	*16,266.06*	*1,742*	*3.49*

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December 01, 2012 - December 31, 2012

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
MERCK AND CO INC SHS	MRK	07/21/08	470	35.9994	16,919.76	40.9400	19,241.80	2,322.04	809	4.20
		04/21/09	60	23.7800	1,426.80	40.9400	2,456.40	1,029.60	104	4.20
		01/06/10	250	37.6073	9,401.83	40.9400	10,235.00	833.17	430	4.20
		04/12/11	220	33.7955	7,435.03	40.9400	9,006.80	1,571.77	379	4.20
Subtotal			*1,000*		*35,183.42*		*40,940.00*	*5,756.58*	*1,722*	*4.20*
MICROSOFT CORP	MSFT	07/19/10	580	25.1998	14,615.94	26.7097	15,491.63	875.69	534	3.44
		04/12/11	920	25.8340	23,767.37	26.7097	24,572.92	805.55	847	3.44
		06/29/11	1,000	25.6870	25,687.00	26.7097	26,709.70	1,022.70	920	3.44
Subtotal			*2,500*		*64,070.31*		*66,774.25*	*2,703.94*	*2,301*	*3.44*
NEXTERA ENERGY INC SHS	NEE	11/29/02	95	29.1250	2,766.88	69.1900	6,573.05	3,806.17	228	3 46
		11/29/02	200	29.0850	5,817.00	69.1900	13,838.00	8,021.00	480	3.46
		05/15/06	230	38.9600	8,960.80	69.1900	15,913.70	6,952.90	552	3.46
		04/21/09	50	50.9400	2,547.00	69.1900	3,459.50	912.50	120	3.46
Subtotal			*575*		*20,091.68*		*39,784.25*	*19,692.57*	*1,380*	*3.46*
OCCIDENTAL PETE CORP CAL	OXY	07/21/08	390	79.2247	30,897.65	76.6100	29,877.90	(1,019.75)	843	2.81
		04/21/09	50	56.1500	2,807.50	76.6100	3,830.50	1,023.00	108	2.81
Subtotal			*440*		*33,705.15*		*33,708.40*	*3.25*	*951*	*2.81*
PFIZER INC	PFE	04/23/08	920	19.9497	18,353.74	25.0793	23,072.96	4,719.22	884	3.82
		04/21/09	90	13.6200	1,225.80	25.0793	2,257.14	1,031.34	87	3.82
		10/19/09	423	17.5149	7,408.84	25.0793	10,608.54	3,199.70	407	3.82
		04/12/11	1,067	20.6374	22,020.11	25.0793	26,759.61	4,739.50	1,025	3.82
Subtotal			*2,500*		*49,008.49*		*62,698.25*	*13,689.76*	*2,403*	*3.82*
PHILIP MORRIS INTL INC	PM	07/21/08	430	50.6094	21,762.05	83.6400	35,965.20	14,203.15	1,462	4.06
		10/29/08	261	43.2183	11,279 98	83.6400	21,830.04	10,550.06	888	4.06
Subtotal			*691*		*33,042.03*		*57,795.24*	*24,753.21*	*2,350*	*4.06*
PROCTER & GAMBLE CO	PG	07/21/08	602	63.7050	38,350.42	67.8900	40,869.78	2,519.36	1,354	3.31
PUB SVC ENTERPRISE GRP	PEG	03/06/09	537	25.1301	13,494.87	30.6000	16,432.20	2,937.33	763	4.64

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
RAYTHEON CO DELAWARE NEW	RTN	07/21/08	650	56.3199	36,607.95	57.5600	37,414.00	806.05	1,300	3.47
		04/21/09	70	41.2200	2,885.40	57.5600	4,029.20	1,143.80	140	3.47
Subtotal			*720*		*39,493.35*		*41,443.20*	*1,949.85*	*1,440*	*3.47*
ROYAL BANK CANADA PV$1	RY	08/04/09	300	48.2707	14,481.21	60.3000	18,090.00	3,608.79	726	4.01
SCHLUMBERGER LTD	SLB	02/15/08	14	83.5164	1,169.23	69.2986	970.18	(199.05)	16	1.58
		02/19/08	300	87.1422	26,142.66	69.2986	20,789 58	(5,353.08)	330	1.58
		04/21/09	20	46.7600	935.20	69.2986	1,385.97	450.77	22	1.58
		06/29/11	666	85.1769	56,727.88	69.2986	46,152.87	(10,575.01)	733	1.58
Subtotal			*1,000*		*84,974.97*		*69,298.60*	*(15,676.37)*	*1,101*	*1.58*
SOUTHERN COMPANY	SO	07/21/08	630	35.4682	22,344.97	42.8100	26,970.30	4,625.33	1,235	4.57
		04/21/09	70	30.2000	2,114.00	42.8100	2,996.70	882.70	138	4.57
Subtotal			*700*		*24,458.97*		*29,967.00*	*5,508.03*	*1,373*	*4.57*
TOTAL S.A. SP ADR	TOT	07/21/08	640	75.6980	48,446.73	52.0100	33,286.40	(15,160.33)	1,604	4.81
		04/21/09	50	46.6400	2,332.00	52.0100	2,600 50	268.50	126	4.81
Subtotal			*690*		*50,778.73*		*35,886.90*	*(14,891.83)*	*1,730*	*4.81*
TRAVELERS COS INC	TRV	03/05/08	270	47.4472	12,810.75	71.8200	19,391.40	6,580.65	497	2.56
		03/11/08	530	47.7823	25,324.67	71.8200	38,064.60	12,739.93	976	2.56
Subtotal			*800*		*38,135.42*		*57,456.00*	*19,320.58*	*1,473*	*2.56*
UNILEVER NV NY REG SHS	UN	07/21/08	1,150	28.7463	33,058.25	38.3000	44,045.00	10,986.75	1,199	2.72
		04/21/09	90	19.2900	1,736.10	38.3000	3,447.00	1,710.90	94	2.72
Subtotal			*1,240*		*34,794.35*		*47,492.00*	*12,697.65*	*1,293*	*2.72*
UNITED TECHS CORP COM	UTX	07/21/08	410	63.7095	26,120.90	82.0100	33,624.10	7,503.20	878	2.60
		05/05/09	201	51.6002	10,371.66	82.0100	16,484.01	6,112.35	431	2.60
		06/29/11	389	86.5700	33,675.73	82.0100	31,901.89	(1,773.84)	833	2.60
Subtotal			*1,000*		*70,168.29*		*82,010.00*	*11,841.71*	*2,142*	*2.60*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
VERIZON COMMUNICATNS COM	VZ	01/16/98	386	37.9394	14,644.63	43.2700	16,702.22	2,057.59	796	4.76
		04/20/06	520	29.4646	15,321.61	43.2700	22,500.40	7,178.79	1,072	4.76
		05/15/06	640	28.2147	18,057.44	43.2700	27,692.80	9,635.36	1,319	4.76
		04/21/09	130	29.1995	3,795.94	43.2700	5,625.10	1,829.16	268	4.76
Subtotal			*1,676*		*51,819.62*		*72,520.52*	*20,700.90*	*3,455*	*4.76*
VODAFONE GROP PLC SP ADR	VOD	07/21/08	770	29.6600	22,838.20	25.1900	19,396.30	(3,441.90)	1,155	5 95
		05/25/11	230	27.6863	6,367.87	25.1900	5,793.70	(574.17)	345	5.95
Subtotal			*1,000*		*29,206.07*		*25,190.00*	*(4,016.07)*	*1,500*	*5.95*
WAL-MART STORES INC	WMT	12/04/06	406	46.4566	18,861.39	68 2300	27,701.38	8,839.99	646	2.33
		04/21/09	30	49.9900	1,499.70	68.2300	2,046.90	547.20	48	2.33
		05/25/11	564	54.4853	30,729.71	68.2300	38,481.72	7,752.01	897	2.33
Subtotal			*1,000*		*51,090.80*		*68,230.00*	*17,139.20*	*1,591*	*2.33*
WEYERHAEUSER CO	WY	07/21/08	460	50.0828	23,038.11	27.8200	12,797.20	(10,240.91)	313	2.44
		09/02/10	721	15.5400	11,204.34	27.8200	20,058.22	8,853.88	491	2.44
Subtotal			*1,181*		*34,242.45*		*32,855.42*	*(1,387.03)*	*804*	*2.44*
3M COMPANY	MMM	06/30/09	297	59.9841	17,815.28	92.8500	27,576.45	9,761.17	701	2.54
		05/25/11	203	92.5856	18,794.88	92.8500	18,848.55	53.67	480	2.54
Subtotal			*500*		*36,610.16*		*46,425.00*	*9,814.84*	*1,181*	*2.54*
TOTAL					2,068,247.45		2,485,409.36	417,161 91	82,773	3.33

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
NUVEEN TRADEWINDS GLOBAL *ALL CAP FD CL I* *SYMBOL: NWGRX Initial Purchase: 07/20/11* *Equity 100%*	1,003	30,009.76	23.8400	23,911.52	(6,098.24)	30,009	(6,098)	302	1.26
Subtotal (Equities)				*23,911.52*					

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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 Income	Current Yield%
TOTAL		30,009.76		23,911.52	(6,098.24)		(6,098)	302	1.26
TOTAL PRINCIPAL INVESTMENTS		2,537,441.81		3,010,210.62	472,768.81			100,549	3.34

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.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.
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.

Notes
Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion
[1] Some agency securities are not backed by the full faith and credit of the United States government.
< Derived from Moody's and/or S & P ratings for other debt securities of this issuer and provided by a third party vendor.
For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	1,295.18	1,295.18		1,295.18		
BIF MONEY FUND	33,197.00	33,197.00	1.0000	33,197.00	13	.04
TOTAL		34,492.18		34,492.18	13	.04
TOTAL INCOME INVESTMENTS		34,492.18		34,492.18	13	.04

+

Merrill Lynch
Wealth Management
Bank of America Corporation

BEANE FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

December 01, 2012 - December 31, 2012

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	2,571,933.99	3,044,702.80	472,768.81	5,045.32	100,562	3.30

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
12/03	Interest Credit		PEPSICO INC SENIOR NOTES 05.000% JUN 01 2018 INTEREST CREDIT PAY DATE 12/01/2012 CUSIP NUM: 713448BH0	550.00		
12/10	Interest Credit		CITIGROUP FUNDING INC FDIC TLGP GUARANTEED 02.250% DEC 10 2012 INTEREST CREDIT PAY DATE 12/10/2012 CUSIP NUM: 17313YAJ0	247.50		
12/12	Interest Credit		FEDERAL NATL MTG ASSOC NOTES 05.375% JUN 12 2017 INTEREST CREDIT PAY DATE 12/12/2012 CUSIP NUM: 31398ADM1	618.13		
	Subtotal (Taxable Interest)			*1,415.63*		*19,797.56*
12/03	Dividend		INTEL CORP DIVIDEND HOLDING 4725 0000 PAY DATE 12/01/2012	1,063.13		

+

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

Recipient(s) paid during the year

Name					
ASHLEY INC					
Street					
800 TYDINGS LN					
City		**State**	**Zip Code**	**Foreign Country**	
HVRE DE GRACE		MD	21078		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					2,000

Name					
BERWICK ACADEMY TRUSTEES					
Street					
31 ACADEMY ST					
City		**State**	**Zip Code**	**Foreign Country**	
S BERWICK		ME	03908		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					2,000

Name					
BRIXHAM MONTESSORI FRIENDS SCHOOL					
Street					
18 BRICKYARD CT					
City		**State**	**Zip Code**	**Foreign Country**	
YORK		ME	03909		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					15,000

Name					
SEACOAST FAMILY FOOD PANTRY					
Street					
1 JUNKINS AVE RM 314					
City		**State**	**Zip Code**	**Foreign Country**	
PORTSMOUTH		NH	03801		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					2,000

Name					
UNIVERSITY OF NH FOUNDATION INC					
Street					
9 EDGEWOOD RD ELLIOTT ALUMNI CENTER					
City		**State**	**Zip Code**	**Foreign Country**	
DURHAM		NH	03824		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					1,000

Name					
WHITE PINE PROGRAMS					
Street					
330 MOUNTAIN RD					
City		**State**	**Zip Code**	**Foreign Country**	
CAPE NEDDICK		ME	03902		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					4,000

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

Recipient(s) paid during the year

Name				
LIBERTY HOUSE INC				
Street				
75 W BAKER ST				
City		**State**	**Zip Code**	**Foreign Country**
MANCHESTER		NH	03103	
Relationship	**Foundation Status**			
NONE	501(c)3			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				2,000

Name				
USO INC				
Street				
2111 WILSON BLVD				
City		**State**	**Zip Code**	**Foreign Country**
ARLINGTON		VA	22201	
Relationship	**Foundation Status**			
NONE	501(c)3			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				3,000

Name				
WOUNDED WARRIOR PROJECT INC				
Street				
4899 BELFORT RD				
City		**State**	**Zip Code**	**Foreign Country**
JACKSONVILLE		FL	32256	
Relationship	**Foundation Status**			
NONE	501(c)3			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				6,000

Name				
MARCH OF DIMES FOUNDATION				
Street				
1275 MAMARONECK AVE				
City		**State**	**Zip Code**	**Foreign Country**
WHITE PLAINS		NY	10605	
Relationship	**Foundation Status**			
NONE	501(c)3			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				10,000

Name				
CHILDRENS STOREFRONT				
Street				
70 E 129TH ST				
City		**State**	**Zip Code**	**Foreign Country**
NEW YORK		NY	10035	
Relationship	**Foundation Status**			
NONE	501(c)3			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				10,000

Name				
ALHEIMER'S ASSOCIATION				
Street				
225 N MICHIGAN AVE 17TH FL				
City		**State**	**Zip Code**	**Foreign Country**
CHICAGO		IL	60601	
Relationship	**Foundation Status**			
NONE	501(c)3			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				3,000

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

Recipient(s) paid during the year

Name				
GALAPAGOS CONSERVANCY				
Street 11150 FAIRFAX BLVD				
City FAIRFAX		**State** VA	**Zip Code** 22030	**Foreign Country**
Relationship NONE	**Foundation Status** 501(c)3			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 2,000

Name				
HUNTINGTON'S DISEASE SOCIETY OF AMERICA				
Street 505 EIGHT AVE				
City NEW YORK		**State** NY	**Zip Code** 10018	**Foreign Country**
Relationship NONE	**Foundation Status** 501(c)3			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 3,000

Name				
STREETSQUASH INC				
Street 40 WEST 116TH ST				
City NEW YORK		**State** NY	**Zip Code** 10026	**Foreign Country**
Relationship NONE	**Foundation Status** 501(c)3			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 10,000

Name				
THE SALVATION ARMY				
Street 114 EAST CENTRAL PARKWAY				
City CINCINNATI		**State** OH	**Zip Code** 45202	**Foreign Country**
Relationship NONE	**Foundation Status** 501(c)3			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 2,000

Name				
ADIRONDACK SCHOOL OF NE NEW YORK				
Street YORK 5158 COUNTY RT 113				
City GREENWICH		**State** NY	**Zip Code** 12834	**Foreign Country**
Relationship NONE	**Foundation Status** 501(c)3			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 3,000

Name				
JEWISH FEDERATION OF CENTRAL NJ				
Street 1391 MARTINE AVE				
City SCOTCH PLAINS		**State** NJ	**Zip Code** 07076	**Foreign Country**
Relationship NONE	**Foundation Status** 501(c)3			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 3,000

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

Recipient(s) paid during the year

Name
OCEAN CONSERVANCY INC
Street
1300 19TH ST NW

City	State	Zip Code	Foreign Country
WASHINGTON	DC	20036	

Relationship	Foundation Status
NONE	501(c)3

Purpose of grant/contribution	Amount
GENERAL OPERATING	3,000

Name
BGSP
Street
1581 BEACON ST

City	State	Zip Code	Foreign Country
BROOKLINE	MA	02446	

Relationship	Foundation Status
NONE	501(c)3

Purpose of grant/contribution	Amount
GENERAL OPERATING	3,000

Name
NEW CASTLE VOL FIREFIGHTERS ASSOC
Street
PO BOX 367

City	State	Zip Code	Foreign Country
NEW CASTLE	NH	03854	

Relationship	Foundation Status
NONE	501(c)3

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
SALVATION ARMY
Street
2030 N CAROLINA ST

City	State	Zip Code	Foreign Country
SAGINAW	MI	48602	

Relationship	Foundation Status
NONE	501(c)3

Purpose of grant/contribution	Amount
GENERAL OPERATING	3,000

Name
AMERICAN FRIENDS OF THE TECHNODA INC
Street
C/O Gflanzbaum Esq7 Mt Bethel Rd

City	State	Zip Code	Foreign Country
WARREN	NJ	07059	

Relationship	Foundation Status
NONE	501(c)3

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
AMERICAN INSTITUTE FOR CANCER RESEARCH
Street
1759 R ST NW

City	State	Zip Code	Foreign Country
WASHINGTON	DC	20009	

Relationship	Foundation Status
NONE	501(c)3

Purpose of grant/contribution	Amount
GENERAL OPERATING	2,000

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
AMERICAN INDIAN COLLEGE FUND	8333 GREENWOOD BLVD	DENVER	CO	80221		NONE	501(c)3	GENERAL OPERATING	2,000
WORLD WILDLIFE FUND INC	1250 24TH ST NW	WASHINGTON	DC	20037		NONE	501(c)3	GENERAL OPERATING	2,000
AMERICAN NATIONAL RED CROSS	2025 E ST	WASHINGTON	DC	20006		NONE	501(c)3	GENERAL OPERATING	2,000
NEW HAMPSHIRE CATHOLIC CHARITIES	215 MYRTLE ST	MANCHESTER	NH	03104		NONE	501(c)3	GENERAL OPERATING	2,000
NATURE CONSERVANCY INC	4245 N FAIRFAX DR	ARLINGTON	VA	22203		NONE	501(c)3	GENERAL OPERATING	3,000
HOMES FOR OUR TROOPS	6 MAIN ST	TAUNTON	MA	02780		NONE	501(c)3	GENERAL OPERATING	3,000

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
FAMILY STATIONS INC	290 HEGENBERGER RD	OAKLAND	CA	94621		NONE	501(c)3	GENERAL OPERATING	1,000
UNIVERSITY OF WASHINGTON FOUNDATION	407 GERBERDING HALL	SEATTLE	WA	98195		NONE	501(c)3	GENERAL OPERATING	3,000
GRACE FELLOWSHIP EVANGELICAL FREE CHURCH	FREE CHURCH	MILFORD	NJ	08848		NONE	501(c)3	GENERAL OPERATING	5,000

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

	Amount
Long Term CG Distributions	732
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	198,642	171,020	27,622
Other sales	0	0	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	CONOCOPHILLIPS	20825C104			5/15/2006		7/10/2012	18,915	16,992				0	1,923
2	X	CONOCOPHILLIPS	20825C104			4/21/2009		7/10/2012	1,621	900				0	721
3	X	CONOCOPHILLIPS	20825C104			1/29/2003		7/10/2012	1,459	496				0	963
4	X	FED NAT'L MORTGAGE ASSO	31359MPF4			10/23/2009		9/17/2012	5,000	5,000				0	0
5	X	FED NAT'L MORTGAGE ASSO	31359MPF4			1/28/2009		9/17/2012	24,000	24,000				0	0
6	X	FEDERAL HOME LN MTG COR	3137EABY4			6/24/2010		3/23/2012	7,000	7,000				0	0
7	X	LORILLARD INC	544147101			3/5/2009		7/10/2012	33,850	14,309				0	19,541
8	X	NORTHEAST UTILITIES COM	664397106			7/21/2008		7/10/2012	18,242	11,649				0	6,593
9	X	NORTHEAST UTILITIES COM	664397106			4/21/2009		7/10/2012	3,493	1,890				0	1,603
10	X	PACCAR INC	693718108			3/1/2012		9/12/2012	40,629	46,335				0	-5,706
11	X	PHILLIPS 66 SHS	718546104			4/21/2009		5/24/2012	16	5				0	11
12	X	PHILLIPS 66 SHS	718546104			4/21/2009		7/10/2012	494	268				0	226
13	X	PHILLIPS 66 SHS	718546104			5/15/2006		7/10/2012	5,761	5,054				0	707
14	X	PHILLIPS 66 SHS	718546104			1/29/2003		7/10/2012	430	144				0	286
15	X	U S TREASURY NOTE	912828HK9			12/20/2007		11/30/2012	15,000	14,978				0	22
16	X	CITIGROUP FUNDING INC	17313YAJ0			3/8/2011		12/10/2012	6,000	6,000				0	0
17	X	CITIGROUP FUNDING INC	17313YAJ0			8/10/2009		12/10/2012	16,000	16,000				0	0

Part I, Line 16b (990-PF) - Accounting Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,500	0	0	1,500
1	TAX SERVICE FEES	1,500			1,500

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		31,830	19,098	0	12,732
1	ML FEES AS AGENT	31,830	19,098		12,732

Part I, Line 18 (990-PF) - Taxes

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		3,098	1,361	0	0
	Description				
1	FOREIGN TAX	1,361	1,361		
2	PY EXCISE TAX	110			
3	ESTIMATED TAX PAYMENTS	1,627			

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		30	30	0	0
	Description				
1	ADR FEES	30	30		

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

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

1	PURCHASE OF ACCRUED INTREST C/O FROM PY	1	34
2	Total	2	34

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

1	BOND AMORTIZATION	1	1,594
2	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	2	161
3	Total	3	1,755

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

	Amount
Long Term CG Distributions	732
Short Term CG Distributions	0

	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
						197,910	0	0	171,020	26,890	0	0	0	26,890
1	CONOCOPHILLIPS	20825C104		5/15/2006	7/10/2012	18,915		0	16,992	1,923	0	0	0	1,923
2	CONOCOPHILLIPS	20825C104		4/21/2009	7/10/2012	1,621		0	900	721	0	0	0	721
3	CONOCOPHILLIPS	20825C104		1/29/2003	7/10/2012	1,459		0	496	963	0	0	0	963
4	FED NAT'L MORTGAGE ASSOC	31359MPF4		10/23/2009	9/17/2012	5,000		0	5,000	0	0	0	0	0
5	FED NAT'L MORTGAGE ASSOC	31359MPF4		1/28/2009	9/17/2012	24,000		0	24,000	0	0	0	0	0
6	FEDERAL HOME LN MTG CORP	3137EABY4		6/24/2010	3/23/2012	7,000		0	7,000	0	0	0	0	0
7	LORILLARD INC	544147101		3/5/2009	7/10/2012	33,850		0	14,309	19,541	0	0	0	19,541
8	NORTHEAST UTILITIES COM	664397106		7/21/2008	7/10/2012	18,242		0	11,649	6,593	0	0	0	6,593
9	NORTHEAST UTILITIES COM	664397106		4/21/2009	7/10/2012	3,493		0	1,890	1,603	0	0	0	1 603
10	PACCAR INC	693718108		3/1/2012	9/12/2012	40,629		0	46,335	-5,706	0	0	0	-5,706
11	PHILLIPS 66 SHS	718546104		4/21/2009	5/24/2012	16		0	5	11	0	0	0	11
12	PHILLIPS 66 SHS	718546104		4/21/2009	7/10/2012	494		0	268	226	0	0	0	226
13	PHILLIPS 66 SHS	718546104		5/15/2006	7/10/2012	5,761		0	5,054	707	0	0	0	707
14	PHILLIPS 66 SHS	718546104		1/29/2003	7/10/2012	430		0	144	286	0	0	0	286
15	U S TREASURY NOTE	912828HK9		12/20/2007	11/30/2012	15,000		0	14,978	22	0	0	0	22
16	CITIGROUP FUNDING INC	17313YAJ0		3/8/2011	12/10/2012	6,000		0	6,000	0	0	0	0	0
17	CITIGROUP FUNDING INC	17313YAJ0		8/10/2009	12/10/2012	16,000		0	16,000	0	0	0	0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1												
2	SILAS ROBERT BEANE, JR		167 LITTLE HARBOR ROAD PO BO	NEW CASTLE	NH	03854		TRUSTEE	0 00	0	0	0
3	ROSA T BEANE		167 LITTLE HARBOR ROAD PO BO	NEW CASTLE	NH	03854		TRUSTEE	0 00	0	0	0
4	SILAS ROBERT BEANE III		167 LITTLE HARBOR ROAD PO BO	NEW CASTLE	NH	03854		TRUSTEE	0 00	0	0	0
5	MARIA E BEANE-BONOMET		167 LITTLE HARBOR ROAD PO BO	NEW CASTLE	NH	03854		TRUSTEE	0 00	0	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	1,627
7	Total		7	1,627

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	125,091
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	125,091