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Form **990-PF****Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION		A Employer identification number 31-6672533
Number and street (or P O box number if mail is not delivered to street address) PO BOX 4389	Room/suite	B Telephone number (see instructions) 970-925-2926
City or town, state, and ZIP code ASPEN CO 81612		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,505,441	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
SCANNED NOV 07 2013	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	216,782	216,782		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-95,086			
	b Gross sales price for all assets on line 6a 976,100				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) STMT 2	20,137	3,270		
	12 Total. Add lines 1 through 11	141,833	220,052	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	9,595			9,595
	c Other professional fees (attach schedule) STMT 4	19,002	11,402		7,600
	17 Interest	39,733	39,733		
	18 Taxes (attach schedule) (see instructions) STMT 5	20,835	835		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 6	79,259	79,259		
	24 Total operating and administrative expenses. Add lines 13 through 23	168,424	131,229	0	17,195
	25 Contributions, gifts, grants paid	546,149			546,149
	26 Total expenses and disbursements. Add lines 24 and 25	714,573	131,229	0	563,344
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-572,740			
	b Net investment income (if negative, enter -0-)		88,823		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	335,700	172,238	167,924
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) SEE STMT 7	2,102,505	1,897,973	1,911,568
	c Investments – corporate bonds (attach schedule) SEE STMT 8	22,736	22,736	32,790
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶ SEE STATEMENT 9)	8,285,646	8,080,900	10,393,159
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	10,746,587	10,173,847	12,505,441
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. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	10,746,587	10,173,847	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	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)	10,746,587	10,173,847	
	31 Total liabilities and net assets/fund balances (see instructions)	10,746,587	10,173,847	

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	10,746,587
2 Enter amount from Part I, line 27a	2	-572,740
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	10,173,847
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	10,173,847

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 WORKSHEET				
b				
c				
d				
e				

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

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

(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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	- 98,598
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	- 69,296

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	561,682	12,381,097	0.045366
2010	658,188	12,509,676	0.052614
2009	658,036	12,231,198	0.053800
2008	764,333	14,308,268	0.053419
2007	889,475	16,842,086	0.052813

2 Total of line 1, column (d)	2	0.258012
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	0.051602
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,923,818
5 Multiply line 4 by line 3	5	615,293
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	888
7 Add lines 5 and 6	7	616,181
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	563,344

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,776
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	1,776
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,776
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	9,178
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	9,178
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,402
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 7,402 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a 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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO		
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	<input checked="" type="checkbox"/>	
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		<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.HITCHCOCKFOUNDATION.ORG/HITCHCOCK	13	<input checked="" type="checkbox"/>	
14	The books are in care of ► CAROLYN L BROWN 1720 S BELLAIRE ST, STE 405 Located at ► DENVER CO ZIP+4 ► 80222 Telephone no ► 303-753-1053			
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 <input checked="" type="checkbox"/>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	1b	
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	<input checked="" type="checkbox"/>
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)	N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		3b	<input checked="" type="checkbox"/>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	N/A <input type="checkbox"/>	5b		
Organizations relying on a current notice regarding disaster assistance check here				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A <input type="checkbox"/>	7b		

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
HARRISON H AUGUR PO BOX 4389	ASPEN CO 81612	TRUSTEE 5.00	0	0
2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000				0

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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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	3,206,606
b	Average of monthly cash balances	1b	239,415
c	Fair market value of all other assets (see instructions)	1c	8,659,378
d	Total (add lines 1a, b, and c)	1d	12,105,399
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 10	1e	499,862
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,105,399
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	181,581
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,923,818
6	Minimum investment return. Enter 5% of line 5	6	596,191

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	596,191
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,776
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,776
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	594,415
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	594,415
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	594,415

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	563,344
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	563,344
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	563,344

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				594,415
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			545,565	
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 563,344				
a Applied to 2011, but not more than line 2a			545,565	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				17,779
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				576,636
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)

1a 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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
N/A

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
N/A

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
N/A

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

c Any submission deadlines
N/A

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

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				546,149
Total			▶ 3a	546,149
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received	Whom Sold	Date Acquired
Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
PARTNERSHIP S-T CAPITAL GAIN			PURCHASE		VARIOUS
VARIOUS	\$ 681	\$	\$	\$	681
PARTNERSHIP L-T CAPITAL GAIN			PURCHASE		VARIOUS
VARIOUS	2,831				2,831
TOTAL	\$ 3,512	\$ 0	\$ 0	\$ 0	\$ 3,512

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENTS	\$ 2,240	\$ 2,240	\$
ROYALTY TRUSTS AND PARTSPS	1,030	1,030	
CAM SPEC OPPTY FUND	2,449		
CAM SPEC OPPTY FUND	-8,191		
ELM STREET VENTURES	-1,029		
LUCAS ENERGY VENTURES	20,243		
LUCAS ENERGY VENTURES	646		
PATIENCE PARTNERS	2,749		
TOTAL	\$ 20,137	\$ 3,270	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION FEES	\$ 9,595	\$	\$	\$ 9,595
TOTAL	\$ 9,595	\$ 0	\$ 0	\$ 9,595

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT FEES-US TR	\$ 18,642	\$ 11,042	\$	\$ 7,600
MERRILL LYNCH FEES	360	360		
TOTAL	<u>\$ 19,002</u>	<u>\$ 11,402</u>	<u>\$ 0</u>	<u>\$ 7,600</u>

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAX PAID	\$ 20,000	\$	\$	\$
FOREIGN TAX WITHHELD ON DIVIDEND	835	835		
TOTAL	<u>\$ 20,835</u>	<u>\$ 835</u>	<u>\$ 0</u>	<u>\$ 0</u>

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
ROYALTY EXPENSES	91	91		
PARTNERSHIP PORTFOLIO DEDUCTI	53,333	53,333		
OTHER PARTNERSHIP LOSSES	25,835	25,835		
TOTAL	<u>\$ 79,259</u>	<u>\$ 79,259</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCKS	\$ 2,102,505	\$ 1,897,973	COST	\$ 1,911,568
TOTAL	<u>\$ 2,102,505</u>	<u>\$ 1,897,973</u>		<u>\$ 1,911,568</u>

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	\$ 22,736	\$ 22,736	COST	\$ 32,790
TOTAL	<u>\$ 22,736</u>	<u>\$ 22,736</u>		<u>\$ 32,790</u>

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
REITS	\$ 372,263	\$ 349,072	\$ 922,703
MUTUAL FUNDS/COMMODITIES	317,940	251,607	241,205
INVESTMENT PARTNERSHIPS	7,595,443	7,480,221	9,229,251
TOTAL	<u>\$ 8,285,646</u>	<u>\$ 8,080,900</u>	<u>\$ 10,393,159</u>

Statement 10 - Form 990-PF, Part X, Line 1e - Reduction Claimed for Blockage InformationDescription

PARTNERSHIP BLOCKAGE DISCOUNT - CLOSELY HELD INVESTMENT PARTNERSHIPS - SEE
ATTACHED SCHEDULE

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Status	Purpose	Amount
Address	Relationship					
CLYFFORD STILL MUSEUM DENVER CO 80202	201 W COLFAX AVE PUBLIC		GENERAL OPERATING FUNDS		186,000	
DENVER ART MUSEUM DENVER CO 80204	100 W 14TH AVE PKWY PUBLIC		DRAWING PROGRAM & ART DONATIONS		59,579	
CREEDE REPERTORY THEATRE CREEDE CO 81130	PO BOX 269 PUBLIC		THEATRE ARTS		81,500	
GROWING GARDENS BOULDER CO 80304	1630 HAWTHORN AVE PUBLIC		GENERAL OPERATING FUNDS		45,500	
COLORADO STATE UNIVERSITY FORT COLLINS CO 80523	711 OVAL DRIVE PUBLIC		SCHOLARSHIPS		9,867	
FOUNTAIN VALLEY SCHOOL COLORADO SPRINGS CO 80911	6155 FOUNTAIN VALLEY PUBLIC		SCHOLARSHIPS		18,140	
COLORADO COLLEGE COLORADO SPRINGS CO 80903	14 E CACHE LA POUDE ST PUBLIC		SCHOLARSHIPS		4,861	
COLORADO ROCKY MTN SCHOOL CARBONDALE CO 81623	1493 COUNTY ROAD 106 PUBLIC		SCHOLARSHIPS		24,800	
YALE UNIVERISTY ART GALLERY NEW HAVEN CT 06520	PO BOX 208271 PUBLIC		SAUL LEWITT PUBLISHING PROGRAM		30,000	
PURCHASE COLLEGE PURCHASE NY 10577	735 ANDERSON HILL ROAD PUBLIC		SCHOLARSHIP		11,402	
USM SCHOOL OF MUSIC GORHAM ME 04038	37 COLLEGE AVENUE PUBLIC		AUGUR SCHOLARSHIP PROGRAM		35,000	
CREEDE/MINERAL ARTS & RECREATION CREEDE CO 81130	PO BOX 457 PUBLIC		GENERAL OPERATING FUNDS		4,000	
FRANKLIN FURNACE ARCHIVE INC BROOKLYN NY 11217-1506	80 HANSON PLACE #301 PUBLIC		PAT OLESKO GRANT		10,500	
WHITNEY MUSEUM OF AMERICAN ART NEW YORK NY 10021	945 MADISON AVENUE PUBLIC		SUPPORT OF RICHARD ARTSCHWAGER		15,000	
MANHATTAN INST POLICY RESEARCH NEW YORK NY 10164-1005	52 VANDERBILT AVE PUBLIC		GENERAL OPERATING FUNDS		10,000	
TOTAL					546,149	

Federal Statements

Statement 12 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

Description	Business Code	Unrelated Amount	Exclusion Code	Exclusion Amount	Related Income
CAM SPEC OPPTY FUND	900099	\$ 2,449		\$	\$
CAM SPEC OPPTY FUND			18	-8,191	
ELM STREET VENTURES	900099	-1,029			
LUCAS ENERGY VENTURES	900099	20,243			
LUCAS ENERGY VENTURES			18	646	
PATIENCE PARTNERS			18	2,749	
TOTAL		\$ 21,663		\$ -4,796	\$ 0

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION
12/31/2012
FORM 990-PF, PART VII-A, CONTROLLED ENTITIES
FORM 990-PF, PART X - REDUCTION CLAIMED FOR BLOCKAGE

CONTROLLED ENTITIES

PATIENCE PARTNERS, LP
1128 CAMPUS DRIVE WEST
MORGANVILLE, NJ 07751
59-3635090
INVESTMENT PARTNERSHIP OWNED 61 418% BY THE FOUNDATION

CA PARTNERS OFFSHORE FUND SPC
90 FORT STREET, 5TH FLOOR
GRAND CAYMAN KY1-1208, CAYMAN ISLANDS
NO FEDERAL EIN
INVESTMENT PARTNERSHIP OWNED 57 26% BY THE FOUNDATION

CLOSELY HELD SECURITY	AVERAGE FMV	% OF DISCOUNT	DISCOUNT
ALTA COMMUNICATION IX LIMITED PARTNERSHIP	113,165	20	22,633
ALTA EMBARCADERO BIOPHARMA PARTNERS III LLC	172,248	20	34,450
CA PARTNERS OFFSHORE FUND - CAM	764,941	5	38,247
CA PARTNERS OFFSHORE FUND - CAM INTERNATIONAL	1,911,331	5	95,567
CA PARTNERS OFFSHORE FUND - CAM MULTI STRATEGY	1,936,051	5	96,803
CA PARTNERS OFFSHORE FUND - CAM SPECIAL OPPORTUNITIES	1,432,915	5	71,646
CAM SPECIAL OPPORTUNITIES FUND	1,527,469	5	76,373
ELM STREET VENTURES LP	73,876	20	14,775
LUCAS ENERGY VENTURES II LP	246,845	20	49,369
PATIENCE PARTNERS LP	980,400	-	-
	9,159,240		499,862

A discount under 4942(e)(2) is appropriate The securities are closely held

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION			
		12/31/2012	
		COST	FMV
CASH			
	BLACKROCK FLOATING RATE	19,463 21	15,150 00
	B OF A CASH RESERVES-Income	712 01	712 01
	B OF A CASH RESERVES	115,343 15	115,343 15
	MERRILL LYNCH CASH & MMF	36,718 85	36,718 85
LARGE CAP			
	BLACKROCK HEALTH SCIENCES	179,471 20	196,140 00
	BLACKROCK UTIL & INFRASTR	35,700 33	33,991 00
	CONOCOPHILLIPS	148,578 59	139,176 00
	DOW CHEM	92,126 65	96,988 20
	GABELLI NAT RES GOLD	24,034 74	20,490 15
	NFJ DIVID INT & PREMIUM	19,348 08	23,400 00
	PHILLIPS 66	44,155 30	63,720 00
	PIONEER NAT RES	21,788 32	129,187 08
MID CAP			
	AES TR III PFD CV	49,984 75	74,475 00
	ARES CAP CORP	226,620 21	74,585 00
	CLEARBRIDGE ENERGY OPPTY	80,000 00	82,960 00
	KAYNE ANDERSON MIDSTREAM	52,816 54	57,580 00
	KAYNE ANDERSON INVT	59,500 00	58,940 00
	PEABODY ENERGY CONV SUB	92,625 00	96,313 00
SMALL CAP			
	BLACKROCK KELSO CAP	50,973 64	60,360 00
	CAPITALSOURCE	50,837 26	22,740 00
	HUTCHINSON TECH CONV SUB	34,650 00	44,550 00
	HUTCHINSON TECH UNSECD SR	11,550 00	8,812 50
	LINNCO LLC	95,259 80	90,350 00
	NGP CAP RES	139,094 47	72,200 00
	NL INDS	34,735 72	28,625 00
	PENNANTPARK INVT	23,885 86	24,189 00
	PURECYCLE	979 00	1,443 30
	SABINE ROYALTY TR	58,371 22	55,706 00
	SCOLR PHARMA	50,000 00	418 00
	TARGA RES	22,414 80	26,420 00
INTL DEV			
	BAYTEX ENERGY CANADA	41,025 45	86,480 00
	BCE NEW CANADA	27,326 78	38,646 00
	VODAPHONE GROUP UK	30,312 63	32,747 00
EMERGING MKTS			
	REINET INV LUXEMBOURG	64,017 03	6,235 85
FIXED INCOME			
	AMER SELECT PORT	22,736 35	32,790 00
REITS			
	AMERICAN CAP AGY	71,635 31	70,805 00
	AMERICAN TOWER	3,984 94	193,175 00
	ANNALY CAP MGMT	55,055 17	49,140 00
	CHIMERA INVT	16,178 94	9,918 00
	CREXUS INVT	34,432 30	36,750 00
	CYPRESS SHARPRIDGE	15,862 16	14,172 00
	HEALTHCARE REIT	68,077 14	156,534 66
	JER INVS NEW	39,208 75	42 98
	SPIRIT RLTY CAP	37,500 00	44,450 00
COMMODITIES			
	BLACKROCK ENERGY & RES	113,955 60	110,685 00
	BLACKROCK RES & COMM	60,000 00	38,400 00
	CLEARBRIDGE ENERGY	77,651 64	92,120 00
PARTNERSHIPS			
	ALTA COMM IX	129,793 00	107,690 00
	ALTA EMBARCADERO BIOPHARM	156,228 00	156,228 00
	CA OFFSHORE CAM MULTI STRAT	247,717 00	769,692 00
	CA OFFSHORE CAM INTL	1,071,607 00	1,986,972 00
	CA OFFSHORE CAM FUND	1,857,122 00	1,944,365 00
	CA OFFSHORE CAM SPEC OPPTY	1,377,422 00	1,397,597 00
	CAM SPEC OPPTY LP	1,520,791 00	1,496,433 00
	ELM STREET VENTURES	92,451 00	72,675 00
	LUCAS ENERGY VENTURES	238,798 01	236,525 00
	PATIENCE PTRS	788,292 00	1,061,074 00
OTHER - MERRILL LYNCH			
	AMER TOWER REIT	7,136 55	347,715 00
	WILLIAMS COS	16,447 18	163,700 00
		10,154,503 63	12,505,440 73

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
Name ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION		Employer Identification Number 31-6672533
For calendar year 2012, or tax year beginning _____, and ending _____		

(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.)
(1) PARTNERSHIP S-T CAPITAL GAIN	P	VARIOUS	VARIOUS
(2) PARTNERSHIP L-T CAPITAL GAIN	P	VARIOUS	VARIOUS
(3) PARTNERSHIP SEC 1231 GAIN	P	VARIOUS	VARIOUS
(4) 4200 ARCHER DANIELS MIDLAND	P	VARIOUS	05/16/12
(5) 500 CENTURYLINK	P	VARIOUS	12/13/12
(6) 1200 CHEVRON	P	VARIOUS	02/02/12
(7) 1666 WPX ENERGY	P	VARIOUS	12/18/12
(8) 6700 DENBURY RES	P	VARIOUS	08/21/12
(9) 6600 FRONTIER COMM	P	VARIOUS	02/28/12
(10) 21 KINDER MORGAN MGMT	P	VARIOUS	02/28/12
(11) 26 LEUCADIA NATL	P	VARIOUS	02/28/12
(12) 1000 MACQUARIE INFRASTR	P	VARIOUS	05/31/12
(13) 1000 MESA ROYALTY TR	P	VARIOUS	02/28/12
(14) 4800 AKZO NOBEL	P	VARIOUS	12/13/12
(15) 3500 ANNALY CAP MGMT	P	VARIOUS	11/14/12

(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)
(1)		51,901	-51,901
(2) 67,623			67,623
(3) 717			717
(4) 78,586		86,298	-7,712
(5) 18,598		20,510	-1,912
(6) 121,926		95,652	26,274
(7) 25,677		8,110	17,567
(8) 103,004		153,234	-50,230
(9) 29,454		60,176	-30,722
(10) 1,719		707	1,012
(11) 757		755	2
(12) 35,232		34,428	804
(13) 41,661		41,319	342
(14) 92,078		134,925	-42,847
(15) 51,609		63,810	-12,201

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-51,901
(2)			67,623
(3)			717
(4)			-7,712
(5)			-1,912
(6)			26,274
(7)			17,567
(8)			-50,230
(9)			-30,722
(10)			1,012
(11)			2
(12)			804
(13)			342
(14)			-42,847
(15)			-12,201

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
Name ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION		Employer Identification Number 31-6672533
For calendar year 2012, or tax year beginning _____, and ending _____		

(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)
(1) 412 DIGITAL REALTY TR	P	VARIOUS	03/27/12
(2) 588 DIGITAL REALTY TR	P	VARIOUS	03/27/12
(3) 2617 BLACKROCK ENERGY & RES	P	VARIOUS	08/08/12
(4) 5600 BLACKSTONE GROUP LP	P	VARIOUS	09/19/12
(5) 2700 INTEL	P	VARIOUS	10/19/12
(6) 1900 KKR & CO	P	VARIOUS	09/19/12
(7) WPX ENERGY CIL	P	VARIOUS	01/13/12
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 29,025		24,391	4,634
(2) 41,463		34,844	6,619
(3) 61,689		66,333	-4,644
(4) 83,704		89,150	-5,446
(5) 59,626		75,820	-16,194
(6) 28,429		28,820	-391
(7) 11		3	8
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			4,634
(2)			6,619
(3)			-4,644
(4)			-5,446
(5)			-16,194
(6)			-391
(7)			8
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			