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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
HEINRICH FAMILY FOUNDATION

A Employer identification number
34-1929479

Number and street (or P O box number if mail is not delivered to street address) Room/suite
228 CANDLEWOOD PLACE

B Telephone number (see instructions)
(419) 394-2535

City or town, state, and ZIP code
SAINT MARYS, OH 458859660

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,240,049

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	97,244			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	334	334		
	4	Dividends and interest from securities	25,142	25,142		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	13,545			
	b	Gross sales price for all assets on line 6a 326,369				
	7	Capital gain net income (from Part IV, line 2)		13,545		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	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	136,265	39,021		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,805			
	c	Other professional fees (attach schedule)	7,937	7,937		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,263	3,263		
	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	13,035	11,230		0
	25	Contributions, gifts, grants paid	142,775			142,775
	26	**Total expenses and disbursements.** Add lines 24 and 25	155,810	11,230		142,775
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-19,545			
	b	**Net investment income** (if negative, enter -0-)		27,791		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	31,072	25,443	25,443
	2	Savings and temporary cash investments	145,612	97,585	97,585
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	475,987	534,289	566,961
	c	Investments—corporate bonds (attach schedule)	467,368	449,777	468,076
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	83,893	77,293	81,984
	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)	1,203,932	1,184,387	1,240,049
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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,203,932	1,184,387	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,203,932	1,184,387	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,203,932	1,184,387	

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	1,203,932
2	Enter amount from Part I, line 27a	2	-19,545
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,184,387
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	1,184,387

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)
1 a	SALES OF SECURITIES	P		
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	322,811		312,824	9,987
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				9,987
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	13,545
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	9,987

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 page 18 of 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	160,450	1,208,065	0 132816
2010	125,895	1,161,170	0 108421
2009	134,672	1,026,580	0 131185
2008	187,012	1,142,692	0 163659
2007	144,158	1,228,334	0 117361

2	**Total** of line 1, column (d).	2	0 653442
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 130688
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,214,645
5	Multiply line 4 by line 3.	5	158,740
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	278
7	Add lines 5 and 6.	7	159,018
8	Enter qualifying distributions from Part XII, line 4.	8	142,775

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 page 18 of the instructions)

1a	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	556
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	556
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	556
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,600		
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	1,600
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	2
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	1,042
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	1,042	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JAMES R HEINRICH Telephone no ▶(419) 394-2535

Located at ▶228 CANDLEWOOD PLACE SAINT MARYS OH ZIP+4 ▶458859660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)?	1b		
	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		
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		
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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**

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
JAMES R HEINRICH 228 CANDLEWOOD PLACE SAINT MARYS, OH 45885	PRESIDENT 5 00	0	0	0
SHARON L HEINRICH 4559 HUNTINGTON DRIVE GASTONIA, NC 28056	SECRETARY 1 00	0	0	0
STEVEN J HEINRICH 482 RAINBOW DRIVE MADISON, AL 35758	ADMINISTRAT 1 00	0	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 ▶

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	
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 page 24 of the 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	1,214,515
b	Average of monthly cash balances	1b	18,627
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,233,142
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,233,142
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,497
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,214,645
6	**Minimum investment return.** Enter 5% of line 5	6	60,732

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	60,732
2a	Tax on investment income for 2012 from Part VI, line 5	2a	556		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	556
3	Distributable amount before adjustments Subtract line 2c from line 1			3	60,176
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	60,176
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	60,176

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	142,775
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	142,775
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	142,775

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					60,176
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2012					
a From 2007.	84,177				
b From 2008.	130,463				
c From 2009.	83,793				
d From 2010.	68,327				
e From 2011.	101,574				
f **Total** of lines 3a through e.		468,334			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 142,775					
a Applied to 2011, but not more than line 2a					
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.					60,176
e Remaining amount distributed out of corpus		82,599			
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		550,933			
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					0
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) . . .		84,177			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		466,756			
10 Analysis of line 9					
a Excess from 2008. . . .	130,463				
b Excess from 2009. . . .	83,793				
c Excess from 2010. . . .	68,327				
d Excess from 2011. . . .	101,574				
e Excess from 2012. . . .	82,599				

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 organization 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 organization 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))

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

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 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 Additional Data Table				
Total . . . . ▶ **3a**				142,775
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	334	
4 Dividends and interest from securities. . . .			14	25,142	
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	13,545	
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). .				39,021	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 39,021

(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)

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)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-06-01	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
DJ MUSE CPA DABFA	DJ MUSE CPA DABFA	2013-05-29		

Firm's name ▶ SHULTZ HUBER & ASSOCIATES INC

Firm's EIN ▶

Firm's address ▶ 595 FOX RD VAN WERT, OH 458912457

Phone no (419) 238-2000

Form 990PF Part XV Line 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*				
AUGLAIZE MERCER YMCA 7590 STATE ROUTE 703 CELINA, OH 45822		PUBLIC	ANNUAL FUND CAMPAIGN	2,500
JOINT TOWNSHIP MEMORIAL 200 ST CLAIR STREET ST MARYS, OH 45885		PUBLIC	HOSPITAL UPDATE	20,000
LIMA SYMPHONY ORCHESTRA 133 NORTH ELIZABETH ST LIMA, OH 45801		PUBLIC	ANNUAL FUND DRIVE	500
MESA 228 CANDLEWOOD PLACE ST MARYS, OH 45885		PUBLIC	HUMANITARIAN PROGRAMS	2,500
ST PAULS UNITED METHODIST 119 EAST FULTON STREET CELINA, OH 45822		RELIGIOUS	BUILDING FUND	5,000
THE ROTARY FOUNDATION 1560 SHERMAN AVE EVANSTON, IL 60201		PUBLIC	HUMANITARIAN PROGRAMS	75,500
UNITED THEOLOGICAL 4501 DENLINGER ROAD TROTWOOD, OH 45426		RELIGIOUS	ESTABLISH HEINRICH FOR MINISTRY	10,000
WAPAKONETA AREA COMM FDN PO BOX 1957 WAPAKONETA, OH 45895		PUBLIC	GENERAL SUPPORT	275
WEST CENTRAL OHIO LAND CO 2355 ADA ROAD LIMA, OH 45801		PUBLIC	GENERAL SUPPORT	1,000
THE SAN IGNACIO EYE CLINIC 18 BUENA VISTA STREET SAN IGNACIO, CAYO BH		PUBLIC	SCHOLARSHIPS	1,000
BEREA COLLEGE 101 CHESTNUT STREEET BEREA, KY 40404		PRIVATE	SCHOLARSHIPS	10,000
THE ARTS PLACE 138 E SPRING STREET ST MARYS, OH 45885		PUBLIC	GENERAL SUPPORT	500
WTLW TV-44 1844 BATY ROAD LIMA, OH 45807		PUBLIC	GENERAL SUPPORT	500
GREAT SMOKY MOUNTAINS INSTITUTE 9275 TREMONT ROAD TOWNSEND, TN 37882		PUBLIC	GENERAL SUPPORT	3,500
OTTERBEIN LIFE ENRICHMENT CENTER 11230 STATE ROUTE 364 ST MARYS, OH 45885		PUBLIC	GENERAL SUPPORT	10,000
Total . . . . ▶ **3a**				142,775

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
HEINRICH FAMILY FOUNDATION	34-1929479

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
HEINRICH FAMILY FOUNDATION	34-1929479

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE ALFRED D HEINRICH CHARITABLE PO BOX 714490 COLUMBUS, OH 432714490	$ 77,525	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	THE GLADYS L HEINRICH CHARITABLE PO BOX 714490 COLUMBUS, OH 432714490	$ 19,719	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
HEINRICH FAMILY FOUNDATION

Employer identification number
34-1929479

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

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

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

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

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

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

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

Name of organization
HEINRICH FAMILY FOUNDATION

Employer identification number
34-1929479

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc ,
contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,805			

TY 2012 Compensation Explanation

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Person Name	Explanation
JAMES R HEINRICH	
SHARON L HEINRICH	
STEVEN J HEINRICH	

TY 2012 Investments Corporate Bonds Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DREYFUS/LAUREL FDS TR		
JP MORGAN HIGH YIELD BOND FUND SELEC		
ISHARES BARCLAYS TIPS BOND FUND		
EATON VANCE MUT FDS TR	34,113	34,549
JP MORGAN INTERNATIONAL CURRENCY	3,770	3,669
JP MORGAN STRATEGIC INCOME		
JP MORGAN CORE BOND FUND	84,068	96,498
JP MORGAN SHORT DURATION BOND FUND		
JP MORGAN TR I INFL MANAGED BD - SEL	31,770	32,399
JP MORGAN TR I MLT SC INC - SEL	23,000	23,366
VANGUARD FIXED INCOME SECS F	43,912	45,880
RIDGEWORTH FUNDS	23,000	23,155
BARC 95% PPN FX BASKET 12/27/12		
BARC 93% PPN BRIC BASKET 9/19/13		
JP MORGAN INTL CURRENCY INCOME FUND		
DREYFUS/LAUREL FUNDS TR	11,757	12,427
ABBITRAGE FUNDS - I	11,600	11,342
DOUBLELINE FDS TR	45,000	45,604
EATON VANCE FLOATING RATE	7,588	7,660
JPM HIGH YIELD FD - SEL	29,084	29,484
JPM SHORT DURATION BOND FD - SEL	71,115	72,037
JPMORGAN TR I FLOAT RATE INC 4.24	10,000	10,320
BARC 93% PPN BRIC BASKET	10,000	9,686
GS MIST 95% PPN	10,000	10,000

TY 2012 Investments Corporate Stock Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO		
ABBOTT LABORATORIES		
ACE LTD		
ADVANCED AUTO PARTS INC		
ALEXION PHARMACEUTICALS INC.		
AMAZON COM INC		
AMERICAN EXPRESS		
APACHE CORP		
APPLE INC.		
ARTISAN INTL VALUE FUND - INV	8,899	10,977
AT&T INC		
BAIDU INC		
BAKER HUGHES INC		
BANK OF AMERICA CORP		
BB & T CORP		
BIOGEN IDEC INC		
CAMPBELL SOUP COMPANY		
CARDINAL HEALTH INC		
CARNIVAL CORPORATION		
CELGENE CORPORATION		
CISCO SYSTEMS INC		
CITIGROUP INC		
CITRIX SYSTEMS INC		
CME GROUP INC		
COACH INC		
COGNIZANT TECH SOLUTIONS CORP		
COLGATE PALMOLIVE CO		
COMCAST CORP		
CONOCOPHILLIPS		
COVIDIEN LTD		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CVS/CAREMARK CORPORATION		
DEVON ENERGY CORP		
DODGE & COX INTERNATIONAL STOCK	20,071	23,983
DOW CHEMICAL CO		
E I DU PONT DE NEMOURS & CO		
E M C CORP MASS		
EATON VANCE SPL INVT TR		
EOG RESOURCES INC		
EXXON MOBIL CORP		
FMI FOS INC	27,000	41,334
FREEPORT-MCMORAN COPPER & GOLD INC		
GATEWAY FUND - Y		
GENERAL ELEC CO		
GENERAL MILLS INC		
GENERAL MOTORS CO		
GOLDMAN SACHS GROUP INC		
GOOGLE INC		
HONEYWELL INTERNATIONAL INC		
INTERNATIONAL BUSINESS MACHINES		
INVESCO LTD		
ISHARES S&P MJDCAP 400 INDEX FUND		
IVY GLOBAL NATURAL RESOURCE		
JOHNSON CONTROLS INC		
JP MORGAN AISA EQUITY FUND		
JP MORGAN EM MKTS EQUITY FUND	12,716	12,548
JP MORGAN EQUITY INCOME FUND	20,663	22,500
JP MORGAN INTERNATIONAL VALUE FUND	60,697	58,363
JP MORGAN INTREPID GROWTH FUND	24,737	29,506
JP MORGAN MID CAP GROWTH	40,389	34,928
JP MORGAN LARGE CAP GROWTH FUND	10,737	12,736

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN RESEARCH MARKET NEUTRAL		
JP MORGAN SMALL CAP GROWTH FUND		
JP MORGAN SMALL CAP VALUE FUND		
JP MORGAN TR I MID CAP GROWTH		
JP MORGAN US REAL ESTATE FUND		
JP MORGAN TAX AWARE EQUITY FUND	81,133	85,996
JUNIPER NETWORKS INC.		
KELLOGG CO		
LENNAR CORP		
LOWE'S COMPANIES INC		
MANNING & NAPIER FUND INC		
MARVELL TECHNOLOGY GROUP LTD		
MASTERCARD INC. - CLASS A		
MERCK & CO INC.		
METLIFE INC.		
MFS INTL VALUE-I	5,368	6,008
MICROSOFT CORP		
MORGAN STANLEY		
NATIONAL-OIL WELL VARCO INC		
NEXTERA ENERGY INC		
NIKE INC. B		
NORFOLK SOUTHERN CORP		
NOVELLUS SYSTEMS INC		
OCCIDENTAL PETROLEUM CORP		
ORACLE CORP		
PACCAR INC		
PARKER-HANNIFIN CORP		
PEPSICO INC		
PFIZER INC		
PHILIP MORRIS INTERNATIONAL		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
POWERSHARES DB COMMODITY INDEX TRACK		
PROCTER & GAMBLE-CO		
PRUDENTIAL FINANCIAL INC		
PUBLIC SERVICE ENTERPRISE GROUP		
QUALCOMM INC		
SANDISK CORP		
SEMPRA ENERGY		
SOUTHERN CO		
SPDR S&P 500 ETF TRUST		
SPRINT NEXTEL CORP		
STAPLES INC		
STARWOOD HOTELS & RESORTS		
STATE STR CORP		
SYSCO CORP		
T ROWE PRICE INTERNATIONAL FUNDS INC	17,479	21,618
TD AMERITRADE HOLDING CORPORATION		
TIME WARNER INC		
TYCO INTERNATIONAL LTD		
UNITED TECHNOLOGIES CORP		
UNITEDHEALTH GROUP INC		
US BANCORP DEL		
VANGUARD MSCI EMGERING MKTS ETF	13,132	12,691
VERIZON COMMUNICATIONS INC		
VICTORY PORTFOLIOS		
WALT DISNEY CO		
WELLPOINT INC		
WELLS FARGO & CO		
XLINX CORP		
YUM BRANDS INC		
BNP CONT BUFF EQ SPX	20,000	20,731

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SG CONT BUFF EQ SPX	12,000	11,998
SPDR S&P 500 ETE TRUST	35,271	37,454
USB CONT BUFF EQ SPX	20,000	21,252
JPM TR I MIDCAP CORE - SEL	19,494	20,195
BNP BREN EAFE	10,000	11,159
JPM BREN EAFE	22,000	14,007
DB MARKET PLUS SX5E	12,000	12,209
BARC BREN ASIA BASKET	12,000	13,024
CS BREN ASIA BASKET	12,000	12,990
MATTHEWS PACIFIC TIGER INSTL FUND	16,503	18,754

TY 2012 Investments - Other Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BARC GOLD CPN NOTE	AT COST		
CS COMMODITY CPN 4/21/11	AT COST		
MS BREN CMDTY DJUBSF2 1/12/12	AT COST		
EATON VANCE MUT FDS TR	AT COST	10,982	10,400
ARBITRAGE FUNDS - I	AT COST		
GATEWAY FUND - Y	AT COST	11,069	11,586
JP MORGAN REALTY INCOME FUND - INSTL	AT COST	11,594	12,781
POWERSHARES DB COMMODITY INDEX	AT COST	18,648	22,502
SG BRENT CBEN	AT COST	12,000	12,106
SG PARTICIPATING GOLD NOTE	AT COST	13,000	12,609

TY 2012 Other Expenses Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
POSTAGE	18	18		
BANK FEES	12	12		

TY 2012 Other Professional Fees Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	7,937	7,937		

TY 2012 Taxes Schedule

Name: HEINRICH FAMILY FOUNDATION

EIN: 34-1929479

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	3,263	3,263		