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Form **990-PF** | Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052 **2012** Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: KERRY & SIMONE VICKAR FAMILY FOUNDATION

A Employer identification number: 34-1974937

Number and street (or P O box number if mail is not delivered to street address): 201 SOUTH COLLEGE STREET | Room/suite: 1540

B Telephone number: 704-910-8376

City or town, state, and ZIP code: CHARLOTTE, NC 28244

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: [X] 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) ▶$ 7,438,711.

J Accounting method: [X] 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).)

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	143,520.	143,520.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	160,768.			
	b Gross sales price for all assets on line 6a 6,570,868.				
	7 Capital gain net income (from Part IV, line 2)		160,768.		
	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)				
	11 Other income	<12,500.>	<12,525.>		STATEMENT 2
	12 **Total**. Add lines 1 through 11	291,788.	291,763.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	77,001.	0.		77,001.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	56,000.	50,000.		6,000.
	c Other professional fees STMT 4	33,134.	31,803.		1,331.
	17 Interest				
	18 Taxes STMT 5	10,631.	1,228.		6,011.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	1,684.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	178,450.	83,031.		90,343.
	25 Contributions, gifts, grants paid	622,983.			622,983.
	26 **Total expenses and disbursements.** Add lines 24 and 25	801,433.	83,031.		713,326.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<509,645.>			
	b **Net investment income** (if negative, enter -0-)		208,732.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	15,341.	13,936.	13,936.
	2 Savings and temporary cash investments	112,986.	83,918.	83,918.
	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			
	7 Other notes and loans receivable ▶			
	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	448,773.		
	b Investments - corporate stock STMT 7	2,123,411.	1,377,120.	1,499,070.
	c Investments - corporate bonds	972,600.		
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	3,582,020.	5,270,512.	5,841,787.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	7,255,131.	6,745,486.	7,438,711.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	7,255,131.	6,745,486.	
	30 **Total net assets or fund balances**	7,255,131.	6,745,486.	
	31 **Total liabilities and net assets/fund balances**	7,255,131.	6,745,486.	

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	7,255,131.
2	Enter amount from Part I, line 27a	2	<509,645.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,745,486.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,745,486.

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	PUBLICLY TRADED SECURITIES - ST	P		
b	PUBLICLY TRADED SECURITIES - LT	P		
c	CAPITAL GAINS DIVIDENDS			
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	3,083,711.		2,989,863.	93,848.
b	3,477,834.		3,420,237.	57,597.
c	9,323.			9,323.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				93,848.
b				57,597.
c				9,323.
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** 160,768.

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). If (loss), enter -0- in Part I, line 8 **3** N/A

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	658,493.	7,890,401.	.083455
2010	515,288.	7,841,684.	.065711
2009	523,089.	9,249,547.	.056553
2008	677,433.	9,348,119.	.072467
2007	535,506.	10,487,463.	.051062

2	**Total** of line 1, column (d)	2	.329248
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	.065850
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,482,074.
5	Multiply line 4 by line 3	5	492,695.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,087.
7	Add lines 5 and 6	7	494,782.
8	Enter qualifying distributions from Part XII, line 4	8	713,326.

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

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

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 ▶ [X] and enter 1% of Part I, line 27b		1	2,087.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	2,087.
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	2,087.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,651.		
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	2,651.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	564.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 564. **Refunded** ▶		11	0.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ L. KERRY VICKAR Telephone no. ▶704-910-8376 Located at ▶201 S COLLEGE STREET, SUITE 1540, CHARLOTTE, NC ZIP+4 ▶28202			
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 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
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. ▶ ____, ____, ____, ____			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? N/A **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.

(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
L. KERRY VICKAR 201 S COLLEGE STREET, STE 1540 CHARLOTTE, NC 28244	DIRECTOR 10.00	0.	0.	0.
SIMONE D. VICKAR 201 S COLLEGE STREET, STE 1540 CHARLOTTE, NC 28244	PRESIDENT 40.00	77,001.	0.	0.
JEFFREY R. GIFFORD 201 S COLLEGE STREET, STE 1540 CHARLOTTE, NC 28244	TREASURER 10.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form **990-PF** (2012)

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

3 Five highest-paid independent contractors for professional services. 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 ▶		0

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

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 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,542,443.
b	Average of monthly cash balances	1b	53,571.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,596,014.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,596,014.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	113,940.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,482,074.
6	**Minimum investment return.** Enter 5% of line 5	6	374,104.

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	374,104.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,087.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,087.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	372,017.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	372,017.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	372,017.

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	713,326.
b	Program-related investments - total from Part IX-B	1b	0.
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	713,326.
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	5	2,087.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	711,239.

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				372,017.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 260,660.				
f **Total** of lines 3a through e	260,660.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 713,326.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				372,017.
e Remaining amount distributed out of corpus	341,309.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	601,969.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	601,969.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 260,660.				
e Excess from 2012 341,309.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

L. KERRY VICKAR

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT				622,983.
Total			▶ **3a**	622,983.
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	143,520.	
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			14	<12,500.>	
8 Gain or (loss) from sales of assets other than inventory			18	160,768.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		291,788.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 291,788.

(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).

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

Sign Here

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

Signature of officer or trustee — Date 11/14/13 — Title Treasurer

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
ELIZABETH P. MURPHY		11/07/13		P00653168

Firm's name ▶ DIXON HUGHES GOODMAN LLP — Firm's EIN ▶ 56-0747981

Firm's address ▶ 6525 MORRISON BLVD., STE 500 CHARLOTTE, NC 28211 — Phone no. 704-367-7020

Charity - Last year
1/1/2012 through 12/31/2012 (Cash Basis)

Date	Account	Num	Description	Address	Tag	Clr		Amount	Relationship
EXPENSES									
Charity									
1/6/2012	KSVF Foundation		Aspen Jewish Congregation	77 Meadowood Dr Aspen, CO 81611	Program Services	exempt	Charity	-1,000.00	none
1/17/2012	KSVF Foundation		Jupiter Medical Center Foundatio	1210 South Old Dixie Hwy Jupiter FL 33458	Program Services	exempt	Charity	-10,000.00	none
1/17/2012	KSVF Foundation		Blackbaud, Inc Donations 2124	1309 N Flagler Dr, West Palm Beach, FL 33401	Program Services	exempt	Charity	-5,000.00	none
2/24/2012	KSVF Foundation		Wallis Annenberg Center For The	9390 N Santa Monica Blvd Beverly Hills CA 90210	Program Services	exempt	Charity	-25,000.00	none
2/24/2012	KSVF Foundation		Mayo Clinic(LKV)	4500 San Pablo Road Jacksonville FL 32224	Program Services	exempt	Charity	-50,000.00	none
2/27/2012	KSVF Foundation	EFT	University Of Manitoba Foundation USA	330 North Wabash Avenue Chicago IL 60611-3607	Program Services	exempt	Charity	-50,000.00	none
3/19/2012	KSVF Foundation		The Childrens Center Los Angeles	79 Alexandrine West Detroit MI 48201	Program Services	exempt	Charity	-250	none
3/21/2012	KSVF Foundation		Smile For A Lifetime(Foundation)	4565 Hilton Parkway, Suite 203 Colorado Springs CO 80907	Program Services	exempt	Charity	-2,000.00	none
3/22/2012	KSVF Foundation		Susan G Komen For The Cure	5005 LBJ Freeway, Suite 250 Dallas TX 75244	Program Services	exempt	Charity	-2,000.00	none
3/29/2012	KSVF Foundation		Pilgrims' Inn	236 W Main St Rock Hill, SC 29730	Program Services	exempt	Charity	-2,000.00	none
5/8/2012	KSVF Foundation	1015	CAF America	1800 Diagonal Road, Suite 150 Alexandria VA 22314-2840	Program Services	exempt	Charity	-10,000.00	none
5/15/2012	KSVF Foundation		Temple Beth David	4657 Hood Road Palm Beach Gardens FL 33418	Program Services	exempt	Charity	-5,000.00	none
6/21/2012	KSVF Foundation	1016	Town Of Parry Sound	52 Sequin Street Parry Sound, Ontario P2A 1B4	Program Services	exempt	Charity	-5,000.00	none
6/21/2012	KSVF Foundation	1018	March Of Dimes	7506 E Independence Blvd #114 Charlotte, NC 28227	Program Services	exempt	Charity	-10,000.00	none
7/20/2012	KSVF Foundation		Hillel The Foundation For Jewish	800 Eighth Street, NW Washington DC 20001-3724	Program Services	exempt	Charity	-5,000.00	none
8/14/2012	KSVF Foundation		Aspen Santa Fe Ballet	0245 Sage Way Aspen CO 81611	Program Services	exempt	Charity	-5,100.00	none
8/21/2012	KSVF Foundation		United Jewish Appeal Aspen Valle	PO Box 8590 Aspen CO 81612	Program Services	exempt	Charity	-1,000.00	none
8/23/2012	KSVF Foundation		The Pujols Family Foundation	111 Westport Plaza, Suite 255 St Louis MO 63146	Program Services	exempt	Charity	-10,000.00	none
10/29/2012	KSVF Foundation		Caves Valley Golf Club Foundatio	2910 Blendon Rd Owings Mills, MD 21117	Program Services	exempt	Charity	-5,000.00	none
11/8/2012	KSVF Foundation		The Painted Turtle	17000 Elizabeth Lake Rd Lake Hughes, CA 93532	Program Services	exempt	Charity	-5,000.00	none
12/3/2012	KSVF Foundation		Palm Beach Harvest	P O Box 540508 Lake Worth FL 33467	Program Services	exempt	Charity	-30,000.00	none
12/4/2012	KSVF Foundation		The Blue Ribbon	135 N Grand Avenue LA CA 90012	Program Services	exempt	Charity	-2,500.00	none
12/4/2012	KSVF Foundation		Aspen Art Museum	590 N Mill St Aspen CO 81611	Program Services	exempt	Charity	-9,800.00	none
12/4/2012	KSVF Foundation	1021	The Jewish Federation Of Palm	4601 Community Dr West Palm Beach, FL 33417	Program Services	exempt	Charity	-100,000.00	none
12/4/2012	KSVF Foundation		Aspen Art Museum	590 N Mill St Aspen, CO 81611	Program Services	exempt	Charity	-100,000.00	none
12/7/2012	KSVF Foundation		Jewish Federation Of Manitoba USA Inc	330 N Wabsh 22nd Flt Chicago IL 60611	Program Services	exempt	Charity	-83,333.33	none
12/18/2012	KSVF Foundation	1022	Toys for Tots	18251 Quantico Gateway Drive Triangle VA 22172	Program Services	exempt	Charity	-25,000.00	none
12/18/2012	KSVF Foundation	1019	City Of Melfort	Box 2230 Melfort, SK S0E 1A0	Program Services	exempt	Charity	-50,000.00	none
12/28/2012	KSVF Foundation		Celebrities Fore Kids	3619 SE Doubleton Dr Stuart, FL 34997	Program Services	exempt	Charity	-11,500.00	none
12/28/2012	KSVF Foundation		Aspen Art Museum	590 N Mill St Aspen, CO 81611	Program Services	exempt	Charity	-2,500.00	none
OVERALL TOTAL								**-622,983.33**	

VICKAR FDN HEDGE FUNDS

Holdings

Period Ended December 31, 2012

ALTERNATIVE INVESTMENTS

	Market Value	Contributions To Date	Distributions To Date	Economic Gain (Loss)
HEDGE FUNDS				
GS STRATEGIC ASIA PARTNERS[12]	32,194 94	500,000 00	455,966 93	(11,838 13)
GS HEDGE FUND OPPORTUNITIES[12]	837,740 65	1,200,700 00	600,000 00	237,040.65
GS LIBERTY HARBOR I	694,907 23	625,000 00	0 00	69,907.23
2 2% OF FUNDS ASSETS ARE IN ILLIQUID INVESTMENTS[12,18]				
TOTAL HEDGE FUNDS	**1,564,842.82**	**2,325,700.00**	**1,055,966.93**	**295,109.75**

	Commitment	Total Contributions/ Distributions	Remaining Commitment[24]	Net Contributions/ (Distributions) Since Inception	Latest Cap Statement Value/[25] Statement Date	Net Contributions/ (Distributions) Since Last Cap Statement	Computed Market Value[26]	Economic Gain (Loss)[22]
PRIVATE EQUITY								
GS PERRY PRIVATE OPPORTUNITIES FUND	625,000 00	445,956 54	181,405 44	196,170 90	288,626 00	(70,380 03)	218,245 97	22,075 07
Closing Date.Aug,2007[10,12]		249,785 64			Sep 30, 2012			
TOTAL ALTERNATIVE INVESTMENTS	**625,000.00**	**2,771,656.54**	**181,405.44**				**1,783,088.79**	**317,184.82**
		1,305,752.57						

	Market Value	Adjusted Cost /[6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**1,783,088.79**	**1,465,903.97**	**317,184.82**	
		2,771,656.54		

Unless otherwise noted, Goldman Sachs has furnished the information appearing in this section for your convenience only Hedge funds are privately placed This information may have been obtained from other persons, some of whom may be Goldman Sachs affiliates Please note that in the case of information supplied by other persons (1) Goldman Sachs does not independently verify such information for accuracy or completeness, and (2) Goldman Sachs has been informed that in certain cases such information may reflect unaudited figures, which may be inaccurate or incomplete, and that actual figures may differ Certain hedge funds may appear in the Alternative Investments section as Other Investments Please refer to the relevant product's periodic financial statements and capital analyses for official accounting information

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

[10] Contributions may include fees Distributions may be net of fees

[12] Please refer to the end of the Holdings section for further details pertaining to these investments

[18] See Fund Prospectus for further details on the liquidity characteristics of your investment

[22] Estimated using Net Asset Value (NAV), when available, or estimated as Computed Market Value minus adjusted Cost Basis

[24] Distributions of this investment may be subject to reinvestment or recall by the partnership before or after the expiration of the commitment period

[25] Cash may be included

[26] This is based on Net Asset Value (NAV) when available, or estimated as total capital balance, when available, plus any contributions and minus any distributions since the last capital statement.

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
MONEY MARKET FUNDS								
GS FINANCIAL SQUARE FEDERAL FUND-PREMIER SHARES	76,578 980	1.0000	76,578.98	1 0000	76,578 98	0 00		

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORE FIXED INCOME FUND								
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES	41,370 142	10 7000	442,660 52	10 4344	431,674 53	10,985.99		10,714 87
						50,131.25		

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
EQUITY OPTIONS/WARRANTS								
WTS/KINDER MORGAN, INC EXP 05/25/2017 (KMIWS)	464 00	3 7800	1,753 92	1 9050	883 93	869.99		

			Market Value		Adjusted Cost / ⁶ Original Cost	Unrealized Gain (Loss)		Estimated Annual Income
TOTAL PORTFOLIO			520,993.42		509,137.44	11,855.98		10,714.87

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

VICKAR FDN INTL EQ - PORT 1 LLC

Holdings

Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
NON-US EQUITY								
NON-US EQUITY MANAGERS PORTFOLIO 1 (SERIES)								
GS FINANCIAL SQUARE FEDERAL FUND-PREMIER SHARES (GFPXX)	0 020	1 0000	0 02	1 0000	0 02			

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**0.02**	**0.02**	**0.00**	

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDMAN SACHS BANK DEPOSIT (BDA)[14]	0 16	1 0000	0 16	1 0000	0 16	0 00		

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
OTHER FIXED INCOME								
GS HIGH YIELD FUND								
GS HIGH YIELD FUND INSTITUTIONAL SHARES	60,705.961	7 3100	443,760 57	7 0421	427,496 57	16,264 00 88,486 72		29,199 57
GS LOCAL EMERGING MARKETS DEBT FUND								
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES	8,821 939	9 8600	86,984 32	8 9742	79,169 94	7,814 38 13,484 31		4,393 33
TOTAL OTHER FIXED INCOME			**530,744.89**		**506,666.51**	**24,078.38**		**33,592.89**

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
S&P BANK INDEX FUND (SPDR)								
SPDR S&P BANK ETF (KBE)	1,698 00	23 8300	40,463 34 351 00	23 5328	39,958 69	504 65	2 0675	836 59

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

Brokerage and securities services provided by Goldman Sachs & Co Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
EURO STOXX 50 INDEX FUND (SPDR)								
SPDR EURO STOXX 50 FD ETF (FEZ)	3,828 00	34 6600	132,678 48 694 05	31 3535	120,021 17	12,657.31	3 6443	4,835 15
TOTAL PUBLIC EQUITY			**173,141.82** **1,045.05**		**159,979.86**	**13,161.96**	**3.2758**	**5,671.74**

	Market Value	Adjusted Cost / Original Cost [8]	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**704,931.92**	**666,646.53**	**37,240.34**	**39,264.63**

[8] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
HARRIS ASSOCIATES DYNAMIC EQUITY								
U S DOLLAR	315 00	1 0000	315 00		315 00			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	21,994 50	1 0000	21,994 50	1 0000	21,994 50		0 1635	35.96
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
AMERICAN INTL GROUP, INC CMN (AIG)	1,000 00	35 3000	35,300 00	34 2168	34,216 83	1,083 17		
APPLIED MATERIALS INC CMN (AMAT)	4,000 00	11 4400	45,760 00	10 3770	41,508 00	4,252 00	3 1469	1,440.00
BOEING COMPANY CMN (BA)	500 00	75 3600	37,680 00	72 8086	36,404.30	1,275 70	2 5743	970 00
CARMAX, INC. CMN (KMX)	1,000 00	37 5400	37,540 00	26 6091	26,609.10	10,930 90		
CARNIVAL CORPORATION CMN (CCL)	1,100 00	36 7700	40,447 00	32 3103	35,541 33	4,905 67	2 7196	1,100.00
COMCAST CORPORATION CMN CLASS A NON VOTING (CMCSK)	800 00	35 9200	28,736 00 130 00	30 9741	24,779 28	3,956 72	1 8096	520.00
DELPHI AUTOMOTIVE PLC CMN (DLPH)	1,000 00	38.2500	38,250 00	26 7634	26,763 40	11,486 60		
DIEBOLD INCORPORATED CMN (DBD)	800.00	30 6100	24,488 00	35 3871	28,309 68	(3,821 68)	3 7243	912 00
DRESSER-RAND GROUP INC CMN (DRC)	500 00	56 1400	28,070 00	44 0756	22,037 80	6,032 20		
FRANKLIN RESOURCES INC CMN (BEN)	300 00	125 7000	37,710 00	107 7588	32,327.64	5,382 36	0 9228	348 00
ILLINOIS TOOL WORKS CMN (ITW)	600.00	60 8100	36,486 00	53 1583	31,894.98	4,591 02	2 4996	912 00
INTEL CORPORATION CMN (INTC)	1,800 00	20 6200	37,116 00	25 1348	45,242 64	(8,126 64)	4 3647	1,620 00
JPMORGAN CHASE & CO CMN (JPM)	1,100 00	43 9691	48,366 01	34 0874	37,496 14	10,869 87	2.7292	1,320 00
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (NOV)	400 00	68 3500	27,340 00	68 0676	27,227 02	112 98	0 7608	208 00
PENN NATIONAL GAMING INC CMN (PENN)	600 00	49 1100	29,466 00	40 8927	24,535 62	4,930 38		
TIFFANY & CO CMN (TIF)	500 00	57 3400	28,670 00 160 00	54 2786	27,139 30	1,530 70	2 2323	640 00
VISA INC CMN CLASS A (V)	300 00	151 5800	45,474 00	124 0497	37,214 91	8,259 09	0 8708	396 00
WELLS FARGO & CO (NEW) CMN (WFC)	1,200 00	34 1800	41,016 00	33 3197	39,983 64	1,032 36	2 5746	1,056 00

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

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VICKAR FDN DE- HARRIS

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
HARRIS ASSOCIATES DYNAMIC EQUITY								
STARWOOD HOTELS & RESORTS CMN (HOT)	700 00	57 3600	40,152 00	50 9460	35,662.20	4,489 80	2 1792	875 00
TOTAL HARRIS ASSOCIATES DYNAMIC EQUITY			710,376 51 290 00		637,203 31	73,173 20	2 2815	12,352 96

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**710,666.51**	**637,203.31**	**73,173.20**	**12,352.96**

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CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDMAN SACHS BANK DEPOSIT (BDA)[14]	0 25	1 0000	0 25	1 0000	0 25	0 00		

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Contributions/ Distributions To Date	Net Contribution To Date	Economic Gain (Loss)
OTHER FIXED INCOME						
PIMCO INCOME FUND						
PIMCO INCOME FUND INSTITUTIONAL[12]	16,830 795	12 3600	208,028 63			11,889 81

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Contributions/ Distributions To Date	Net Contribution To Date	Economic Gain (Loss)
NON-US EQUITY						
ARTISAN INTERNATIONAL FUND						
ARTISAN INTERNATIONAL FUND INV MUTUAL FUND CLASS I SHARES (ARTIX)[12]	21,243 874	24 5900	522,386.86			50,947 19

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
GS N-11 EQUITY FUND								
GS N-11 EQUITY FUND INSTITUTIONAL CLASS SHARES (GSYIX)	3,893 018	11 0600	43,056 78	10 0920	39,288 38	3,768 40 3,980 78		

[12]Please refer to the end of the Holdings section for further details pertaining to these investments

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PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Contributions/ Distributions To Date	Net Contribution To Date	Economic Gain (Loss)
NON-US EQUITY						
LAZARD EMERGING MARKETS EQUITY PORTFOLIO						
LAZARD EMERGING MARKETS EQUITY PORTFOLIO INSTL SHARES MUTUAL FUND CLASS INST SHARES (LZEMX)[12]	2,181.572	19 5400	42,627 92			1,475 06

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
TOTAL NON-US EQUITY			608,071.56		551,880.91	56,190 65	1.1977	6,767.41

	Market Value	Adjusted Cost /[6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	816,100.44	748,019.98	68,080.46	17,943.06

The calculations noted above (other than contributions and distributions since the last capital statement) are taken from the applicable partnership capital value statement as provided by the fund administrator A partnership capital value statement is available upon request from your Private Wealth Advisor Tax information regarding these investments, including allocations of income and realized and unrealized gains and losses will be available through a Schedule K-1 which will be mailed to you after year end Please be advised that the delivery of K-1s is subject to the reporting of the particular underlying partnerships and that the delivery of particular K-1s may be delayed, requiring you to file an extension Your private equity assets are held away from Goldman Sachs and are not covered by the Securities Investor Protection Corporation ("SIPC") or any supplemental insurance provided by Goldman Sachs for its clients holdings Please contact your Private Wealth Advisor if you have any questions

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Goldman Sachs

VICKAR FDN INDEX ORIENTED

Holdings

Period Ended December 31, 2012

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDMAN SACHS BANK DEPOSIT (BDA)[14]	7,338 65	1 0000	7,338 65	1.0000	7,338 65	0.00	0 1453	10 67

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
S&P 500 INDEX FUND (SPDR)								
SPDR S&P 500 ETF TRUST (SPY)	9,677 00	142 4100	1,378,101 57 9,888 25	137 5900	1,331,458 43	46,643 14	2 1792	30,031 89
RUSSELL 2000 INDEX FUND (ISHARES)								
ISHARES RUSSELL 2000 INDEX FUND (IWM)	1,074 00	84.3178	90,557 32	80 7000	86,671 80	3,885 52	2 0005	1,811 57
TOTAL US EQUITY			**1,468,658.89** **9,888.25**		**1,418,130.23**	**50,528.66**	**2.1682**	**31,843.47**
NON-US EQUITY								
MSCI EAFE INDEX FUND (ISHARES)								
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF (EFA)	9,385 00	56 8600	533,631.10	49 6738	466,188 36	67,442 74	3 0929	16,504 59
MSCI EMERGING MARKETS INDEX FUND (VANGUARD)								
VANGUARD FTSE EMERGING MKTS ETF (VWO)	1,860 00	44 5300	82,825 80	39 7572	73,948 42	8,877.38	2 1895	1,813 50
TOTAL NON-US EQUITY			**616,456.90**		**540,136.78**	**76,320.12**	**2.9715**	**18,318.09**
TOTAL PUBLIC EQUITY			**2,085,115 79** **9,888.25**		**1,958,267.01**	**126,848.78**	**2.4057**	**50,161.56**

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**2,102,342.69**	**1,965,605.66**	**126,848.78**	**50,172.23**

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PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
THE LONDON COMPANY SMALL CAP CORE								
U S DOLLAR	28 80	1 0000	28 80		28 80			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	2,817 45	1 0000	2,817 45	1 0000	2,817 45		0.1508	4 25

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ADVENT SOFTWARE INC CMN (ADVS)	93 00	21 3800	1,988 34	27 1710	2,526 90	(538 56)		
ALBEMARLE CORP CMN (ALB)	81 00	62 1200	5,031 72 16 20	56 9021	4,609 07	422 65	1 2878	64 80
ALEXANDER & BALDWIN, INC CMN (ALEX)	94 00	29 3700	2,760 78	33 0298	3,104 80	(344 02)		
ALLEGHANY CORP (DELAWARE) CMN (Y)	5 00	335 4200	1,677 10	338 6900	1,693 45	(16 35)		
AMERICAN EAGLE OUTFITTERS INC (NEW) (AEO)	114 00	20 5100	2,338 14	20.2100	2,303 94	34 20	2.1453	50 16
ATWOOD OCEANICS INC CMN (ATW)	105 00	45 7900	4,807 95	42 7026	4,483 77	324 18		
CABELA'S INCORPORATED CMN CLASS A (CAB)	126 00	41 7500	5,260 50	39 3006	4,951.88	308 62		
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (COLM)	40 00	53 3600	2,134 40	52 4700	2,098 80	35 60	1 6492	35 20
CORRECTIONS CORP OF AMERICA CMN (CXW)	136 00	35 4700	4,823 92	29 7278	4,042 98	780 94	2 2554	108 80
EATON VANCE CORP (NON-VTG) CMN (EV)	180 00	31 8500	5,733 00	26 0842	4,695 16	1,037 84	2 5118	144 00
ENERGIZER HOLDINGS, INC CMN (ENR)	27 00	79 9800	2,159 46	78.6100	2,122 47	36 99	2 0005	43 20
KAMAN CORP CMN (KAMN)	84.00	36 8000	3,091 20 13 44	31 7254	2,664 93	426 27	1 7391	53 76
KRATON PERFORMNC POLMERS INC CMN (KRA)	100 00	24.0300	2,403 00	22 3951	2,239 51	163 49		
MARTIN MARIETTA MATERIALS,INC CMN (MLM)	21 00	94 2800	1,979 88	82 5900	1,734 39	245 49	1 6971	33 60
MATSON, INC CMN (MATX)	94.00	24 7200	2,323 68	23 8945	2,246 08	77 60	2 4272	56 40
MBIA INC CMN (MBI)	299 00	7 8500	2,347 15	10 2461	3,063 58	(716 43)		
MICREL INC CMN (MCRL)	281 00	9 5000	2,669 50	9 4207	2,647 22	22.28	1 7895	47 77

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PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
THE LONDON COMPANY SMALL CAP CORE								
MONTPELIER RE HOLDINGS LTD CMN (MRH)	158 00	22 8600	3,611.88	21 1049	3,334 57	277.31	2 0122	72 68
			18 17					
NEWMARKET CORP CMN (NEU)	21 00	262.2000	5,506 20	230 9110	4,849 13	657 07	1 1442	63 00
NU SKIN ENTERPRISES INC CMN CLASS A (NUS)	95 00	37.0500	3,519 75	45 0184	4,276 75	(757 00)	2 1592	76 00
OLD DOMINION FGHT LINES INC CMN (ODFL)	165 00	34.2800	5,656 20	27 3002	4,504 53	1,151 67		
PRICESMART INC CMN (PSMT)	64 00	76.9900	4,927 36	69 1000	4,422 40	504.96	0 7793	38 40
SERVICE CORP INTERNATL CMN (SCI)	340 00	13.8100	4,695 40	12 4896	4,246 46	448 94	1 7379	81 60
STURM, RUGER & COMPANY INC CMN (RGR)	38 00	45 4000	1,725 20	43 7661	1,663 11	62 09	3 3656	58 06
TEJON RANCH CO CMN (TRC)	85 00	28 0800	2,386 80	27 2964	2,320 19	66 61		
TENET HEALTHCARE CORP CMN (THC)	128 00	32 4700	4,156 16	18 0193	2,306 47	1,849 69		
TREDEGAR CORPORATION CMN (TG)	109 00	20 4200	2,225 78	13 8626	1,511 02	714 76	1 1753	26 16
			6 54					
VALUECLICK INC ORD CMN (VCLK)	209 00	19 4100	4,056 69	16 0252	3,349.27	707 42		
WHITE MTNS INS GROUP LTD CMN (WTM)	6 00	515 0000	3,090 00	533 3900	3,200 34	(110.34)	0 1942	6 00
WORLD FUEL SERVICES CORP CMN (INT)	81 00	41.1700	3,334 77	39 5540	3,203 87	130 90	0 3643	12 15
			3 04					
FIRST INDUSTRIAL REALTY TRUST CMN (FR)	171 00	14 0800	2,407 68	12 1415	2,076 20	331.48		
RITCHIE BROS. AUCTIONEERS INC CMN (RBA)	102 00	20 8900	2,130 78	20 4013	2,080 93	49 85	2 3456	49 98
TOTAL THE LONDON COMPANY SMALL CAP CORE			109,806 62		101,420 42	8,386 20	1 6115	1,125 97
			57 39					

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**109,864.01**	**101,420.42**	**8,386.20**	**1,125.97**

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VICKAR FDN LCC- SCHARF

Holdings

Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
SCHARF LARGE CAP CORE								
U S DOLLAR	111 34	1 0000	111 34		111.34			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	18,091 67	1.0000	18,091 67	1 0000	18,091 67		0 1626	29 41
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
ADVANCE AUTO PARTS, INC CMN (AAP)	393 00	72 3500	28,433 55 23 58	71 8624	28,241 92	191 63	0 3317	94 32
AFLAC INCORPORATED CMN (AFL)	511.00	53 1200	27,144 32	42 1130	21,519 75	5,624 57	2 6355	715 40
AMERICAN INTL GROUP, INC. CMN (AIG)	421 00	35 3000	14,861 30	34 3711	14,470 23	391 07		
APACHE CORP CMN (APA)	170 00	78 5000	13,345 00	80 8274	13,740.66	(395 66)	0 8662	115 60
APPLE, INC CMN (AAPL)	60 00	532 1729	31,930 37	598 7300	35,923.80	(3,993 43)	1 9918	636 00
BERKSHIRE HATHAWAY INC CLASS B (BRKB)	329 00	89 7000	29,511 30	84 5336	27,811.57	1,699 73		
CHEVRON CORPORATION CMN (CVX)	246 00	108 1400	26,602 44	107 4319	26,428.25	174 19	3 3290	885 60
CVS CAREMARK CORPORATION CMN (CVS)	686 00	48 3500	33,168 10	44 8000	30,732.80	2,435 30	1 8614	617 40
DOLLAR GENERAL CORPORATION CMN (DG)	306 00	44 0900	13,491 54	44 2585	13,543.10	(51 56)		
HALLIBURTON COMPANY CMN (HAL)	911 00	34 6900	31,602.59	30 9986	28,239.70	3,362 89	1 0378	327 96
INTL BUSINESS MACHINES CORP CMN (IBM)	135 00	191 5500	25,859.25	190 7326	25,748 90	110 35	1 7750	459 00
JOHNSON & JOHNSON CMN (JNJ)	212 00	70 1000	14,861.20	67 9900	14,413 88	447 32	3 4807	517 28
LIFE TECHNOLOGIES CORPORATION CMN (LIFE)	332 00	49 0300	16,277 96	42 4843	14,104 79	2,173 17		
LOCKHEED MARTIN CORPORATION CMN (LMT)	327.00	92.2900	30,178 83	86 9908	28,445 99	1,732 84	4 9843	1,504 20
MC DONALDS CORP CMN (MCD)	285.00	88 2100	25,139 85	89 1100	25,396 35	(256 50)	3 4917	877 80
MCKESSON CORPORATION CMN (MCK)	340.00	96.9600	32,966 40 68.00	93 7800	31,885 20	1,081 20	0 8251	272 00
MICROSOFT CORPORATION CMN (MSFT)	1,098.00	26 7097	29,327 25	29 1000	31,951.80	(2,624 55)	3 4444	1,010 16
NCR CORPORATION CMN (NCR)	1,112 00	25.4800	28,333 76	23 2387	25,841 41	2,492 35		

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PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
SCHARF LARGE CAP CORE								
ORACLE CORPORATION CMN (ORCL)	863 00	33 3200	28,755 16	29 8446	25,755 92	2,999 24	0 7203	207 12
THERMO FISHER SCIENTIFIC INC CMN (TMO)	238 00	63 7800	15,179 64 35 70	50 7316	12,074 12	3,105.52	0 9407	142 80
MARKET VECTORS ETF TRUST GOLD MINERS INDEX FD ETF FUND (GDX)	241.00	46 3900	11,179 99	40 8500	9,844 85	1,335 14	0 9959	111 34
BARRICK GOLD CORPORATION CMN (ABX)	642 00	35 0100	22,476 42	33 8100	21,706 02	770 40	2 2851	513 60
CANADIAN PACIFIC RAILWAY LTD CMN (CP)	184.00	101 6200	18,698 08 48 79	74 1900	13,650 96	5,047 12	1 3879	259 51
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	572.00	63 3000	36,207 60	56 6500	32,403 80	3,803 80	3 3275	1,204 82
SANOFI SPONSORED ADR CMN (SNY)	649.00	47 3800	30,749.62	37 3600	24,246 64	6,502 98	3 0200	928 63
TOTAL SA SPONSORED ADR CMN (TOT)	317 00	52 0100	16,487 17 169 80	42 9900	13,627 83	2,859 34	4 8336	796 92
VODAFONE GROUP PLC SPONSORED ADR CMN (VOD)	991 00	25 1900	24,963 29 504.69	27 9100	27,658 81	(2,695 52)	5 9551	1,486 58
TOTAL SCHARF. LARGE CAP CORE			675,934 99 850 56		637,612 06	38,322.93	2 3918	13,713 44

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**676,785.55**	**637,612.06**	**38,322.93**	**13,713.44**

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BOND PREMIUM AMORTIZATION	<2,813.>	0.	<2,813.>
DIVIDENDS	137,809.	9,323.	128,486.
INTEREST	17,847.	0.	17,847.
TOTAL TO FM 990-PF, PART I, LN 4	152,843.	9,323.	143,520.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME/(LOSS)	<12,525.>	<12,525.>	
NONTAXABLE DIVIDENDS	25.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<12,500.>	<12,525.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - INTERNAL	56,000.	50,000.		6,000.
TO FORM 990-PF, PG 1, LN 16B	56,000.	50,000.		6,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	31,803.	31,803.		0.
PAYROLL PROCESSING FEES	1,331.	0.		1,331.
TO FORM 990-PF, PG 1, LN 16C	33,134.	31,803.		1,331.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	6,011.	0.		6,011.
FOREIGN TAX ON INVESTMENT INCOME	1,228.	1,228.		0.
DEPARTMENT OF TREASURY	3,392.	0.		0.
TO FORM 990-PF, PG 1, LN 18	10,631.	1,228.		6,011.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UTILITIES	1,684.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,684.	0.		0.

FORM 990-PF — CORPORATE STOCK — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,377,120.	1,499,070.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,377,120.	1,499,070.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GS STRATEGIC ASIA PARTNERS, LTD	COST	44,033.	32,195.
GS HEDGE FUND OPPORTUNITIES, SER 1	COST	600,700.	837,741.
GS LIBERTY HARBOR I	COST	625,000.	694,907.
GS PERRY PRIVATE OPPORTUNITIES FUND	COST	196,171.	218,246.
OTHER MUTUAL FUND ACCOUNTS	COST	3,804,608.	4,058,698.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,270,512.	5,841,787.