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**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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation PETERSON FAMILY FOUNDATION INC		A Employer identification number 35-2058989
Number and street (or P O box number if mail is not delivered to street address) 9255 KERWOOD DRIVE		B Telephone number 317-805-1100
City or town, state, and ZIP code INDIANAPOLIS, IN 46240		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 1,521,064.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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 ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	44,782.	44,782.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	74,905.			
	b Gross sales price for all assets on line 6a	2,141,183.			
	7 Capital gain net income (from Part IV, line 2)		74,905.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<9,692.>	<9,692.>		STATEMENT 2
	12 Total. Add lines 1 through 11	109,995.	109,995.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	5,000.	0.		0.
	c Other professional fees STMT 4	20,185.	17,413.		0.
	17 Interest	49.	49.		0.
	18 Taxes STMT 5	1,718.	55.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	531.	531.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	27,483.	18,048.		0.
	25 Contributions, gifts, grants paid	87,500.			87,500.
	26 Total expenses and disbursements. Add lines 24 and 25	114,983.	18,048.		87,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<4,988.>			
	b Net investment income (if negative, enter -0-)		91,947.		
	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	4,536.	107,822.	107,822.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	873.		
	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			
	b Investments - corporate stock STMT 7	652,257.	644,785.	619,564.
	c Investments - corporate bonds STMT 8	770,524.	788,433.	793,678.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,428,190.	1,541,040.	1,521,064.	
Liabilities	17 Accounts payable and accrued expenses		8,713.	
	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 ▶ STATEMENT 9)	0.	105,329.	
23 Total liabilities (add lines 17 through 22)	0.	114,042.		
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	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	1,428,190.	1,426,998.		
30 Total net assets or fund balances	1,428,190.	1,426,998.		
31 Total liabilities and net assets/fund balances	1,428,190.	1,541,040.		

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	1,428,190.
2 Enter amount from Part I, line 27a	2	<4,988.>
3 Other increases not included in line 2 (itemize) ▶ BOND AMORTIZATION ADJUSTMENT	3	3,796.
4 Add lines 1, 2, and 3	4	1,426,998.
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	1,426,998.

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 MORGAN STANLEY 9369 - L-T (SEE ATTACHED)	P		
b MORGAN STANLEY 9369 - S-T (SEE ATTACHED)	P		
c FROM ATLAS PIPELINE K-1	P		
d FROM ATLAS PIPELINE K-1	P		
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 382,581.		354,830.	27,751.
b 1,758,601.		1,711,441.	47,160.
c		7.	<7.>
d 1.			1.
e			

(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			27,751.
b			47,160.
c			<7.>
d			1.
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	74,905.
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	67,500.	1,346,943.	.050113
2010	70,000.	1,437,041.	.048711
2009	90,028.	1,412,013.	.063759
2008	91,276.	1,575,810.	.057923
2007	95,427.	1,639,186.	.058216

2 Total of line 1, column (d)	2	.278722
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	.055744
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,449,953.
5 Multiply line 4 by line 3	5	80,826.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	919.
7 Add lines 5 and 6	7	81,745.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	87,500.

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)		1	919.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	919.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	919.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	579.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,579.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	5.	
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	1,655.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 1,655. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► CELESTE F STILLER Telephone no. ► 317-805-1100 Located at ► 9255 KERWOOD DRIVE, INDIANAPOLIS, IN ZIP+4 ► 46240			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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
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

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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

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
HOWARD C PETERSON 9125 CRYSTAL RIVER DRIVE INDIANAPOLIS, IN 46240	PRESIDENT 5.00	0.	0.	0.
DOLORES M PETERSON 9125 CRYSTAL RIVER DRIVE INDIANAPOLIS, IN 46240	VICE PRESIDENT 5.00	0.	0.	0.
CELESTE F STILLER 9255 KERWOOD DRIVE INDIANAPOLIS, IN 46240	SECRETARY/TREASURER 5.00	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

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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	1,341,252.
b	Average of monthly cash balances	1b	130,781.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,472,033.
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	1,472,033.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,080.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,449,953.
6	Minimum investment return. Enter 5% of line 5	6	72,498.

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	72,498.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	919.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	919.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	71,579.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	71,579.
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	71,579.

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	87,500.
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	87,500.
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	919.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,581.

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				71,579.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			45,816.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 87,500.				
a Applied to 2011, but not more than line 2a			45,816.	
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				41,684.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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				29,895.
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	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHILD/FAMILY/SCHOOL ENRICHMENT 9339 PRIORITY WAY #100 INDIANAPOLIS, IN 46240	NONE	PUBLIC CHARITY	CONTRIBUTION TO EDUCATION FUND	7,500.
CONCORDIA THEOLOGICAL SEMINARY 6600 N. CLINTON STREET FORT WAYNE, IN 46825	NONE	PUBLIC CHARITY	PETERSON FAMILY SCHOLARSHIP FUND	50,000.
GENNESARET FREE CLINICS 725 N. PENNSYLVANIA STREET INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CONTRIBUTION TO GENERAL FUND	10,000.
LUTHERAN CHILD & FAMILY SERVICES 1525 N. RITTER INDIANAPOLIS, IN 46218	NONE	PUBLIC CHARITY	CONTRIBUTION TO GENERAL FUND	5,000.
HUMAN TOUCH CONSORTIUM 10713 BIRCH TREE LANE INDIANAPOLIS, IN 46236	NONE	PUBLIC CHARITY	CONTRIBUTION TO GENERAL FUND	5,000.
Total			SEE CONTINUATION SHEET(S)	87,500.
b Approved for future payment				
NONE				
Total				

3 Grants and Contributions Paid During the Year (Continuation)

223631
05-01-12

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM ATLAS PIPELINE K-1	58.	0.	58.
FROM KINDER MORGAN ENERGY PARTNERS K-1	134.	0.	134.
FROM PLAINS ALL AMERICAN PIPELINE K-1	1.	0.	1.
MORGAN STANLEY	44,589.	0.	44,589.
TOTAL TO FM 990-PF, PART I, LN 4	44,782.	0.	44,782.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM KINDER MORGAN ENERGY PARTNERS K-1	<8,709.>	<8,709.>	
FROM ATLAS PIPELINE K-1	<604.>	<604.>	
FROM PLAINS ALL AMERICAN PIPELINE K-1	<379.>	<379.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<9,692.>	<9,692.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,000.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	0.		0.

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	
FIDUCIARY FEES	2,772.	0.		0.	
INVESTMENT FEES	17,413.	17,413.		0.	
TO FORM 990-PF, PG 1, LN 16C	20,185.	17,413.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX PAID	55.	55.		0.	
FEDERAL TAX PAID	1,593.	0.		0.	
STATE LICENSING FEE	70.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,718.	55.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FROM ATLAS PIPELINE K-1 - OTHER DEDUCTIONS	189.	189.		0.	
FROM KINDER MORGAN ENERGY PARTNER K-1 - OTHER DEDUCTIONS	342.	342.		0.	
TO FORM 990-PF, PG 1, LN 23	531.	531.		0.	

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK & OPTIONS	0.	0.
ABBOTT LABORATORIES	12,961.	13,100.
ALERIAN MLP ETF	49,614.	47,850.
CONOCOPHILLIPS	58,699.	57,990.
ENTERPRISE PROD PRTNRS	49,223.	50,080.
ISHARES BARCLAYS 20+YR TSY BD	89,409.	84,826.
KINDER MORGAN ENERGY PTRS LP	100,730.	95,748.
MCDONALDS CORP	55,449.	52,926.
SPDR GOLD TR GOLD SHS	206,428.	194,424.
PLAINS ALL AMERICAN PIPELINE	22,272.	22,620.
TOTAL TO FORM 990-PF, PART II, LINE 10B	644,785.	619,564.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS AND NOTES	0.	0.
ARCELORMITTAL - 03938LAR5	19,910.	20,201.
ARCELORMITTAL - 03938LAF1	31,950.	30,450.
VALE OVERSEAS LIMITED	26,706.	28,500.
CLIFFS NATURAL RES - 18683KAA9	44,140.	42,534.
ANGLOGOLD HOLDINGS PLC	48,056.	46,443.
SOUTHERN PERU COPPER	42,322.	45,904.
HILLENBRAND INC	10,890.	10,801.
ARCELORMITTAL - 03938LAQU	25,559.	25,050.
DOW CHEMICAL CO - 26054LKS1	22,009.	22,085.
CLIFFS NATURAL RES - 18683KAB7	15,488.	14,907.
EXELON GENERATION COMPANY	10,224.	10,512.
PETROBRAS INTL FIN CO	21,656.	22,595.
PLUM CREEK TIMBER	10,442.	11,115.
ENERGY TRANSFER PTRS - 29273RAN9	10,883.	10,987.
DOW CHEMICAL CO - 26054LMB6	17,213.	17,096.
DOW CHEMICAL CO - 26054LME0	16,207.	16,064.
TC PIPELINES, LP	16,125.	15,950.
DOW CHEMICAL CO - 26054LNB5	10,022.	10,008.
NABORS INDUSTRIES, INC	15,847.	16,144.
JOY GLOBAL, INC	37,944.	38,582.
PERKINELMER INC	16,020.	16,631.
NEWFIELD EXPLORATION CO	10,850.	11,000.
ENERGY TRANSFER PTRS - 29273RAQ2	16,124.	17,111.
FREEPORT-MCMORAN C & G	10,013.	9,918.
MURPHY OIL CORP	15,338.	15,119.

PETERSON FAMILY FOUNDATION INC

35-2058989

ROWAN COMPANIES INC	15,931.	16,291.
HOSPITALITY PROPERTIES TRUST	16,169.	15,870.
CHESAPEAKE & POTOMAC TELEPHONE CO	10,730.	10,166.
GOLDMAN SACHS GRP - 38141E2U2	21,564.	21,493.
GOLDMAN SACHS GRP - 38141EN70	26,750.	26,344.
ONEOK INC SENIOR NOTES	8,016.	8,005.
CANADIAN PACIFIC RAILWAY CO	33,371.	35,771.
VIACOM INC CBS	16,330.	16,407.
UNION PACIFIC CORP	22,953.	23,127.
CICINNATI GAS & ELEC CO	11,030.	10,949.
CON EDISON CO OF NY	22,289.	22,530.
KINDER MORGAN - 49455OAT3	16,820.	17,091.
NEWMONT MINING CORP	11,484.	11,423.
KINDER MORGAN - 49455OBK1	17,058.	16,854.
CARPENTER TECHNOLOGY CORP	16,000.	15,650.
TOTAL TO FORM 990-PF, PART II, LINE 10C	788,433.	793,678.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
UNSETTLED PURCHASES	0.	100,666.	
STOCKS (SHORT)	0.	4,663.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	105,329.	

FORM 990-PF	PART XV - LINE 1A	STATEMENT	10
	LIST OF FOUNDATION MANAGERS		

NAME OF MANAGER

HOWARD C PETERSON
DOLORES M PETERSON

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period January 1-31, 2012

Activity

Portfolio Management Name/Assets Account: PETERSON FAMILY FOUNDATION INC
367-089669-233 AFFINE JOANN TIPPON

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
1/9	Automatic Investment	BANK DEPOSIT PROGRAM	25,412.40
1/13	Automatic Investment	BANK DEPOSIT PROGRAM	24.99
1/17	Automatic Redemption	BANK DEPOSIT PROGRAM	(11,716.00)
1/18	Automatic Redemption	BANK DEPOSIT PROGRAM	(3,070.95)
1/19	Automatic Investment	BANK DEPOSIT PROGRAM	1,967.88
1/23	Automatic Redemption	BANK DEPOSIT PROGRAM	(11,805.00)
1/24	Automatic Redemption	BANK DEPOSIT PROGRAM	(150.00)
1/27	Automatic Investment	BANK DEPOSIT PROGRAM	727.98
1/30	Automatic Investment	BANK DEPOSIT PROGRAM	403.13
1/30	Automatic Investment	BANK DEPOSIT PROGRAM	0.51
NET ACTIVITY FOR PERIOD			\$306.97

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	5:350 3-15-24	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
GECC		11/14/07	01/03/12	25,000.000	\$25,000.00	\$23,625.00	\$1,375.00	A
Long-Term This Period					\$25,000.00	\$23,625.00	\$1,375.00	
Long-Term Year to Date					\$25,000.00	\$23,625.00	\$1,375.00	

SHORT-TERM GAIN/(LOSS)

Security Description		Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ISHARES BARCLAYS TIPS 117.000 JAN C		01/20/12	12/19/11	12.000	599.98	180.00	419.98	
		01/20/12	12/19/11	2.000	109.99	30.00	79.99	
		01/20/12	01/11/12	1.000	24.99	15.00	9.99	
ISHARES BARCLAYS20+YR 122.000 JAN C		01/03/12	12/28/11	18.000	3,023.94	1,861.02	1,162.92	
ISHARES BARCLAYS20+YR 123.000 FEB C		01/25/12	01/18/12	1.000	158.99	22.00	136.99	
ISHARES BARCLAYS20+YR 124.000 FEB C		01/18/12	01/17/12	18.000	2,087.95	1,429.02	658.93	
ISHARES BARCLAYS7-10Y 105.000 JAN C		01/04/12	12/19/11	7.000	843.34	350.00	493.34	
		01/04/12	12/19/11	1.000	121.66	50.00	71.66	
		01/04/12	12/23/11	2.000	115.59	100.00	15.59	
ISHARES BARCLAYS7-10Y 106.000 FEB C		01/23/12	01/18/12	10.000	549.98	150.00	399.98	

CONTINUED

MorganStanley SmithBarney

Activity

Portfolio Management Active Assets Account
387-089569-933
PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TEPION

REALIZED GAIN/(LOSS) DETAIL

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
Short-Term This Period				\$7,636.41	\$4,187.04	\$3,449.37	
Short-Term Year to Date				\$7,636.41	\$4,187.04	\$3,449.37	
Net Realized Gain/(Loss) This Period				\$32,636.41	\$27,812.04	\$4,824.37	
Net Realized Gain/(Loss) Year to Date				\$32,636.41	\$27,812.04	\$4,824.37	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position.

COPIES OF THIS STATEMENT HAVE ALSO BEEN SENT TO:

CLIFTON GUNDERSON LLP



MorganStanley
SmithBarney

CLIENT STATEMENT | For the Period February 1-29, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
VIAOM INC CBS 4 5/8 5-15-18	09/13/10	02/09/12	25,000.000	\$27,243.00	\$25,648.13	\$1,594.87	
Long-Term This Period				\$27,243.00	\$25,648.13	\$1,594.87	
Long-Term Year to Date				\$52,243.00	\$49,273.13	\$2,969.87	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ISHARES BARCLAYS20+YR 122.000 MAR C	02/03/12	02/02/12	3.000	422.99	219.00	203.99	
ISHARES BARCLAYS20+YR 124.000 MAR C	02/03/12	01/30/12	19.000	2,033.53	882.93	1,150.60	
SPDR GOLD TR GOLD SHS 184.000 MAR C	02/27/12	01/17/12	10.000	599.98	310.00	289.98	
UTILITIES SEL SECT SPDR FUND	02/07/12	02/17/12	1,000.000	35,219.36	34,921.20	298.16	M
Short-Term This Period				\$38,275.86	\$36,333.13	\$1,942.73	
Short-Term Year to Date				\$222,158.88	\$216,195.95	\$5,962.93	

Net Realized Gain/(Loss) This Period

\$3,537.60

Net Realized Gain/(Loss) Year to Date

\$8,932.80

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M - Options exercise and assignments include options premiums when determining the realized gain and loss.

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CLIENT STATEMENT | For the Period March 1-31, 2012

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ISHARES BARCLAYS20+YR 122.000 APR C	03/12/12	03/06/12	22.000	\$1,847.96	\$879.56	\$968.40	
ISHARES BARCLAYS20+YR 123.000 APR C	03/01/12	02/27/12	22.000	1,975.34	985.82	989.52	
ISHARES BARCLAYS7-10Y 106.000 MAR C	03/12/12	01/30/12	10.000	749.98	100.00	649.98	
	03/12/12	02/08/12	4.000	139.99	40.00	99.99	
	03/12/12	02/13/12	1.000	29.99	10.00	19.99	
KINDER MORGAN ENERGY 85.000 APR C	03/29/12	03/19/12	2.000	224.65	54.00	170.65	
SPDR GOLD TR GOLD SHS 178.000 APR C	03/21/12	03/02/12	1.000	93.99	13.00	80.99	
SPDR GOLD TR GOLD SHS 180.000 MAR C	03/02/12	02/07/12	1.000	113.99	8.00	105.99	
SPDR GOLD TR GOLD SHS 182.000 JUN C	03/14/12	03/02/12	10.000	1,969.96	909.80	1,060.16	
SPDR GOLD TR GOLD SHS 183.000 APR C	03/02/12	02/27/12	10.000	1,499.97	500.00	999.97	
UTILITIES SEL SECT SPDR FUND	02/27/12	03/15/12	1,000.000	35,255.06	34,929.80	325.26	M
	02/29/12	03/15/12	400.000	14,102.03	13,968.00	134.03	M
Short-Term This Period				\$58,002.91	\$52,397.98	\$5,604.93	
Short-Term Year to Date				\$280,161.79	\$268,593.93	\$11,567.86	
Net Realized Gain/(Loss) This Period				\$58,002.91	\$52,397.98	\$5,604.93	
Net Realized Gain/(Loss) Year to Date				\$332,404.79	\$317,867.06	\$14,537.73	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.

BUSINESS
ACCOUNTS

TRUST
ACCOUNTS

EDUCATION
ACCOUNTS

RETIREMENT
ACCOUNTS

PERSONAL
ACCOUNTS

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period April 1-30, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

Activity

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
4/26	Automatic Redemption	BANK DEPOSIT PROGRAM	(1,274.14)
4/27	Automatic Investment	BANK DEPOSIT PROGRAM	0.15
NET ACTIVITY FOR PERIOD			\$2,920.06

SECURITY ACTIVITY

OPTIONS EXPIRATIONS, EXERCISES AND ASSIGNMENTS

Date	Activity Type	Description	Comments	Contracts
4/23	Option Expired	CALL APL	04/21/12 36.000 EXPIRED OPTIONS	3,000

REALIZED GAIN/(LOSS) DETAIL

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ATLAS PIPELINE PTRNS 36.000 APR C	04/23/12	03/20/12	3,000	\$239.99	\$0.00	\$239.99	
ISHARES BARCLAYS20+YR 121.000 MAY C	04/20/12	04/13/12	22,000	1,319.97	836.00	483.97	
	04/25/12	04/23/12	22,000	1,275.97	784.96	491.01	
ISHARES BARCLAYS7-10Y 105.000 APR C	04/20/12	04/09/12	15,000	449.98	470.10	(20.12)	
KINDER MORGAN ENERGY 85.000 JUN C	04/25/12	03/14/12	3,000	644.98	244.59	400.39	
	04/25/12	03/14/12	1,000	211.99	81.53	130.46	
	04/25/12	03/29/12	2,000	157.99	163.06	(5.07)	
UTILITIES SEL SECT SP 35.000 APR C	04/19/12	03/19/12	10,000	289.99	20.00	269.99	
Short-Term This Period				\$4,590.86	\$2,600.24	\$1,990.62	
Short-Term Year to Date				\$284,752.65	\$271,194.17	\$13,558.48	

Activity

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
5/24	Automatic Investment	BANK DEPOSIT PROGRAM	35,261.70
5/25	Automatic Redemption	BANK DEPOSIT PROGRAM	(35,780.00)
5/30	Automatic Investment	BANK DEPOSIT PROGRAM	2.60
5/30	Automatic Redemption	BANK DEPOSIT PROGRAM	(5,000.00)
5/31	Automatic Investment	BANK DEPOSIT PROGRAM	1,736.75
NET ACTIVITY FOR PERIOD			\$131,858.05

SECURITY ACTIVITY

OPTIONS EXPIRATIONS, EXERCISES AND ASSIGNMENTS

Date	Activity Type	Description	Comments	Contracts
5/14	Option Assigned	CALL IEF 05/19/12 105.000	CALLS ASSIGNED	15.000
5/18	Option Assigned	CALL XLU 05/19/12 35.000	CALLS ASSIGNED	10.000
5/21	Option Expired	CALL MCD 05/19/12 92.500	EXPIRED OPTIONS	6.000
5/21	Option Expired	CALL XLU 05/19/12 36.000	EXPIRED OPTIONS	5.000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
BUNGE NA FIN 5.900 4-01-17	08/27/10	05/03/12	25,000.000	\$28,129.25	\$26,558.93	\$1,570.32	
	11/08/10	05/03/12	10,000.000	11,251.70	10,676.66	575.04	
LORILLARD TOBACCO 6.7/8 5-01-20	11/15/10	05/07/12	15,000.000	17,780.70	15,935.27	1,845.43	
Long-Term This Period				\$57,161.65	\$53,170.86	\$3,990.79	
Long-Term Year to Date				\$109,404.65	\$102,443.99	\$6,960.66	



Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period May 1-31, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

INTERESTED PARTY COPY

Activity

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CANADIAN PACIFIC 4.450 3-15-23	11/02/11	05/01/12	20,000.000	21,130.20	20,579.28	550.92	
ISHARES BARCLAYS7-10YR TSY BD	12/19/11	05/14/12	700.000	73,979.10	74,062.03	(82.93) M	
	12/19/11	05/14/12	100.000	10,568.44	10,585.00	(16.56) M	
	12/23/11	05/14/12	200.000	21,136.89	20,946.70	190.19 M	
	02/07/12	05/14/12	500.000	52,842.21	52,467.70	374.51 M	
MC DONALDS CORP 92.500 MAY C	05/21/12	05/10/12	4.000	351.99	0.00	351.99	
	05/21/12	05/10/12	2.000	139.99	0.00	139.99	
SPDR GOLD TR GOLD SHS 183.000 SEP C	05/10/12	03/21/12	11.000	2,364.95	1,155.00	1,209.95	
UTILITIES SEL SECT SP 36.000 MAY C	05/21/12	05/16/12	5.000	24.99	0.00	24.99	
UTILITIES SEL SECT SPDR FUND	03/19/12	05/18/12	1,000.000	35,279.20	34,808.30	470.90 M	
Short-Term This Period				\$217,817.96	\$214,604.01	\$3,213.95	
Short-Term Year to Date				\$502,570.61	\$485,798.18	\$16,772.43	
Net Realized Gain/(Loss) This Period				\$274,979.61	\$267,774.87	\$7,204.74	
Net Realized Gain/(Loss) Year to Date				\$611,975.26	\$588,242.17	\$23,733.09	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.



MorganStanley SmithBarney

CLIENT STATEMENT | For the Period June 1-30, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

Activity

INTERESTED PARTY COPY

SECURITY ACTIVITY

OPTIONS EXPIRATIONS, EXERCISES AND ASSIGNMENTS

Date	Activity Type	Description	Comments	Contracts
6/1	Option Assigned	CALL TLT 06/16/12 121.000	CALLS ASSIGNED	21.000
6/14	Option Assigned	CALL XLU 06/16/12 36.000	CALLS ASSIGNED	15.000
6/14	Option Assigned	CALL COP 06/16/12 52.500	CALLS ASSIGNED	9.000
6/15	Option Assigned	CALL TLT 06/16/12 125.000	CALLS ASSIGNED	4.000
6/15	Option Assigned	CALL COP 06/16/12 52.500	CALL ASSIGNED	1.000
6/15	Option Assigned	CALL TIP 06/16/12 120.000	CALL ASSIGNED	1.000
6/15	Option Assigned	CALL TLT 06/16/12 121.000	CALL ASSIGNED	1.000
6/25	Option Expired	CALL TLT 06/22/12 126.000	EXPIRED OPTIONS	7.000
6/25	Option Expired	CALL TLT 06/22/12 127.000	EXPIRED OPTIONS	2.000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
WEATHERFORD INTL 5 1/8 9-15-20	10/18/10	06/28/12	15,000.000	\$16,162.50	\$15,626.81	\$535.69	
	10/25/10	06/28/12	5,000.000	5,387.50	5,216.37	171.13	
	11/12/10	06/28/12	10,000.000	10,775.00	10,386.88	388.12	
	12/06/10	06/28/12	10,000.000	10,775.00	10,146.65	628.35	
Long-Term This Period				\$43,100.00	\$41,376.71	\$1,723.29	
Long-Term Year to Date				\$152,504.65	\$143,820.70	\$8,683.95	

PERSONAL
ACCOUNTS

RETIREMENT
ACCOUNTS

EDUCATION
ACCOUNTS

TRUST
ACCOUNTS

BUSINESS
ACCOUNTS

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period June 1-30, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CONOCOPHILLIPS	05/29/12	06/14/12	900.000	48,616.90	48,083.58	533.32	M
	05/29/12	06/15/12	100.000	5,401.88	5,342.62	59.26	M
ISHARES BARCLAYS TIPS BD FD	05/29/12	06/15/12	100.000	12,029.72	12,028.00	1.72	M
ISHARES BARCLAYS20+YR 126.000 JUN C	06/25/12	06/19/12	7.000	790.98	0.00	790.98	
ISHARES BARCLAYS20+YR 127.000 JUN C	06/25/12	06/21/12	2.000	85.99	0.00	85.99	
	06/29/12	06/21/12	1.000	103.99	5.00	98.99	
	06/29/12	06/26/12	9.000	384.83	45.00	339.83	
ISHARES BARCLAYS20+YR TSY BD	09/26/11	06/01/12	500.000	60,850.83	59,589.15	1,261.68	M
	10/03/11	06/01/12	200.000	24,340.33	24,383.86	(43.53)	M
	10/25/11	06/01/12	200.000	24,340.33	23,197.54	1,142.79	M
	10/26/11	06/01/12	100.000	12,170.17	11,545.72	624.45	M
	11/07/11	06/01/12	200.000	24,340.33	23,461.08	879.25	M
	11/22/11	06/01/12	200.000	24,340.33	24,075.08	265.25	M
	11/22/11	06/01/12	100.000	12,170.17	12,038.00	132.17	M
	12/19/11	06/01/12	300.000	36,510.50	36,830.04	(319.54)	M
	01/18/12	06/01/12	100.000	12,170.17	12,155.00	15.17	M
	02/02/12	06/01/12	200.000	24,340.34	23,885.68	454.66	M
	02/02/12	06/15/12	100.000	12,609.72	11,942.84	666.88	M
	06/11/12	06/15/12	300.000	37,829.15	37,443.00	386.15	M
KINDER MORGAN ENERGY 85.000 SEP C	06/11/12	06/15/12	100.000	12,170.16	12,481.00	(310.84)	W
MC DONALDS CORP 92.500 JUL C	06/12/12	05/03/12	8.000	1,122.69	219.68	903.01	
MC DONALDS CORP 92.500 JUN C	06/21/12	06/11/12	6.000	209.99	102.00	107.99	
UTILITIES SEL SECT SPDR FUND	06/11/12	05/21/12	6.000	392.93	24.00	368.93	
	05/16/12	06/14/12	500.000	18,110.42	17,858.45	251.97	M
	05/22/12	06/14/12	1,000.000	36,220.85	35,780.00	440.85	M
Short-Term This Period				\$441,653.70	\$432,516.32	\$9,137.38	
Short-Term Year to Date				\$944,224.31	\$918,314.50	\$25,909.81	

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: JOANN TIPTON

INTERESTED PARTY COPY

	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)
Net Realized Gain/(Loss) This Period	\$484,753.70	\$473,893.03	\$10,860.67
Net Realized Gain/(Loss) Year to Date	\$1,096,728.96	\$1,062,135.20	\$34,593.76

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.
W - Wash sale rules apply to this realized tax lot. Disallowed loss will be reported on Form 1099-B for the current tax year.

CLIENT STATEMENT | For the Period July 1-31, 2012

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

MorganStanley
SmithBarney

REALIZED GAIN/(LOSS) DETAIL

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CONOCOPHILLIPS	06/20/12	07/18/12	600.000	\$33,521.24	\$32,699.94	\$821.30	M
CONOCOPHILLIPS	07/25/12	07/23/12	6.000	377.99	48.00	329.99	
	07/25/12	07/23/12	2.000	117.99	16.00	101.99	
	07/25/12	07/23/12	2.000	127.99	16.00	111.99	
ISHARES BARCLAYS TIPS BD FD	05/29/12	07/20/12	200.000	24,121.14	24,056.00	65.14	M
	06/12/12	07/20/12	100.000	12,060.57	12,010.22	50.35	M
ISHARES BARCLAYS20+YR TSY BD	06/27/12	07/20/12	100.000	12,060.57	11,991.05	69.52	M
	06/19/12	07/06/12	600.000	76,416.87	75,730.26	686.61	M
	06/19/12	07/06/12	100.000	12,736.14	12,621.71	114.43	W
	06/21/12	07/06/12	200.000	25,472.29	25,403.10	69.19	M
	06/21/12	07/06/12	100.000	12,736.14	12,686.57	49.57	M
	07/17/12	07/20/12	300.000	38,870.66	38,645.70	224.96	M
	07/17/12	07/20/12	100.000	12,956.89	12,881.90	74.99	W
SPDR GOLD TR GOLD SHS 184.000 DEC C	07/12/12	06/12/12	11.000	3,686.78	1,353.00	2,333.78	
UTILITIES SEL SECT SPDR FUND	06/13/12	07/20/12	500.000	18,644.57	18,450.00	194.57	M
	06/20/12	07/20/12	600.000	22,373.49	22,032.00	341.49	M
	06/29/12	07/20/12	300.000	11,186.74	11,066.07	120.67	M
	07/10/12	07/20/12	200.000	7,457.83	7,379.74	78.09	M
	07/11/12	07/20/12	400.000	14,915.66	14,779.00	136.66	M
Short-Term This Period				\$339,841.55	\$333,866.26	\$5,975.29	
Short-Term Year to Date				\$1,284,065.86	\$1,252,180.76	\$31,885.10	
Net Realized Gain/(Loss) This Period				\$339,841.55	\$333,866.26	\$5,975.29	
Net Realized Gain/(Loss) Year to Date				\$1,436,570.51	\$1,396,001.46	\$40,569.05	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.

W - Wash sale rules apply to this realized tax lot. Disallowed loss will be reported on Form 1099-B for the current tax year.

CLIENT STATEMENT | For the Period August 1-31, 2012

**MorganStanley
SmithBarney**

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
VALERO ENERGY	6 1/8 2-01-20	07/27/10	40,000.000	\$47,747.20	\$42,549.16	\$5,198.04	
WEATHERFORD INTL	6.000 3-15-18	08/12/10	25,000.000	28,236.25	26,983.34	1,252.91	
Long-Term This Period				\$75,983.45	\$69,532.50	\$6,450.95	
Long-Term Year to Date				\$228,488.10	\$213,353.20	\$15,134.90	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ATLAS PIPELINE PTNRS LP	03/20/12	08/17/12	300.000	10,145.76	10,791.60	(645.84) M	
ISHARES BARCLAYS TIPS 121.000 AUG C	08/20/12	07/27/12	4.000	99.99	0.00	99.99	
ISHARES BARCLAYS20+YR 129.000 AUG C	08/03/12	07/27/12	5.000	459.98	5.00	454.98	
	08/09/12	08/06/12	5.000	198.84	5.10	193.74	
KINDER MORGAN ENERGY 85.000 SEP C	08/22/12	07/10/12	1.000	42.99	18.00	24.99	
MARATHON PETROLEU 5 1/8 3-01-21	02/06/12	08/21/12	20,000.000	22,564.60	21,194.38	1,370.22	
MC DONALDS CORP 92.500 AUG C	08/06/12	06/21/12	6.000	345.77	86.82	258.95	
MC DONALDS CORP 92.500 SEP C	08/13/12	08/06/12	6.000	323.99	90.00	233.99	
PLAINS ALL AMERICAN P 87.500 SEP C	08/24/12	08/20/12	3.000	512.98	210.00	302.98	
THE MOSAIC CO (HLDG CO) NEW	08/13/12	08/17/12	400.000	23,231.47	23,014.60	216.87 M	
Short-Term This Period				\$57,926.37	\$55,415.50	\$2,510.87	
Short-Term Year to Date				\$1,341,992.23	\$1,307,596.26	\$34,395.97	

Net Realized Gain/(Loss) This Period

Net Realized Gain/(Loss) Year to Date \$133,909.82 \$124,948.00 \$8,961.82

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.

CLIENT STATEMENT | For the Period September 1-30, 2012

MorganStanley
SmithBarney

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

Activity

REALIZED GAIN/(LOSS) DETAIL

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CONOCOPHILLIPS	07/23/12	09/21/12	600.000	\$33,743.24	\$32,792.34	\$950.90	M
	07/23/12	09/21/12	200.000	11,247.75	10,937.14	310.61	M
	07/23/12	09/21/12	200.000	11,247.74	10,916.00	331.74	M
ISHARES BARCLAYS TIPS BD FD	07/27/12	09/21/12	400.000	48,478.91	48,324.00	154.91	M
	08/14/12	09/21/12	200.000	24,239.45	23,995.32	244.13	M
ISHARES BARCLAYS20+YR 129.000 SEP C	09/06/12	08/23/12	7.000	426.99	266.00	160.99	
ISHARES IBOX \$ H/Y CORP BND	08/09/12	09/21/12	400.000	36,879.16	36,641.80	237.36	M
UTILITIES SEL SECT SP 37.000 SEP C	09/05/12	08/17/12	10.000	523.18	100.00	423.18	
	09/05/12	08/20/12	2.000	88.49	20.00	68.49	
	09/24/12	09/06/12	2.000	23.99	0.00	23.99	
Short-Term This Period				\$166,898.90	\$163,992.60	\$2,906.30	
Short-Term Year to Date				\$1,508,891.13	\$1,471,588.86	\$37,302.27	
Net Realized Gain/(Loss) This Period				\$166,898.90	\$163,992.60	\$2,906.30	
Net Realized Gain/(Loss) Year to Date				\$1,737,379.23	\$1,684,942.06	\$52,437.17	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.



Morgan Stanley

CLIENT STATEMENT | For the Period October 1-31, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

Activity

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
10/22	Automatic Investment	BANK DEPOSIT PROGRAM	35,515.33
10/23	Automatic Redemption	BANK DEPOSIT PROGRAM	(30,969.03)
10/25	Automatic Investment	BANK DEPOSIT PROGRAM	17,222.28
10/26	Automatic Redemption	BANK DEPOSIT PROGRAM	(13,499.61)
10/30	Automatic Investment	BANK DEPOSIT PROGRAM	9.75
10/30	Automatic Redemption	BANK DEPOSIT PROGRAM	(17,060.84)
10/31	Automatic Redemption	BANK DEPOSIT PROGRAM	(13,493.94)
NET ACTIVITY FOR PERIOD			\$(5,595.64)

SECURITY ACTIVITY

CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
10/1	Stock Dividend	PLAINS ALL-AMERICAN PIPELINE LP		400,000

OPTIONS EXPIRATIONS, EXERCISES AND ASSIGNMENTS

Date	Activity Type	Description	Comments	Contracts
10/19	Option Assigned	CALL PAA 10/20/12 43.750	CALLS ASSIGNED	8,000
10/22	Option Expired	CALL KMP 10/20/12 85.000	EXPIRED OPTIONS	1,000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
GOLDMAN SACHS	5/8 1-15-17	07/28/10	27,713.00	\$25,583.13	\$2,129.87	
		08/11/10	16,627.80	15,415.47	1,212.33	
KINDER MORGAN	5.300 9-15-20	07/28/10	23,584.60	21,169.40	2,415.20	
		11/12/10	11,792.30	10,678.76	1,113.54	

CONTINUED

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
Long-Term This Period				\$79,717.70	\$72,846.76	\$6,870.94	
Long-Term Year to Date				\$308,205.80	\$286,199.96	\$22,005.84	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ATLAS PIPELINE PTNRS LP	03/20/12	08/17/12	300.000	10,145.76	10,791.60	(645.84)	M
CONOCOPHILLIPS	05/29/12	06/14/12	900.000	48,616.90	48,083.58	533.32	M
	05/29/12	06/15/12	100.000	5,401.88	5,342.62	59.26	M
	06/20/12	07/18/12	600.000	33,521.24	32,699.94	821.30	M
	07/23/12	09/21/12	600.000	33,743.24	32,792.34	950.90	M
	07/23/12	09/21/12	200.000	11,247.75	10,937.14	310.61	M
	07/23/12	09/21/12	200.000	11,247.74	10,916.00	331.74	M
ISHARES BARCLAYS TIPS BD FD	11/01/11	01/31/12	200.000	23,499.55	23,397.18	102.37	M
	11/04/11	01/31/12	800.000	93,998.19	93,758.48	239.71	M
	11/11/11	01/31/12	200.000	23,499.55	23,379.08	120.47	M
	12/19/11	01/31/12	200.000	23,499.55	23,425.04	74.51	M
	01/11/12	01/31/12	100.000	11,749.77	11,716.00	33.77	M
	05/29/12	06/15/12	100.000	12,029.72	12,028.00	1.72	M
	05/29/12	07/20/12	200.000	24,121.14	24,056.00	65.14	M
	06/12/12	07/20/12	100.000	12,060.57	12,010.22	50.35	M
	06/27/12	07/20/12	100.000	12,060.57	11,991.05	69.52	M
	07/27/12	09/21/12	400.000	48,478.91	48,324.00	154.91	M
	08/14/12	09/21/12	200.000	24,239.45	23,995.32	244.13	M
ISHARES BARCLAYS20+YR 129.000 NOV C	10/16/12	10/12/12	7.000	457.57	245.00	212.57	
ISHARES BARCLAYS20+YR 129.000 OCT C	10/04/12	09/26/12	7.000	272.99	84.00	188.99	
ISHARES BARCLAYS20+YR TSY BD	09/26/11	06/01/12	500.000	60,850.83	59,589.15	1,261.68	M
	10/03/11	06/01/12	200.000	24,340.33	24,383.86	(43.53)	M
	10/25/11	06/01/12	200.000	24,340.33	23,197.54	1,142.79	M
	10/26/11	06/01/12	100.000	12,170.17	11,545.72	624.45	M
	11/07/11	06/01/12	200.000	24,340.33	23,461.08	879.25	M
	11/22/11	06/01/12	200.000	24,340.33	24,075.08	265.25	M

CONTINUED



Morgan Stanley

CLIENT STATEMENT | For the Period October 1-31, 2012

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	11/22/11	06/01/12	100.000	12,170.17	12,038.00	132.17	M
	12/19/11	06/01/12	300.000	36,510.50	36,830.04	(319.54)	M
	01/18/12	06/01/12	100.000	12,170.17	12,155.00	15.17	M
	02/02/12	06/01/12	200.000	24,340.34	23,885.68	454.66	M
	02/02/12	06/15/12	100.000	12,609.72	11,942.84	666.88	M
	06/11/12	06/15/12	300.000	37,829.15	37,443.00	386.15	M
	06/19/12	07/06/12	600.000	76,416.87	75,730.26	686.61	M
	06/21/12	07/06/12	200.000	25,472.29	25,403.10	69.19	M
	06/21/12	07/06/12	100.000	12,736.14	12,686.57	49.57	M
	07/17/12	07/20/12	300.000	38,870.66	38,645.70	224.96	M
	12/19/11	05/14/12	700.000	73,979.10	74,062.03	(82.93)	M
	12/19/11	05/14/12	100.000	10,568.44	10,585.00	(16.56)	M
	12/23/11	05/14/12	200.000	21,136.89	20,946.70	190.19	M
	02/07/12	05/14/12	500.000	52,842.21	52,467.70	374.51	M
	08/09/12	09/21/12	400.000	36,879.16	36,641.80	237.36	M
	10/22/12	10/04/12	1.000	114.99	0.00	114.99	
	08/20/12	10/19/12	600.000	26,586.14	26,426.34	159.80	M
	09/04/12	10/19/12	200.000	8,862.05	8,570.00	292.05	M
	10/19/12	07/30/12	11.000	2,244.27	945.34	1,298.93	
	10/19/12	09/17/12	1.000	311.99	85.94	226.05	
	08/13/12	08/17/12	400.000	23,231.47	23,014.60	216.87	M
	10/02/12	09/05/12	12.000	223.19	84.00	139.19	
	10/02/12	09/24/12	2.000	21.99	14.00	7.99	
	02/07/12	02/17/12	1,000.000	35,219.36	34,921.20	298.16	M
	02/27/12	03/15/12	1,000.000	35,255.06	34,929.80	325.26	M
	02/29/12	03/15/12	400.000	14,102.03	13,968.00	134.03	M
	03/19/12	05/18/12	1,000.000	35,279.20	34,808.30	470.90	M
	05/16/12	06/14/12	500.000	18,110.42	17,858.45	251.97	M
	05/22/12	06/14/12	1,000.000	36,220.85	35,780.00	440.85	M
	06/13/12	07/20/12	500.000	18,644.57	18,450.00	194.57	M
	06/20/12	07/20/12	600.000	22,373.49	22,032.00	341.49	M
	06/29/12	07/20/12	300.000	11,186.74	11,066.07	120.67	M
	07/10/12	07/20/12	200.000	7,457.83	7,379.74	78.09	M
	07/11/12	07/20/12	400.000	14,915.66	14,779.00	136.66	M

CONTINUED

Morgan Stanley

CLIENT STATEMENT | For the Period October 1-31, 2012

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
Short-Term This Period				\$39,095.18	\$36,454.62	\$2,640.56	
Short-Term Year to Date				\$1,547,986.31	\$1,508,043.48	\$39,942.83	
Net Realized Gain/(Loss) This Period				\$118,812.88	\$109,301.38	\$9,511.50	
Net Realized Gain/(Loss) Year to Date				\$1,856,192.11	\$1,794,243.44	\$61,948.67	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

M - Options exercise and assignments include options premiums when determining the realized gain and loss.



Activity

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
11/13	Automatic Investment	BANK DEPOSIT PROGRAM	40,203.66
11/15	Automatic Investment	BANK DEPOSIT PROGRAM	2,696.50
11/16	Automatic Redemption	BANK DEPOSIT PROGRAM	(33,463.60)
11/19	Automatic Redemption	BANK DEPOSIT PROGRAM	(11,311.10)
11/21	Automatic Investment	BANK DEPOSIT PROGRAM	80,796.19
11/23	Automatic Investment	BANK DEPOSIT PROGRAM	44,593.70
11/28	Automatic Investment	BANK DEPOSIT PROGRAM	1,150.40
11/29	Automatic Investment	BANK DEPOSIT PROGRAM	8.64
11/29	Automatic Investment	BANK DEPOSIT PROGRAM	0.68
11/29	Automatic Redemption	BANK DEPOSIT PROGRAM	(8,140.99)
NET ACTIVITY FOR PERIOD			\$112,533.97

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
DIGITAL REALTY TR 5 7/8 2-01-20	08/16/11	11/06/12	20,000.000	\$23,108.00	\$21,160.63	\$1,947.37	
GOLDMAN SACHS 5 3/8 3-15-20	09/29/10	11/27/12	25,000.000	28,506.50	26,134.45	2,372.05	
Long-Term This Period				\$51,614.50	\$47,295.08	\$4,319.42	
Long-Term Year to Date				\$359,820.30	\$333,495.04	\$26,325.26	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
KINDER MORGAN ENERGY 85.000 DEC C	11/12/12	08/22/12	1.000	99.99	17.00	82.99	
KINDER MORGAN ENERGY 85.000 JAN C	11/15/12	06/21/12	8.000	349.11	230.08	119.03	
KINDER MORGAN ENERGY 85.000 NOV C	11/15/12	11/07/12	2.000	229.99	57.52	172.47	
KINDER MORGAN ENERGY 85.000 NOV C	11/07/12	10/16/12	1.000	127.99	12.00	115.99	
KINDER MORGAN ENERGY 85.000 NOV C	11/07/12	10/22/12	1.000	87.99	12.00	75.99	
MC DONALDS CORP 92.500 DEC C	11/02/12	08/13/12	6.000	629.98	104.10	525.88	
ONEOK INC 6.000 6-15-35	12/07/11	11/15/12	10,000.000	11,720.00	10,682.32	1,037.68	

CONTINUED

Morgan Stanley

CLIENT STATEMENT | For the Period November 1-30, 2012

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
PLAINS ALL AMERICAN P 45.000 NOV C	06/18/12	11/15/12	15,000.000	17,580.00	16,759.16	820.84	
	11/16/12	10/19/12	4.000	199.99	20.00	179.99	
	11/16/12	10/23/12	3.000	149.99	15.00	134.99	
	11/16/12	10/26/12	3.000	134.99	15.00	119.99	
PLAINS ALL AMERICAN PIPELIN L P	10/19/12	11/16/12	400.000	17,837.48	17,926.92	(89.44)	
	10/23/12	11/16/12	300.000	13,378.11	13,499.61	(121.50)	
	10/26/12	11/16/12	300.000	13,378.11	13,493.94	(115.83)	
SPDR GOLD TR GOLD SHS 180.000 FEB C	11/02/12	10/31/12	12.000	1,851.19	1,224.84	626.35	
	11/15/12	11/06/12	12.000	2,101.15	1,332.36	768.79	
SUNOCO LOG PTNR L 4.650 2-15-22	05/30/12	11/06/12	10,000.000	11,086.70	10,393.32	693.38	
	07/12/12	11/06/12	5,000.000	5,543.35	5,237.37	305.98	
UTILITIES SEL SECT SP 37.000 DEC C	11/15/12	09/19/12	1.000	29.99	3.00	26.99	
	11/15/12	10/02/12	14.000	475.98	42.00	433.98	
UTILITIES SEL SECT SPDR FUND	08/17/12	11/15/12	1,000.000	33,900.24	37,176.80	(3,276.56)	
	08/20/12	11/15/12	200.000	6,780.05	7,419.14	(639.09)	
	09/06/12	11/15/12	200.000	6,780.05	7,339.10	(559.05)	
	09/17/12	11/15/12	100.000	3,390.02	3,630.77	(240.75)	
Short-Term This Period				\$147,842.44	\$146,643.35	\$1,199.09	
Short-Term Year to Date				\$1,695,828.75	\$1,654,686.83	\$41,141.92	
Net Realized Gain/(Loss) This Period				\$199,456.94	\$193,938.43	\$5,518.51	
Net Realized Gain/(Loss) Year to Date				\$2,055,649.05	\$1,988,181.87	\$67,467.18	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

SECURITY ACTIVITY

OPTIONS EXPIRATIONS, EXERCISES AND ASSIGNMENTS

Date	Activity Type	Description	Comments	Contracts
12/21	Option Assigned	CALL EPD 12/22/12 50.000	CALLS ASSIGNED	10.000

REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
PETROBRAS INTL 5 3/4 1-20-20	11/29/10	12/12/12	20,000.000	\$22,760.40	\$21,334.65	\$1,425.75	
Long-Term This Period				\$22,760.40	\$21,334.65	\$1,425.75	
Long-Term Year to Date				\$382,580.70	\$354,829.69	\$27,751.01	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CONOCOPHILLIPS	07/23/12	09/21/12	600.000	33,743.24	32,792.34	950.90	M
	07/23/12	09/21/12	200.000	11,247.75	10,937.14	310.61	M
	07/23/12	09/21/12	200.000	11,247.74	10,916.00	331.74	M
ENTERPRISE PROD PARTNRS L.P.	12/11/12	12/21/12	500.000	25,193.42	24,869.10	324.32	M
	12/11/12	12/21/12	200.000	10,077.37	9,966.72	110.65	M
	12/11/12	12/21/12	100.000	5,038.68	4,994.74	43.94	M
	12/13/12	12/21/12	200.000	10,077.37	9,871.32	206.05	M
ISHARES BARCLAYS TIPS BD FD	11/01/11	01/31/12	200.000	23,499.56	23,397.18	102.37	M
	11/04/11	01/31/12	800.000	93,998.19	93,758.48	239.71	M
	11/11/11	01/31/12	200.000	23,499.56	23,379.08	120.47	M
	12/19/11	01/31/12	200.000	23,499.55	23,425.04	74.51	M
	01/11/12	01/31/12	100.000	11,749.77	11,716.00	33.77	M
	05/29/12	07/20/12	200.000	24,121.14	24,056.00	65.14	M
	06/12/12	07/20/12	100.000	12,060.57	12,010.22	50.35	M
	06/27/12	07/20/12	100.000	12,060.57	11,991.05	69.52	M
	07/27/12	09/21/12	400.000	48,478.91	48,324.00	154.91	M
	08/14/12	09/21/12	200.000	24,239.45	23,995.32	244.13	M

CONTINUED



Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2012

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

Portfolio Management Active Assets Account
337-089369-233

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ISHARES BARCLAYS20+YR 129.000 DEC C	12/03/12	11/07/12	7.000	533.10	148.19	384.91	
ISHARES BARCLAYS20+YR TSY BD	09/26/11	06/01/12	500.000	60,850.83	59,589.15	1,261.68	M
	10/03/11	06/01/12	200.000	24,340.33	24,383.86	(43.53)	M
	10/25/11	06/01/12	200.000	24,340.33	23,197.54	1,142.79	M
	10/26/11	06/01/12	100.000	12,170.17	11,545.72	624.45	M
	11/07/11	06/01/12	200.000	24,340.33	23,461.08	879.25	M
	11/22/11	06/01/12	200.000	24,340.33	24,075.08	265.25	M
	11/22/11	06/01/12	100.000	12,170.17	12,038.00	132.17	M
	12/19/11	06/01/12	300.000	36,510.50	36,830.04	(319.54)	M
	01/18/12	06/01/12	100.000	12,170.17	12,155.00	15.17	M
	02/02/12	06/01/12	200.000	24,340.34	23,885.68	454.66	M
	02/02/12	06/15/12	100.000	12,609.72	11,942.84	666.88	M
	06/11/12	06/15/12	300.000	37,829.15	37,443.00	386.15	M
	06/19/12	07/06/12	600.000	76,416.87	75,730.26	686.61	M
	06/21/12	07/06/12	200.000	25,472.29	25,403.10	69.19	M
	06/21/12	07/06/12	100.000	12,736.14	12,686.57	49.57	M
ISHARES BARCLAYS7-10YR TSY BD	12/19/11	05/14/12	700.000	73,979.10	74,062.03	(82.93)	M
	12/19/11	05/14/12	100.000	10,568.44	10,585.00	(16.56)	M
	12/23/11	05/14/12	200.000	21,136.89	20,946.70	190.19	M
	02/07/12	05/14/12	500.000	52,842.21	52,467.70	374.51	M
KINDER MORGAN ENERGY 85.000 JAN C	12/03/12	11/26/12	11.000	1,067.41	603.57	463.84	
	12/03/12	11/26/12	1.000	82.99	54.87	28.12	
KINDER MORGAN ENERGY 85.000 MAR C	12/04/12	12/03/12	12.000	1,104.57	845.52	259.05	
	12/11/12	12/10/12	12.000	1,077.81	723.36	354.45	
PLAINS ALL AMERICAN PIPELIN LP	08/20/12	10/19/12	600.000	26,586.14	26,426.34	159.80	M
	09/04/12	10/19/12	200.000	8,862.05	8,570.00	292.05	M
SPDR GOLD TR GOLD SHS 180.000 DEC C	12/18/12	12/12/12	12.000	8,519.80	7,020.00	1,499.80	
UTILITIES SEL SECT SPDR FUND	02/27/12	03/15/12	1,000.000	35,255.06	34,929.80	325.26	M
	02/29/12	03/15/12	400.000	14,102.03	13,968.00	134.03	M
	05/16/12	06/14/12	500.000	18,110.42	17,858.45	251.97	M
	05/22/12	06/14/12	1,000.000	36,220.85	35,780.00	440.85	M
	06/13/12	07/20/12	500.000	18,544.57	18,450.00	94.57	M
	06/20/12	07/20/12	600.000	22,373.49	22,032.00	341.49	M
	06/29/12	07/20/12	300.000	11,186.74	11,066.07	120.67	M

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PERSONAL ACCOUNTS	RETIREMENT ACCOUNTS	EDUCATION ACCOUNTS	TRUST ACCOUNTS	BUSINESS ACCOUNTS
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Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2012

Activity

Portfolio Management Active Assets Account
337-089369-233

PETERSON FAMILY FOUNDATION INC
ATTN: CELESTE STILLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	07/10/12	07/20/12	200.000	7,457.83	7,379.74	78.09	M
	07/11/12	07/20/12	400.000	14,915.66	14,779.00	136.66	M
Short-Term This Period				\$62,772.52	\$59,097.39	\$3,675.13	
Short-Term Year to Date				\$1,758,601.27	\$1,713,784.22	\$44,817.05	
Net Realized Gain/(Loss) This Period				\$85,532.92	\$80,432.04	\$5,100.88	
Net Realized Gain/(Loss) Year to Date				\$2,141,181.97	\$2,068,613.91	\$72,568.06	

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