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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 <b>HAYNER FOUNDATION</b>		A Employer identification number <b>35-6064431</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 101N Independence Mall E MACY1372-0</b>		B Telephone number (see instructions) <b>(888) 730-4933</b>
City or town, state, and ZIP code <b>Philadelphia PA 19106-2112</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 2,196,717</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	64,009	62,707		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	65,643			
	b Gross sales price for all assets on line 6a	611,511			
	7 Capital gain net income (from Part IV, line 2)		65,643		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	129,652	128,350	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,616	24,462		8,154
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,145			1,145
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,176	1,226		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9	9		
	24 Total operating and administrative expenses. Add lines 13 through 23	35,946	25,697	0	9,299
	25 Contributions, gifts, grants paid	107,418			107,418
26 Total expenses and disbursements. Add lines 24 and 25	143,364	25,697	0	116,717	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-13,712				
b Net investment income (if negative, enter -0-)		102,653			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing		2,443	2,443
	2 Savings and temporary cash investments		152,296	152,296
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,030,073	1,856,293	2,041,978
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,030,073	2,011,032	2,196,717
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,030,073	2,011,032	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,030,073	2,011,032	
	31 Total liabilities and net assets/fund balances (see instructions)	2,030,073	2,011,032	

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,030,073
2 Enter amount from Part I, line 27a	2	-13,712
3 Other increases not included in line 2 (itemize) ▶ MUTUAL FUND AND CTF INCOME ADDITIONS	3	1,364
4 Add lines 1, 2, and 3	4	2,017,725
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	6,693
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,011,032

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

  

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

  

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	65,643
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	103,491	2,250,229	0.045991
2010	73,000	2,122,491	0.034394
2009	143,908	1,971,517	0.072994
2008	132,569	2,345,561	0.056519
2007	132,550	2,783,491	0.047620

  

2 Total of line 1, column (d)	2	0.257518
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.051504
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,142,695
5 Multiply line 4 by line 3	5	110,357
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,027
7 Add lines 5 and 6	7	111,384
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	116,717

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,027	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	1,027	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,027	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,410		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	1,410		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	383		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 383 Refunded <input type="checkbox"/> 0	11	0		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 <b>► N/A</b>	13	X	
14	The books are in care of <b>► WELLS FARGO BANK N A</b> Telephone no <b>► 888-730-4933</b> Located at <b>► 101N Independence Mall E MACY1372-062 Philadelphia PA</b> ZIP+4 <b>► 19106-2112</b>			
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 <b>► 15 N/A</b>			
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 <b>►</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>►</b>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>► 20 , 20 , 20 , 20</b>		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions )	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>► 20 , 20 , 20 , 20</b>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012 )	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b**

N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Philz	Trustee 4 00	32,616		

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

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

**Total** number of other employees paid over \$50,000

0

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

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

Total number of others receiving over \$50,000 for professional services

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE .....	
.....	
2 .....	
.....	
3 .....	
.....	
4 .....	
.....	

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

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

Amount

1 NONE .....	
.....	
2 .....	
.....	
All other program-related investments. See instructions	
3 NONE .....	
.....	

Total. Add lines 1 through 3



0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,072,567
<b>b</b>	Average of monthly cash balances	<b>1b</b>	102,758
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,175,325
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,175,325
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	32,630
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,142,695
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	107,135

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	107,135
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	1,027
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,027
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	106,108
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	106,108
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	106,108

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	116,717
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	116,717
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	1,027
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	115,690

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				106,108
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			105,242	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 116,717				
<b>a</b> Applied to 2011, but not more than line 2a			105,242	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				11,475
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				94,633
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				



**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
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	107,418
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	64,009	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	65,643	
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		129,652	0
13	Total. Add line 12, columns (b), (d), and (e)				13	129,652

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

- |   |              |     |    |
|---|--------------|-----|----|
| <p><b>1</b> 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?</p>   |              | Yes | No |
| <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p>  |              |     |    |
| <p><b>(1)</b> Cash</p>  | <b>1a(1)</b> |     | X  |
| <p><b>(2)</b> Other assets</p>  | <b>1a(2)</b> |     | X  |
| <p><b>b</b> Other transactions.</p>   |              |     |    |
| <p><b>(1)</b> Sales of assets to a noncharitable exempt organization</p>  | <b>1b(1)</b> |     | X  |
| <p><b>(2)</b> Purchases of assets from a noncharitable exempt organization</p>  | <b>1b(2)</b> |     | X  |
| <p><b>(3)</b> Rental of facilities, equipment, or other assets</p>  | <b>1b(3)</b> |     | X  |
| <p><b>(4)</b> Reimbursement arrangements</p>  | <b>1b(4)</b> |     | X  |
| <p><b>(5)</b> Loans or loan guarantees</p>  | <b>1b(5)</b> |     | X  |
| <p><b>(6)</b> Performance of services or membership or fundraising solicitations</p>  | <b>1b(6)</b> |     | X  |
| <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p>  | <b>1c</b>    |     | X  |
| <p><b>d</b> 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</p> |              |     |    |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

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

*John A. Salentis* SVP Wells Fargo Bank N.A.

4/30/2013

▶ SVP Wells Fargo Bank N A

Signature of officer or trustee

Date \_\_\_\_\_

Title

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

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

PTIN

JOSEPH J CASTRIANO

*[Signature]*

4/30/2013

Check ☒ if self-employed

P01251603

Firm's name	► PricewaterhouseCoopers, LLP
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Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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HAYNER FOUNDATION

35-6064431 Page 1 of 2

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

Recipient(s) paid during the year

**Name**

FORT WAYNE HABBITAT FOR HUMANITY

**Street**

3837 NORTH WELLS STREET

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46808

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,418

**Name**

NATIONAL LEAGUE OF CUBAN AMERICAN

**Street**

6435 WEST JEFFERSON BLVD

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46804

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,000

**Name**

BOYS &amp; GIRLS CLUB OF FORT WAYNE, INC

**Street**

3005 MCCORMICK AVE

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46803

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

10,000

**Name**

COMMUNITY HARVEST FOOD BANK OF NORTHEAST INDIANA, INC

**Street**

999 E TILLMAN ROAD

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46816

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

25,000

**Name**

FAMILY &amp; CHILDRENS SERVICE OF FORT WAYNE INC

**Street**

2712 SOUTH CALHOUN STREET

**City**

FORT WAYNE

**State**

IN

**Zip Code**

49807

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

10,000

**Name**

THE LITERACY ALLIANCE INC

**Street**

709 CLAY STREET

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46802

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

HAYNER FOUNDATION

35-6064431 Page 2 of 2

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

Recipient(s) paid during the year

**Name**

EAST-WAYNE STREET CENTER, INC

**Street**

826 FRANCIS STREET

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46803

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

ASSOCIATED CHURCHES OF FORT WAYNE, INDIANA, INC

**Street**

602 EAST WAYNE STREET

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46802

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

25,000

**Name**

PARKVIEW FOUNDATION

**Street**

2120 CAREW STREET

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46805

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

15,000

**Name**

INDIANA INSTITUTE OF TECHNOLOGY

**Street**

1600 E WASHINGTON BLVD

**City**

FORT WAYNE

**State**

IN

**Zip Code**

46803

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**



Long Term CG Distributions	2,946
Short Term CG Distributions	0

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

		1,145	0	0	1,145
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEE	1,145			1,145

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

		2,176	1,226	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	2,176	1,226		

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

		9	9	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	9	9		

**Part II, Line 13 (990-PF) - Investments - Other**

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	0	2,041,978
2	AFFILIATED MANAGERS GROUP INC		0	5,614	6,508
3	APACHE CORPORATION COM		0	4,207	5,102
4	APPLE COMPUTER INC COM		0	11,777	10,643
5	BOEING COMPANY		0	3,714	3,768
6	CAPITAL ONE FINANCIAL CORP		0	3,102	4,634
7	CISCO SYSTEMS INC		0	4,317	7,860
8	DIAGEO PLC - ADR		0	3,127	5,246
9	WALT DISNEY CO		0	4,343	6,722
10	EMERSON ELECTRIC CO		0	6,658	10,592
11	INTEL CORP		0	1,577	7,217
12	JOHNSON & JOHNSON		0	9,010	17,525
13	JOHNSON CONTROLS INC		0	4,320	4,907
14	MERGER FD SH BEN INT 260		0	32,808	32,459
15	AFLAC INC		0	6,151	5,046
16	MICROSOFT CORP		0	878	9,348
17	NESTLE S.A. REGISTERED SHARES - ADR		0	3,923	5,214
18	NOVARTIS AG - ADR		0	3,284	3,798
19	ORACLE CORPORATION		0	4,636	4,998
20	PIMCO FOREIGN BD FD USD H-INST 103		0	40,000	37,993
21	PRAXAIR INC COM		0	2,395	5,472
22	PROCTER & GAMBLE CO		0	1,497	10,184
23	SCHLUMBERGER LTD		0	5,686	5,890
24	TJX COS INC NEW		0	4,775	4,670
25	TEVA PHARMACEUTICAL INDUSTRIES - A		0	3,368	2,240
26	TOTAL FINA ELF S.A. ADR		0	4,747	4,941
27	GOLDMAN SACHS GROUP INC		0	4,820	3,827
28	TARGET CORP		0	2,651	5,917
29	ISHARES TR SMALLCAP 600 INDEX FD		0	78,745	110,512
30	JPMORGAN CHASE & CO		0	6,715	7,035
31	US BANCORP DEL NEW		0	4,860	5,430
32	ISHARES S&P MIDCAP 400 VALUE		0	40,580	49,799
33	ISHARES S & P 500 INDEX FUND		0	59,382	75,148
34	LAUDUS MONDRIAN INTL FI-INST 2940		0	163,215	160,826
35	ISHARES S&P MIDCAP 400 GROWTH		0	42,419	60,065
36	ISHARES MSCI EAFE		0	201,123	204,980
37	CHEVRON CORP		0	7,347	7,570
38	DREYFUS EMG MKT DEBT LOC C-I 6083		0	101,045	104,505
39	DRIEHAUS ACTIVE INCOME FUND		0	32,455	32,793
40	3M CO		0	4,502	4,642
41	BERSHIRE HATHAWAY INC		0	7,286	7,624
42	HUSSMAN STRATEGIC GROWTH FUND 60		0	47,046	42,200
43	COMCAST CORP CLASS A		0	2,994	6,538
44	VANGUARD REIT VIPER		0	36,789	76,657
45	SBC COMMUNICATIONS 5 100% 9/15/14		0	44,488	53,710
46	VANGUARD EMERGING MARKETS ETF		0	130,230	136,707

**Part II, Line 13 (990-PF) - Investments - Other**

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	MONSTER BEVERAGE CORP		0	2,296	2,642
48	VODAFONE GROUP PLC NEW ADR		0	2,991	3,275
49	EATON CORP PLC		0	3,997	4,172
50	VANGUARD BD INDEX FD INC		0	161,759	161,980
51	CME GROUP INC		0	5,246	4,814
52	SPDR DJ WILSHIRE INTERNATIONAL REA		0	66,136	76,291
53	VANGUARD INTERMEDIATE TERM B		0	85,219	88,250
54	DIAMOND HILL LONG-SHORT FD CL I 11		0	50,545	54,148
55	RIDGEWORTH SEIX HY BD-I 5855		0	109,148	109,906
56	GATEWAY FUND - Y 1986		0	53,575	53,476
57	CREDIT SUISSE COMM RT ST-CO 2156		0	120,775	103,562

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

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

1	MUTUAL FUND AND CTF INCOME ADDITIONS	1	1,364
2	Total	2	1,364

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

1	COST BASIS ADJUSTMENT	1	703
2	MUTUAL FUND AND CTF INCOME SUBTRACTION	2	5,990
3	Total	3	6,693

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

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount												
Description of Property Sold		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis on Losses			
1	AFLAC INC	001053102		6/23/2008	11/26/2012	2,585			0	237	652	0	0	0	652	82,597	0
2	AFFILIATED MANAGERS GROUP, INC	0080232108		2/16/2011	11/26/2012	3,843			0	368	475	0	0	0	475	475	0
3	APACHE CORP	037411105		1/6/2007	11/26/2012	10,316			0	293	1,577	0	0	0	1,577	1,577	0
4	BHP BILLITON FINANCE S 125% 3297	2055451A00		9/23/2008	3/29/2012	100,000			0	100,000	502	0	0	0	502	502	0
5	BANK NEW YORK MELLON CORP COM	064058100		12/28/2009	9/10/2012	4,123			0	343	885	0	0	0	885	885	0
6	CAPITAL ONE FINANCIAL CORP	14040H105		12/28/2009	11/26/2012	2,930			0	143	885	0	0	0	885	885	0
7	CARNIVAL CORP	143658300		12/28/2009	11/23/2012	3,688			0	308	232	0	0	0	232	232	0
8	CISCO SYSTEMS INC	17275R102		2/21/98	11/26/2012	5,655			0	338	2,235	0	0	0	2,235	2,235	0
9	COMCAST CORP CLASS A	20030N101		3/16/2005	11/26/2012	4,202			0	1,957	2,235	0	0	0	2,235	2,235	0
10	CONOCOPHILLIPS	20825C104		3/16/2005	11/26/2012	5,652			0	4,234	2,235	0	0	0	2,235	2,235	0
11	DIAGEO PLC - ADR	25243Q205		12/28/2009	11/26/2012	6,579			0	3,822	2,757	0	0	0	2,757	2,757	0
12	WALT DISNEY CO	254687106		12/28/2009	11/26/2012	1,959			0	1,287	672	0	0	0	672	672	0
13	EMERSON ELECTRIC CO	291011104		12/3/2008	11/26/2012	9,756			0	6,558	3,099	0	0	0	3,099	3,099	0
14	HEWLETT PACKARD CO	428236103		6/23/2008	8/30/2012	2,523			0	4,324	4,324	0	0	0	4,324	4,324	0
15	HUSMAN STRATEGIC GROWTH FUND	448108100		2/28/2011	11/26/2012	41,150			0	44,384	3,234	0	0	0	3,234	3,234	0
16	INTEL CORP	458140100		3/28/1994	11/26/2012	2,874			0	676	2,398	0	0	0	2,398	2,398	0
17	ISHARES CORE S & P 500 ETF	464287200		2/16/2011	11/26/2012	38,890			0	31,105	7,785	0	0	0	7,785	7,785	0
18	ISHARES MSCI EAFE	464287465		12/28/2009	11/26/2012	21,456			0	36,768	4,177	0	0	0	4,177	4,177	0
19	ISHARES S&P MIDCAP 400 VALUE	464287705		2/15/2008	11/26/2012	2,969			0	2,600	369	0	0	0	369	369	0
20	ISHARES CORE S&P SMALL-CAP E	464287804		12/28/2009	11/26/2012	6,364			0	4,730	1,634	0	0	0	1,634	1,634	0
21	ISHARES MSCI EAFE	464287465		12/28/2009	11/26/2012	21,456			0	36,768	4,177	0	0	0	4,177	4,177	0
22	JP MORGAN CHASE & CO	46825H100		2/16/2011	11/26/2012	1,017			0	1,198	181	0	0	0	181	181	0
23	JOHNSON & JOHNSON	478160104		5/23/2000	11/26/2012	3,443			0	2,172	1,271	0	0	0	1,271	1,271	0
24	JOHNSON & JOHNSON	478160104		2/28/2000	11/26/2012	10,330			0	5,406	4,924	0	0	0	4,924	4,924	0
25	KOHL'S CORP	500255104		2/16/2011	11/26/2012	5,706			0	5,736	30	0	0	0	30	30	0
26	MERGER FD SH BEN INT 260	595509108		2/28/2011	11/26/2012	13,655			0	13,732	77	0	0	0	77	77	0
27	MICROSOFT CORP	594918104		3/28/1994	11/26/2012	4,087			0	376	3,711	0	0	0	3,711	3,711	0
28	NESTLE S A REGISTERED SHARES - A	641063406		12/28/2009	11/26/2012	3,851			0	2,942	909	0	0	0	909	909	0
29	NOVARTIS AG - ADR	66987V109		12/28/2009	11/26/2012	2,422			0	2,190	232	0	0	0	232	232	0
30	PEPSICO INC	713448108		11/9/1981	11/26/2012	6,731			0	228	8,503	0	0	0	8,503	8,503	0
31	PHILLIPS 66	718546104		3/18/2005	6/14/2012	1,620			0	1,288	362	0	0	0	362	362	0
32	PRAXAIR INC COM	74005P104		3/18/2005	11/26/2012	10,656			0	4,790	5,866	0	0	0	5,866	5,866	0
33	RIDGEMOUTH SEIX HY BD-L 5855	76828T845		2/28/2011	11/26/2012	7,810			0	7,702	108	0	0	0	108	108	0
34	SUNTRUST BANKS INC S 250% 11/05/	867914B88		11/16/2007	11/5/2012	100,000			0	100,075	75	0	0	0	75	75	0
35	TARGET CORP	87612E108		6/21/2000	11/26/2012	1,256			0	530	726	0	0	0	726	726	0
36	TARGET CORP	87612E108		10/23/2008	9/12/2012	50,000			0	49,810	190	0	0	0	190	190	0
37	US BANCORP DEL NEW	902973304		2/16/2011	11/26/2012	1,814			0	1,429	385	0	0	0	385	385	0
38	VANGUARD REIT VIPER	927908553		12/28/2009	11/26/2012	59,745			0	42,470	17,275	0	0	0	17,275	17,275	0
39	VODAFONE GROUP PLC NEW ADR	92857W209		12/28/2009	11/26/2012	1,763			0	1,611	152	0	0	0	152	152	0
40	COOPER INDUSTRIES PLC NEW IRELA	624140108		12/28/2009	11/26/2012	3,150			0	1,728	1,424	0	0	0	1,424	1,424	0
41	COOPER INDUSTRIES PLC NEW IRELA	624140108		12/28/2009	11/26/2012	7,937			0	4,316	3,621	0	0	0	3,621	3,621	0
42	EATON CORP PLC	629183103		11/30/2012	12/17/2012	25			0	25	0	0	0	0	0	0	0





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

	Date	Amount
1 Credit from prior year return		460
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment	6/4/2012	950
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		1,410

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	105,242
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	105,242