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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 SEDGE PLITT CHARITABLE TRUST III		A Employer identification number 35-6739620
Number and street (or P.O. box number if mail is not delivered to street address) C/O HOWARD STONE, ONE SOUTH WACKER DR.	Room/suite 800	B Telephone number (312) 634-3400
City or town, state, and ZIP code CHICAGO, IL 60606		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,781,149.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		280,983.	279,005.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		144,120.			
b Gross sales price for all assets on line 6a		1,036,651.			
7 Capital gain net income (from Part IV, line 2)			144,120.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		21,647.	1,847.		STATEMENT 2
12 Total. Add lines 1 through 11		446,750.	424,972.		
13 Compensation of officers, directors, trustees, etc.		39,510.	9,877.		29,633.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		9,537.	0.		9,537.
c Other professional fees		60,945.	60,945.		0.
17 Interest					
18 Taxes		12,513.	5,513.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		20,449.	6,071.		14,357.
24 Total operating and administrative expenses. Add lines 13 through 23		142,954.	82,406.		53,527.
25 Contributions, gifts, grants paid		75,000.			75,000.
26 Total expenses and disbursements. Add lines 24 and 25		217,954.	82,406.		128,527.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		228,796.			
b Net investment income (if negative enter -0-)			342,566.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED NOV 20 2013

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				7,658.	7,658.
	2 Savings and temporary cash investments			210,961.	80,811.	80,811.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶			6,073.		
	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			5,596.	1,996.	1,996.
	10a Investments - U.S. and state government obligations STMT 9			379,455.	336,588.	352,840.
	b Investments - corporate stock STMT 10			2,614,272.	2,684,544.	4,148,347.
	c Investments - corporate bonds STMT 11			2,750,437.	3,019,243.	3,189,497.
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)			5,966,794.	6,130,840.	7,781,149.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27 Capital stock, trust principal, or current funds			5,038,411.	5,038,411.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds			928,383.	1,092,429.		
30 Total net assets or fund balances			5,966,794.	6,130,840.		
31 Total liabilities and net assets/fund balances			5,966,794.	6,130,840.		

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	5,966,794.
2 Enter amount from Part I, line 27a	2	228,796.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	17,087.
4 Add lines 1, 2, and 3	4	6,212,677.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	81,837.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,130,840.

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 SPDR GOLD TR SHS	P	VARIOUS	12/31/12
b RBC CAPITAL MARKETS - SEE ATTACHED	P	01/01/12	12/31/12
c RBC CAPITAL MARKETS - SEE ATTACHED	P	VARIOUS	12/31/12
d 2,200 SHS TC PIPELINES LP	P	VARIOUS	12/31/12
e CAPITAL GAINS DIVIDENDS			

(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 128.			128.
b 247,372.		252,045.	-4,673.
c 692,939.		629,204.	63,735.
d 91,635.		11,282.	80,353.
e 4,577.			4,577.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			128.
b			-4,673.
c			63,735.
d			80,353.
e			4,577.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	144,120.
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	347,565.	7,226,172.	.048098
2010	306,468.	6,951,046.	.044089
2009	535,264.	6,400,116.	.083633
2008	406,800.	6,718,746.	.060547
2007	105,948.	5,998,874.	.017661

2 Total of line 1, column (d)	2	.254028
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	.050806
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,500,163.
5 Multiply line 4 by line 3	5	381,053.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,426.
7 Add lines 5 and 6	7	384,479.
8 Enter qualifying distributions from Part XII, line 4	8	128,527.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	6,851.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	6,851.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	6,851.
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	6,050.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	8,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	14,050.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,199.	
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax	11	7,199.	Refunded

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
1b 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	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NONE		
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 SEE STATEMENT 12	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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 ► HOWARD STONE Located at ► ONE SOUTH WACKER DRIVE, SUITE 800, CHICAGO, IL Telephone no. ► (312) 634-3400 ZIP+4 ► 60606			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	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	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	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? <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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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 STONE ONE SOUTH WACKER DRIVE, SUITE 800 CHICAGO, IL 60606	TRUSTEE 9.00	39,510.	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 VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions	
3 N/A	
	0.
	0.
Total. Add lines 1 through 3	

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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	7,292,465.
b	Average of monthly cash balances	1b	321,914.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,614,379.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,614,379.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	114,216.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,500,163.
6	Minimum investment return. Enter 5% of line 5	6	375,008.

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	375,008.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,851.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,851.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	368,157.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	368,157.
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	368,157.

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	128,527.
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	128,527.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	128,527.

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				368,157.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			34,518.	
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: ▶ \$ 128,527.				
a Applied to 2011, but not more than line 2a			34,518.	
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				94,009.
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:	0.			
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				274,148.
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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FRIENDS OF THE ISRAEL DEFENSE FORCES 350 - 5TH AVE NEW YORK, NY 10118	NONE	PUBLIC	GENERAL FUNDS	25,000.
JEWISH UNITED FUND OF METRO. CHICAGO 30 SOUTH WELLS ST CHICAGO, IL 60606	NONE	PUBLIC	GENERAL FUNDS	40,000.
UNITED CEREBRAL PALSY 1660 L STREET NW, STE 700 WASHINGTON, DC 20036-5602	NONE	PUBLIC	GENERAL FUNDS	10,000.
Total				75,000.
b Approved for future payment				
NONE				
Total				0.

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[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
N/A		

**Sign
Here**


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

Signature of officer or trustee: Howard A. Trude Date: 11/14/94 Title: _____

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name ALAN H. SPIGELMAN	Preparer's signature 	Date 11/11/13	Check <input type="checkbox"/> if self-employed	PTIN P00285746
Firm's name ▶ MCGLADREY LLP			Firm's EIN ▶ 42-0714325	
Firm's address ▶ 1 S. WACKER DRIVE, STE 800 CHICAGO, IL 60606-3392			Phone no 312-634-3400	

HOWARD STONE TTEE
 SEDGE PLITT CHARITABLE TRUST
 III U/A DTD 12/04/1991
 C/O RSM MCGLADREY INC
 1 S WACKER DR STE 800
 CHICAGO IL 60606-4650

Short-Term

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
125,000.000	KANSAS CITY SOUTHN RY CO SR NT 8 000% DUE 06/01/2015 ORIGINAL COST 135,000.00, PREMIUM AMORTIZED 5,000.00, ORIGINAL PRICE 108.000 CUSIP: 485188AG1	<input checked="" type="checkbox"/>	06/30/11	06/01/12	130,000.00	130,000.00	0.00
100,000.000	LEUCADIA NATL CORP SR NT 7 125% DUE 03/15/2017 ORIGINAL COST 101,468.00, PREMIUM AMORTIZED 114.99, ORIGINAL PRICE 101.468 CUSIP 527288BC7	<input checked="" type="checkbox"/>	12/01/11	03/15/12	103,563.00	101,353.01	2,209.99
500.000	YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D SHS SYMBOL YPF, CUSIP 984245100	<input type="checkbox"/>	03/23/11	02/29/12	13,809.15	20,692.30	-6,883.15
Short-Term Subtotal					247,372.15	252,045.31	-4,673.16

Long-Term

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1,100.000	APARTMENT INVT & MGMT CO SER U 7.75% CUMULATIVE PFD CUSIP 03748R820	<input checked="" type="checkbox"/>	06/07/05	07/26/12	27,500.00	27,775.00	-275.00
100.000	APARTMENT INVT & MGMT CO SER U 7.75% CUMULATIVE PFD CUSIP 03748R820	<input checked="" type="checkbox"/>	06/10/05	07/26/12	2,500.00	2,525.00	-25.00
2,285.000	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR NEW SYMBOL CIG, CUSIP 204409601	<input checked="" type="checkbox"/>	05/29/09	09/11/12	37,980.64	22,072.60	15,908.04
465.000	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR NEW SYMBOL CIG, CUSIP 204409601	<input checked="" type="checkbox"/>	05/29/09	09/18/12	6,431.83	4,491.80	1,940.03

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 CHICAGO IL 60606-4650

Schedule of Realized Gains and Losses (cont)

Long Term (cont)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1,375.000	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR NEW SYMBOL CIG, CUSIP 204409601	<input checked="" type="checkbox"/>	09/28/09	09/18/12	19,018.84	15,009.10	4,009.74
1,500.000	EBAY INC SYMBOL EBAY, CUSIP 278642103	<input checked="" type="checkbox"/>	11/05/08	09/10/12	73,368.90	23,125.80	50,243.10
150,000.000	GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTE 5.875% DUE 02/15/2012 ORIGINAL COST 152,772.00, PREMIUM AMORTIZED 2,772.00, ORIGINAL PRICE 101.848 CUSIP 36962GXS8	<input checked="" type="checkbox"/>	04/30/09	02/15/12	150,000.00	150,000.00	0.00
22,000.000	HOST MARRIOTT L.P. P/C 08/27/12 @ 101.063000 6.375% DUE 00/00/0000 ORIGINAL COST 22,302.50, PREMIUM AMORTIZED 236.04, ORIGINAL PRICE 101.375 CUSIP 44108EAY4	<input checked="" type="checkbox"/>	08/18/10	08/27/12	22,233.86	22,066.46	167.40
13,000.000	HOST MARRIOTT L.P. SENIOR NOTE 6.375% DUE 03/15/2015 ORIGINAL COST 13,178.75, PREMIUM AMORTIZED 40.56, ORIGINAL PRICE 101.375 CUSIP 44108EAY4	<input checked="" type="checkbox"/>	08/18/10	09/05/12	13,138.19	13,138.19	0.00
388.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	07/02/12	8,826.80	9,457.50	-630.70
112.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	07/02/12	2,547.94	2,730.00	-182.06
400.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	07/25/12	10,199.77	9,750.00	449.77
50.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	07/31/12	1,274.97	1,218.75	56.22
50.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	08/01/12	1,274.97	1,218.75	56.22
100.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	11/26/12	1,799.95	2,437.50	-637.55
100.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	11/26/12	1,799.95	2,437.50	-637.55
51.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	11/26/12	917.97	1,243.13	-325.16
50.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	11/26/12	899.97	1,218.75	-318.78
699.000	MARINE PETROLEUM TRUST UBI SYMBOL MARPS, CUSIP 568423107	<input checked="" type="checkbox"/>	10/10/02	12/04/12	10,974.05	17,038.13	-6,064.08
250,000.000	MIDAMERICAN ENERGY HOLDINGS CO NEW SENIOR NOTE	<input checked="" type="checkbox"/>	03/26/09	10/01/12	250,000.00	250,000.00	0.00

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Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	5.875% DUE 10/01/2012 ORIGINAL COST 259,380.00, PREMIUM AMORTIZED 9,380.00, ORIGINAL PRICE 103.752 CUSIP 59562VAF4						
25,000.000	PORT OAKLAND CALIF REV SER M SENIOR LIEN REV 2002 M 4.000% DUE 11/01/2012 ORIGINAL COST 25,731.75, PREMIUM AMORTIZED 731.75, ORIGINAL PRICE 102.920 CUSIP 735000EA5	<input checked="" type="checkbox"/>	04/30/04	11/01/12	25,000.00	25,000.00	0.00
25,000.000	SONOMA CNTY CALIF WTR AGY WTR REV SER A 4.000% DUE 07/01/2013 ORIGINAL COST 25,378.50, PREMIUM AMORTIZED 128.50, ORIGINAL PRICE 101.490 CUSIP 835577ER4	<input checked="" type="checkbox"/>	04/23/07	07/23/12	25,250.00	25,250.00	0.00
	Long-Term Subtotal				692,938.60	629,203.96	63,734.64
Total Gains and Losses					940,310.75	881,249.27	59,061.48

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LESS: BOND PREMIUM AMORTIZATION	-20,186.	0.	-20,186.
LESS: BOND PREMIUM AMORTIZATION - TAX EXEMPT	-83.	0.	-83.
LESS: ACCRUED PURCHASE INTEREST	-12,355.	0.	-12,355.
ONEOK PARTNERS - INTEREST	5.	0.	5.
RBC CAPITAL MARKETS, LLC - CORP BOND INTEREST	163,716.	0.	163,716.
RBC CAPITAL MARKETS, LLC - DIVIDENDS	138,427.	4,577.	133,850.
RBC CAPITAL MARKETS, LLC - TAX EXEMPT INTEREST	2,061.	0.	2,061.
RBC CAPITAL MARKETS, LLC - US TREAS INTEREST	6,510.	0.	6,510.
RBC CAPITAL MARKETS, LLC - US TREAS OID INTEREST	7,319.	0.	7,319.
SECTION 1276 INTEREST	146.	0.	146.
TOTAL TO FM 990-PF, PART I, LN 4	285,560.	4,577.	280,983.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES - MARINE PETROLEUM TRUST	2,580.	2,580.	
TC PIPELINES - BUSINESS INCOME	327.	327.	
ONEOK PARTNERS - BUSINESS INCOME	-992.	-992.	
ONEOK PARTNERS - SECTION 1231	-68.	-68.	
NONTAXABLE DISTRIBUTIONS	19,800.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	21,647.	1,847.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,537.	0.		9,537.
TO FORM 990-PF, PG 1, LN 16B	9,537.	0.		9,537.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	60,945.	60,945.		0.
TO FORM 990-PF, PG 1, LN 16C	60,945.	60,945.		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 TAXES	5,513.	5,513.		0.
FEDERAL TAXES	7,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	12,513.	5,513.		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
INSURANCE	19,026.	4,757.		14,269.
ONEOK PARTNERS - NONDEDUCTIBLE EXPENSES	21.	0.		0.
RBC CAPITAL MARKETS, LLC - ADR FEES	1,131.	1,131.		0.
MISCELLANEOUS FEES	88.	0.		88.

SEDGE PLITT CHARITABLE TRUST III

35-6739620

MARINE PETROLEUM TRUST
EXPENSES

	183.	183.	0.
TO FORM 990-PF, PG 1, LN 23	20,449.	6,071.	14,357.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
ONEOK PARTNERS - TAX/BOOK RECONCILIATION	14,026.
TC PIPELINES - TAX/BOOK RECONCILIATION	3,061.
TOTAL TO FORM 990-PF, PART III, LINE 3	17,087.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
NONTAXABLE DISTRIBUTIONS NOT RECORDED ON BOOKS	19,800.
CAPITAL GAIN ON SALE OF COMMODITY TRUSTS NOT RECORDED ON BOOKS	128.
CAPITAL GAIN ON SALE OF 2,200 SHS TC PL NOT RECORDED ON BOOKS	61,909.
TOTAL TO FORM 990-PF, PART III, LINE 5	81,837.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY INFLATION-INDEXED NOTES, 200,000 FACE, 1.875%	X		242,669.	255,947.
US TREASURY INFLATION-INDEXED NOTES, 75,000 FACE, 2.000%	X		93,919.	96,893.
RBC CAPITAL MARKETS, LLC - MUNICIPAL BONDS (SEE ATTACHED SCHEDULE)		X	0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS			336,588.	352,840.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			336,588.	352,840.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RBC CAPITAL MARKETS, LLC - CORPORATE EQUITIES (SEE ATTACHED SCHEDULE)	2,684,544.	4,148,347.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,684,544.	4,148,347.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RBC CAPITAL MARKETS, LLC - CORPORATE BONDS (SEE ATTACHED SCHEDULE)	3,019,243.	3,189,497.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,019,243.	3,189,497.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 8B STATEMENT 12

EXPLANATION

THERE ARE NO STATE FILING REQUIREMENTS.

Sedge Plitt Charitable Trust III

EIN: 35-6739620

Domestic Equities

US Common Stocks

		2011	2012	2012
Description	Shares	Cost Basis	Cost Basis	Market Value
Abbott Laboratories	1,500 00	61,771 57	61,771 57	98,250 00
Apple Inc	180 00	69,303 59	69,303 59	95,791 12
Bank of America Corp	6,000 00	0 00	58,853 40	69,660 00
Baxter International	1,800 00	44,225 00	44,225 00	119,988 00
Becton Dickinson & Co	300 00	23,566 95	23,566 95	23,457 00
Berkshire Hathaway, Cl B	1,800 00	105,354 00	105,354 00	161,460 00
Centerpoint Energy Inc	2,500 00	36,873 50	36,873 50	48,125 00
Chevron Corp	1,300 00	47,087 00	47,087 00	140,582 00
Coca Cola Co	2,000 00	47,589 32	47,589 32	72,500 00
Colgate Palmolive Co	500 00	38,634 25	38,634 25	52,270 00
Costco Wholesale Corp	2,000 00	67,730 00	67,730 00	197,460 00
Ebay	0 00	23,125 80	0 00	0 00
General Electric	4,000 00	137,378 80	137,378 80	83,960 00
Google Inc, Cl A	60 00	19,603 58	19,603 58	42,442 80
HJ Heinz	1,500 00	51,127 50	51,127 50	86,520 00
International Business Machines Corp	400 00	0 00	80,580 60	76,620 00
Ishares Trust	1,000 00	54,500 00	54,500 00	86,360 00
Johnson and Johnson	1,500 00	96,914 95	96,914 95	105,150 00
Kellogg	2,000 00	70,208 00	70,208 00	111,700 00
Marine Petroleum Trust	0 00	48,750 00	0 00	0 00
McDonalds Corp	2,000 00	40,004 00	40,004 00	176,420 00
Microsoft Corp	2,600 00	72,744 40	72,744 40	69,445 22
Pepsico Inc	500 00	32,179 25	32,179 25	34,215 00
Procter & Gamble Co	500 00	31,544 95	31,544 95	33,945 00
Qualcomm Inc	600 00	0 00	36,917 67	37,115 76
Sysco Corp	2,000 00	58,952 40	58,952 40	63,320 00
United Parcel Service	1,900 00	131,440 40	131,440 40	140,087 00
Wal-Mart Stores Inc	1,200 00	63,473 70	63,473 70	81,876 00
Yum Brands	1,000 00	40,604 00	40,604 00	66,400 00
Zimmer Holdings Inc	1,000 00	53,577 50	53,577 50	66,660 00
SPDR Gold Trust Gold Shares	200 00	16,313 86	16,313 86	32,404 08
		1,584,578 27	1,689,054 14	2,474,183 98

Investment in Partnerships

TC Pipelines	0 00	73,191 00	0 00	0 00
Oneok Partners	5,000 00	97,652 00	97,652 00	269,950 00
		170,843 00	97,652 00	269,950 00

International Equities

Anheuser-Busch InBev SA	1,000 00	57,499 40	57,499 40	87,410 00
Canadian Pacific Railway	250 00	11,678 90	11,678 90	25,405 00
China Mobile Limited Sponsored ADR	1,800 00	85,691 00	96,852 50	117,440 00
Grupo Modelo SA	500 00	0 00	33,393 00	44,644 50
Cemig - Sponsored ADR	0 00	41,573 50	0 00	0 00
Nestle SA-Sponsored ADR	5,000 00	137,640 00	137,640 00	325,560 00
Philippine Long Distance Telephone Co	1,000 00	51,243 60	51,243 60	61,310 00
Power Assets Holdings	10,100 00	44,200 00	44,200 00	86,264 10
Royal Dutch Shell Plc	500 00	0 00	33,289 25	34,475 00
SabMiller PLC Sponsored ADR	1,000 00	28,350 00	28,350 00	45,920 00
Unilever	2,250 00	42,088 50	42,088 50	85,207 50
Vodafone Group	2,625 00	71,180 00	71,180 00	66,123 75
Wal-Mart De Mexico	3,600 00	25,410 00	25,410 00	116,931 60
YPF Sociedad Anonima	0 00	20,692 30	0 00	0 00
		617,247 20	632,825 15	1,096,691 45

US Preferred Stocks

Apartment Invt & Mgmt Co Preferred Stk	0 00	30,300 00	0 00	0 00
Constellation Energy Group Inc 8 625%	2,800 00	74,620 00	74,620 00	71,484 00
Surgutneftegaz Sponsored ADR	12,500 00	47,640 00	47,640 00	81,637 50
		152,560 00	122,260 00	153,121 50

Other Stock Holdings

Templeton Global Income Fund	10,000 00	89,044 00	89,044 00	94,400 00
Strategic Hotels & Resorts Inc	2,400 00	0 00	53,708 69	60,000 00
		89,044 00	142,752 69	154,400 00

Totals

2,614,272 47

2,684,543 98

4,148,346.93

Sedge Plitt Charitable Trust III

EIN: 35-6739620

Corporate Bonds

Description	Face	2011	2012	2012
		Cost Basis	Cost Basis	Market Value
General Electric Cap Corp, 5 875%	0 00	150,092 05	0 00	0 00
Midamerican Energy Holdings, 5 875%	0 00	252,073 38	0 00	0 00
Telefonica Emisiones SA 5 855%	100,000 00	101,665 91	100,108 63	100,350 00
General Mills Inc, 5 250%	250,000 00	253,737 79	251,447 33	257,282 50
Ford Motor Credit Co, 7 000%	200,000 00	205,034 14	202,184 36	209,020 00
Wellpoint Inc, 6 000%	100,000 00	100,146 88	100,077 76	105,837 00
American Intl Group Inc 4 250%	100,000 00	99,173 00	99,173 00	105,340 00
Energy Transfer Partners, 5 950%	100,000 00	107,984 95	105,465 70	109,585 00
Host Marriott Partners, 6 375%	0 00	35,231 42	0 00	0 00
Vornado Realty Trust, 4 250%	150,000 00	154,028 49	152,834 55	158,551 50
Kansas City Southn RY CO 8 000%	0 00	132,223 36	0 00	0 00
Bank Amer Corp 4 750%	175,000 00	178,022 20	177,212 16	188,860 00
Entergy Corp New, 3 625%	250,000 00	252,685 66	251,990 88	261,622 50
AES Corp, 7 750%	200,000 00	200,855 85	200,569 39	224,500 00
Kinder Morgan Finance Corp 5 700%	100,000 00	0 00	106,014 90	109,313 00
Petrobras Intl Fin CO 3 875%	100,000 00	101,699 24	101,301 11	105,500 00
Telefonica Emisiones SA 3 992%	100,000 00	0 00	104,199 39	104,050 00
Sprint Nextel Corp 6 000%	100,000 00	0 00	109,405 58	108,750 00
Goldman Sachs Group, 5 625%	150,000 00	155,300 03	154,206 06	164,577 00
AES Corp, 8 000%	100,000 00	0 00	109,055 30	115,500 00
Leucadia Natl Corp 7 125%	0 00	101,435 81	0 00	0 00
Zunch Reins Centre Hldgs, 7 125%	40,000 00	29,600 00	29,600 00	46,992 80
Wachovia Cap Tr III 5 800%	250,000 00	0 00	234,050 00	248,750 00
General Electric Cap Corp, 6 250%	200,000 00	0 00	205,000 00	217,796 00
Enterprise Prods Oper, 7 034%	150,000 00	68,950 00	154,850 00	171,750 00
Countrywide Preferred Stk	3,000 00	70,496 70	70,496 70	75,570 00
Totals:		2,750,436 86	3,019,242.80	3,189,497 30

Municipal Bonds

Description	Face	2011	2012	2012
		Cost Basis	Cost Basis	Market Value
Port Oakland Calif Rev Ser M 4 000%	0 00	25,082 68	0 00	0 00
Sonoma Cnty Calif Wtr Agy Water 4 000%	0 00	25,103 80	0 00	0 00
Totals		50,186 48	0.00	0 00

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) - You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions SEDGE PLITT CHARITABLE TRUST III	Employer identification number (EIN) or 35-6739620
	Number, street, and room or suite no. If a P.O. box, see instructions C/O HOWARD STONE, ONE SOUTH WACKER DR., NO. 800	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHICAGO, IL 60606	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

HOWARD STONE

- The books are in the care of ► **ONE SOUTH WACKER DRIVE, SUITE 800 - CHICAGO, IL 60606**

Telephone No ► **(312) 634-3400**

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2012** or
► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	14,050.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	6,050.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	8,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	SEDGE PLITT CHARITABLE TRUST III	35-6739620
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	C/O HOWARD STONE, ONE SOUTH WACKER DR., NO. 800	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	CHICAGO, IL 60606	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

HOWARD STONE

- The books are in the care of **ONE SOUTH WACKER DRIVE, SUITE 800 - CHICAGO, IL 60606**

Telephone No. **(312) 634-3400**

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013**

5 For calendar year **2012**, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETED AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	6,848.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	14,050.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ***John P. Stone*** Title

Date **8/8/13**

Form 8868 (Rev. 1-2013)