See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

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 , 2012, and ending , 20

Name of foundation: The Triple EEE Foundation

A Employer identification number: 36 389 7724

Number and street (or P.O. box number if mail is not delivered to street address): 134 Burr Oak Ct

Room/suite:

B Telephone number (see instructions): 847 945 7576

City or town, state, and ZIP code: Deerfield IL 60015

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 702,917

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

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

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

	Line	Description	(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 ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	20,577	20,577		
	4	Dividends and interest from securities	4,075	4075		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	0			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			3001	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) See Sch 1	200	200		
	12	**Total.** Add lines 1 through 11	24852	24852	3001	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) See Sch 1	2225			2225
	17	Interest				
	18	Taxes (attach schedule) (see instructions) See Sch 1	1200			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	6893			6893
	22	Printing and publications				
	23	Other expenses (attach schedule) See Sch 1	2189			2189
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12507			11307
	25	Contributions, gifts, grants paid	17888			17888
	26	**Total expenses and disbursements.** Add lines 24 and 25	30395			29195
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	5543			
	b	**Net investment income** (if negative, enter -0-)		24852		
	c	**Adjusted net income** (if negative, enter -0-)			3001	

RECEIVED
OGDEN, UT

For Paperwork Reduction Act Notice, see instructions. Cat. No. 11289X Form **990-PF** (2012)

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	14141	5597	5597
	2 Savings and temporary cash investments	61099	183193	183193
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	196836	192386	187556
	c Investments—corporate bonds (attach schedule)	383638	270081	306571
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ PRI)	10000	20,000	20,000
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	665714	671,257	702,917
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	665714	671257	
	30 **Total net assets or fund balances** (see instructions)	665714	671257	
	31 **Total liabilities and net assets/fund balances** (see instructions)	665714	671257	

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	665714
2	Enter amount from Part I, line 27a	2	5543
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	671257
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	671257

36 389 7224

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 Sch D-1 and D-2			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	8996
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	5205

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))
2010	29328	675565	.04341
2009	24130	633519	.03809
2008	20922	335399	.06237
2007	12921	202648	.06376
2006	11101	196351	.05654

2	Total of line 1, column (d)	2	.26417
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	.05283
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	690,885
5	Multiply line 4 by line 3	5	36,502
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	347
7	Add lines 5 and 6	7	36,849
8	Enter qualifying distributions from Part XII, line 4	8	39,293

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	347
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	347
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	347
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1200		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	1200
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	853
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 853 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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		X
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) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (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

36038917224

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶

14 The books are in care of ▶ Floyd S. Keene Telephone no. ▶ 847 945 7576
Located at ▶ 134 Burr Oak Ct Deerfield IL ZIP+4 ▶ 60015

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	NA	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b	NA	
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?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	NA	

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
Floyd S. Keene	Pres Treas Director	0	0	0
Shari L Keene	VP Secy Director	0	0	0
Andrew R Keene	Exec VP Director	0	0	0

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

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

Total number of other employees paid over $50,000 ▶

363897224

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 Lakeside Congregation	10,000
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	10,000

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	546150
b	Average of monthly cash balances	1b	143477
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	689626
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	689626
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	10344
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	679282
6	**Minimum investment return.** Enter 5% of line 5	6	33964

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	33964
2a	Tax on investment income for 2012 from Part VI, line 5	2a	249		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	249
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	33715
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	33715
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	33715

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	29195
b	Program-related investments—total from Part IX-B	1b	10000
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	39195
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	39195

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.

3638497224

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				33715
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only				
b	Total for prior years: 20___,20___,20___				
3	Excess distributions carryover, if any, to 2012:				
a	From 2007				
b	From 2008 . . . 1880				
c	From 2009				
d	From 2010				
e	From 2011 . . . 5096				
f	**Total** of lines 3a through e	6976			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 39195				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2012 distributable amount				33715
e	Remaining amount distributed out of corpus	5480			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	12,456			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions				
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	12,456			
10	Analysis of line 9:				
a	Excess from 2008 . . . 1880				
b	Excess from 2009				
c	Excess from 2010				
d	Excess from 2011 . . . 5096				
e	Excess from 2012 . . . 5480				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

Floyd S. Keene Andrew R. Keene

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

NA

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

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

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

NA

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

NA

c Any submission deadlines:

NA

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

NA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Sch 3			All contributions were made for the unrestricted use of the charity	
Total . . . . . ▶ 3a				17,888
b *Approved for future payment*				
Total . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	20577	
4 Dividends and interest from securities			14	4075	
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					
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)				24652	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 24652

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

3638972224

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

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

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

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

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.

Floyd A. Keane | 7/18/13 | President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Printed on recycled paper

SCH 1 36 389 7224

	PER BOOKS	CHAR PURPOSE
PART 1 LINE 11		
PRI INCOME	200	200
PART 1 LINE 16c		
INVESTMENT ADVISO	2225	2225
PART 1 LINE 18		
IRS	1200	
PART 1 LINE 23		
ASSOC DUES	1425	1425
FILING FEES	25	25
SUPPIES	694	694
POSTAGE	45	45
	2189	2189

SCH 2 36389 7224

	BK VALUE LISTED AT COST EOY 2011	BK VALUE LISTED AT COST EOY 2012	FAIR MKT VAL FAIR MKT VALUE EOY 2012
STOCKS			
BRDSF	1870	1870	1
MGAFF	5663	5663	110
TUEFF	1120	1120	1045
PNPFF	6206	6206	688
PRBLX	30387	0	0
UTREF	55	55	28
BCS	9190	9190	22040
GS	16052	0	0
MU	6619	0	0
MOS	10000	0	0
POT	37589	0	0
SPY	32058	0	0
BCS P	19135	0	0
BCS PC	20892	0	0
INTC	0	43500	39110
MSFT	0	56810	56261
SPY	0	67972	68273
STOCK TOTALS	196836	192386	187556
CORP BONDS			
LA SALLE	29855	0	0
SUNTR	66830	0	0
MS NOTE	35000	35000	33381
GNMA	43265	0	0
GNMA	5130	5130	5075
GNMA	25630	25630	25360
GNMA	32975	24075	28205
GNMA	49130	49130	50448
CWIDE	10922	388	388
CWMBS	17268	4603	8848
CITIGRP	28423	22734	41430
JP MORGAN	17654	13746	19216
GSR	21556	4757	9655
GS		31878	32024
C-R		17542	17409
C-E		10378	10312
CFC-A		25090	24820
CORP BOND TOTALS	383638	270081	306571

3638972224

SCH 3

LAKESIDE CONG	**1462**
CHICAGO FOOD DEPOSITORY	**2000**
ASSOC. OF SMALL FOUNDATIONS	**5573**
YOUTH GUIDANCE	**2900**
SO. POVERTY LAW CENTER	**2000**
EAST VILLAGE YOUTH PGM	**1033**
MS SOCY	**300**
ADL	**320**
CHICAGO DONORS FORUM	**250**
RESP HLTH	**50**
BEND THE ARK	**250**
PLANNED PARENTHOOD	**1250**
CANINE THERAPY	**500**
TOTAL	17888

36 3897224

SCH D SUMMARY OF SCHS D-1 THRU D-5

	proceeds	basis	gain/loss	
SCH D-1	80167	80878	(711)	SHORT TERM
SCH D-2	122152	122689	(537)	SHORT TERM
SCH D-3	96000	96685	(685)	LONG TERM
SCH D-4	314468	310219	4249	SHORT TERM
SCH D-5	10195	16052	(5857)	LONG TERM
S-T TOTALS	**516787**	**513786**	**3001**	
L-T TOTALS	**106195**	**112737**	**-6542**	
TOTAL	**622982**	**626523**	**(3541)**	

ALL ACQUIRED BY PURCHASE
NO DEPRECIATION ALLOWED

p1

STIFEL NICOLAUS
ONE FINANCIAL PLAZA
501 NORTH BROADWAY
ST. LOUIS, MO 63102

36 389 7224

2012 CONSOLIDATED FORM 1099
ORIGINAL 02/08/2013

p2

PAYER INFORMATION:		
STIFEL, NICOLAUS & COMPANY, INCORPORATED		
FEDERAL ID NO:	43-0538770	
F.A.	ACCOUNT	PAGE
ML43	4845-9326	8 of 30
TAXPAYER ID:	36-3897224	

THE TRIPLE EEE FOUNDATION
FLOYD S KEENE PRESIDENT

1099-B DETAIL INFORMATION

This is important tax information and is being furnished to the Internal Revenue Service (IRS). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

SALES PRICE LESS COMMISSIONS AND OPTION PREMIUMS

Gross Proceeds SHORT-TERM transactions with cost basis reported to the IRS - Report on Form 8949, Part I, with Box A checked

SCH D-1

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
PARNASSUS EQ INCM INVS CUSIP/SEC NO: 701769101	1,110.87	VARIOUS	06/26/12	$30,315.76	$30,235 81		$79.95	Sale
ROWE T GNMA CUSIP/SEC NO: 779549104	4,980.11	VARIOUS	12/12/12	$49,850 85	$50,642 40		($791.55)	Sale
Total Gross Proceeds SHORT-TERM transactions with cost basis reported to the IRS:	**6,090.98**			**$80,166.61**	**$80,878.21**	**$0.00**	**($711.60)**	

Gross Proceeds SHORT-TERM transactions with cost basis NOT reported to the IRS - Report on Form 8949, Part I, with Box B checked

SCH D2

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
GNMA 09-45WH 5.0 062039 CUSIP/SEC NO: 38374VHY8	50,000.00	02/14/12	11/20/12	$11,178.13	$12,183 13		($1,005.00)	Redemption
GNMA 10-31YB 4.5 032040 CUSIP/SEC NO: 38376XK51	40,000.00	12/22/11	07/20/12	$8,599.32	$9,004 32		($405.00)	Redemption
GNMA 10-29GB 4.5 082039 CUSIP/SEC NO: 38376XPR8	50,000.00	08/06/12	09/20/12	$50,000.00	$50,505.00		($505.00)	Redemption

STIFEL NICOLAUS
ONE FINANCIAL PLAZA
501 NORTH BROADWAY
ST. LOUIS, MO 63102

363897224

2012 CONSOLIDATED FORM 1099
ORIGINAL 02/08/2013

m
a

THE TRIPLE EEE FOUNDATION
FLOYD S KEENE PRESIDENT

PAYER INFORMATION:
STIFEL, NICOLAUS & COMPANY, INCORPORATED
FEDERAL ID NO: 43-0538770

F.A.	ACCOUNT	PAGE
ML43	4845-9326	9 of 30

TAXPAYER ID: 36-3897224

1099-B DETAIL INFORMATION (CONTINUED)

This is important tax information and is being furnished to the Internal Revenue Service (IRS). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

SALES PRICE LESS COMMISSIONS AND OPTION PREMIUMS (CONTINUED)

Gross Proceeds SHORT-TERM transactions with cost basis NOT reported to the IRS - Report on Form 8949, Part I, with Box B checked (continued)

SCH D-2

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
PARNASSUS EQ INCM INVS								
CUSIP/SEC NO: 701769101	1,880.94	VARIOUS	05/24/12	$51,500.00	$50,175.24		$1,324.76	Sale
	32.04	VARIOUS	06/26/12	$874.28	$821 14		$53.14	Sale
CUSIP/SEC NO 701769101 TOTAL:	**1,912.97**			**$52,374.28**	**$50,996.38**	**$0.00**	**$1,377.90**	
Total Gross Proceeds SHORT-TERM transactions with cost basis NOT reported to the IRS:	**141,912.97**			**$122,151.73**	**$122,688.83**	**$0.00**	**($537.10)**	

Gross Proceeds LONG-TERM transactions with cost basis NOT reported to the IRS - Report on Form 8949, Part II, with Box B checked

SCH D-3

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
LASALLE BANK 1.3 072012								
CUSIP/SEC NO: 51804GMG7	30,000.00	10/20/10	07/20/12	$30,000.00	$29,855 00		$145.00	Redemption
SUNTRUST BANK VAR 112612								
CUSIP/SEC NO: 86789VFY8	66,000.00	12/14/10	11/26/12	$66,000.00	$66,830.00		($830.00)	Redemption
Total Gross Proceeds LONG-TERM transactions with cost basis NOT reported to the IRS:	**96,000.00**			**$96,000.00**	**$96,685.00**	**$0.00**	**($685.00)**	

1410759 705380 57058 154806

(continued on backside)

p4

SCH D-4

1099-B DETAIL INFORMATION

This is important tax information and is being furnished to the Internal Revenue Service (IRS). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

SCH D-4

SALES PRICE LESS COMMISSIONS AND OPTION PREMIUMS

Gross Proceeds SHORT-TERM transactions with cost basis reported to the IRS - Report on Form 8949, Part I, with Box A checked

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
ABERDEEN ISRAEL FUND INC CUSIP/SEC NO: 00301L109	700.00	VARIOUS	08/16/12	$8,266.81	$8,386.59		($119.78)	Sale
	200 00	07/17/12	08/16/12	$2,357 94	$2,392.00		($34.06)	Sale
	900.00	06/22/12	08/16/12	$10,610.82	$10,895.36		($284.54)	Sale
	200.00	07/17/12	08/16/12	$2,355.94	$2,392.00		($36.06)	Sale
CUSIP/SEC NO 00301L109 TOTAL:	**2,000.00**			**$23,591.51**	**$24,065.95**	**$0.00**	**($474.44)**	

1410653 705327 57054 28440

(continued on backside)

p5

STIFEL NICOLAUS
ONE FINANCIAL PLAZA
501 NORTH BROADWAY
ST. LOUIS, MO 63102

THE TRIPLE EEE FOUNDATION
FLOYD S KEENE PRESIDENT
HORIZON ACCOUNT

2012 CONSOLIDATED FORM 1099
ORIGINAL 02/08/2013

PAYER INFORMATION:
STIFEL, NICOLAUS & COMPANY, INCORPORATED
FEDERAL ID NO: 43-0538770

F.A.	ACCOUNT	PAGE
ML43	1708-7711	8 of 20

TAXPAYER ID: 36-3897224

D-4

1099-B DETAIL INFORMATION (CONTINUED)

This is important tax information and is being furnished to the Internal Revenue Service (IRS). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

SALES PRICE LESS COMMISSIONS AND OPTION PREMIUMS (CONTINUED)

Gross Proceeds SHORT-TERM transactions with cost basis reported to the IRS - Report on Form 8949, Part I, with Box A checked (continued)

DESCRIPTION		QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
BARCLAYS PLC ADR									
CUSIP/SEC NO: 06738E204		1,000.00	08/19/11	01/20/12	$10,999.78	$10,139.90		$859.88	Sale
		2,000.00	04/09/12	08/09/12	$22,379.69	$27,540 00		($5,160 31)	Sale
CUSIP/SEC NO 06738E204	**TOTAL:**	**3,000.00**			**$33,379.47**	**$37,679.90**	**$0.00**	**($4,300.43)**	
BRCLY BK ADR 2 6.625%									
CUSIP/SEC NO: 06739F390		1,000.00	12/23/11	01/05/12	$20,149.61	$19,135.00		$1,014.61	Sale
BRCLY SER 4 ADS 7.75 PER									
CUSIP/SEC NO: 06739H511		1,000.00	12/20/11	01/04/12	$22,049.57	$20,892.30		$1,157.27	Sale
FRONTIER COMMS CORP									
CUSIP/SEC NO: 35906A108		4,700.00	05/04/12	08/01/12	$20,116.01	$18,133.94		$1,982.07	Sale
		100.00	05/04/12	08/01/12	$431 99	$385 82		$46.17	Sale
CUSIP/SEC NO 35906A108	**TOTAL:**	**4,800.00**			**$20,548.00**	**$18,519.76**	**$0.00**	**$2,028.24**	
GOLDMAN SACHS GROUP INC									
CUSIP/SEC NO: 38141G104		100.00	05/18/12	10/19/12	$9,999.77	$9,731.99		$267.78	Sale
MICROSOFT CORP									
CUSIP/SEC NO: 594918104		1,000.00	10/23/12	12/18/12	$27,369.48	$28,109.90		($740.42)	Sale
MICRON TECHNOLOGY INC									
CUSIP/SEC NO: 595112103		1,000.00	08/04/11	01/05/12	$7,200.16	$6,618.80		$581.36	Sale
MOSAIC COMPANY NEW									
CUSIP/SEC NO: 61945C103		200.00	09/30/11	02/22/12	$11,783.80	$10,000.00		$1,783.80	Sale
POTASH CORP SASK INC									
CUSIP/SEC NO: 73755L107		800 00	VARIOUS	01/17/12	$36,399.30	$34,489.00		$1,910.30	Sale
SPDR S&P 500 ETF									
CUSIP/SEC NO: 78462F103		300 00	VARIOUS	12/20/12	$40,199 09	$40,682.97		($483.88)	Sale
		200.00	05/17/12	12/20/12	$27,599.38	$26,489.98		$1,109.40	Sale
CUSIP/SEC NO 78462F103	**TOTAL:**	**500.00**			**$67,798.47**	**$67,172.95**	**$0.00**	**$625.52**	

363897224

9c

STIFEL NICOLAUS
ONE FINANCIAL PLAZA
501 NORTH BROADWAY
ST. LOUIS, MO 63102

THE TRIPLE EEE FOUNDATION
FLOYD S KEENE PRESIDENT
HORIZON ACCOUNT

2012 CONSOLIDATED FORM 1099
ORIGINAL 02/08/2013

PAYER INFORMATION:		
STIFEL, NICOLAUS & COMPANY, INCORPORATED		
FEDERAL ID NO:	43-0538770	
F.A.	**ACCOUNT**	**PAGE**
ML43	1708-7711	9 of 20
TAXPAYER ID:	36-3897224	

1099-B DETAIL INFORMATION (CONTINUED)

This is important tax information and is being furnished to the Internal Revenue Service (IRS). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

SALES PRICE LESS COMMISSIONS AND OPTION PREMIUMS (CONTINUED)

Gross Proceeds SHORT-TERM transactions with cost basis reported to the IRS - Report on Form 8949, Part I, with Box A checked (continued)

D-4

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED	GAIN/(LOSS)	ACTIVITY
SPDR DJ INDL AVG ETF CUSIP/SEC NO: 78467X109	300.00	09/19/11	01/19/12	$34,199.34	$33,803.91		$395.43	Sale
Total Gross Proceeds SHORT-TERM transactions with cost basis reported to the IRS:	**15,700.00**			**$314,468.48**	**$310,219.46**	**$0.00**	**$4,249.02**	

Gross Proceeds LONG-TERM transactions with cost basis reported to the IRS - Report on Form 8949, Part II, with Box A checked

D-5

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST BASIS	WASH SALE (LOSS) DISALLOWED)	GAIN/(LOSS	ACTIVITY
GOLDMAN SACHS GROUP INC CUSIP/SEC NO: 38141G104	100.00	03/10/11	07/27/12	$10,194.77	$16,051.99		($5,857.22)	Sale
Total Gross Proceeds LONG-TERM transactions with cost basis reported to the IRS:	**100.00**			**$10,194.77**	**$16,051.99**	**$0.00**	**($5,857.22)**	

TOTAL SALES PRICE LESS COMMISSIONS AND OPTION PREMIUMS (BOX 2A) **$324,663.25**

****

1410655 705328 57054 28440

(continued on backside)