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 01-01-2012 , and ending 12-31-2012

Name of foundation
THERKILDSEN CHARITABLE FOUNDATION
CO PIERCE RIESBECK & ASSOCIATES LLP

A Employer identification number
36-4157275

Number and street (or P O box number if mail is not delivered to street address) Room/suite
485 SOUTH FRONTAGE ROAD

B Telephone number (see instructions)
(630) 323-0340

City or town, state, and ZIP code
BURR RIDGE, IL 60527

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)* ▶$ 913,869

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	33	33		
	4	Dividends and interest from securities	33,305	33,305		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-76,726			
	b	Gross sales price for all assets on line 6a 1,025,252				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain			4,522	
	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)				
	12	**Total.** Add lines 1 through 11	-43,388	33,338	4,522	
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)	1,185			1,185
	c	Other professional fees (attach schedule)	7,112	7,112		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,154	3,139		15
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,451	10,251		1,200
	25	Contributions, gifts, grants paid	11,610			11,610
	26	**Total expenses and disbursements.** Add lines 24 and 25	23,061	10,251		12,810
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-66,449			
	b	**Net investment income** (if negative, enter -0-)		23,087		
	c	**Adjusted net income** (if negative, enter -0-)			4,522	

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	23,527	913,869	913,869
	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 page 15 of the 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)	945,694		
	c	Investments—corporate bonds (attach schedule)			
	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 ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	969,221	913,869	913,869
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)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **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	969,221	913,869	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	969,221	913,869	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	969,221	913,869	

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	969,221
2	Enter amount from Part I, line 27a	2	-66,449
3	Other increases not included in line 2 (itemize) ▶	3	11,097
4	Add lines 1, 2, and 3	4	913,869
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	913,869

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)
1 a	WELLS FARGO ACCT *1955 LT	P	2001-01-01	2012-12-31
b	WELLS FARGO ACCT *1955 LT	P	2001-01-01	2012-12-31
c	WELLS FARGO ACCT *1955 ST	P	2012-04-19	2012-04-19
d	WELLS FARGO ACCT *1955 ST	P	2012-01-01	2012-12-31
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	681,632		767,133	-85,501
b	182,811		178,558	4,253
c	1			1
d	160,808		156,287	4,521
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				-85,501
b				4,253
c				1
d				4,521
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	-76,726
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	4,522

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 page 18 of 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	78,092	948,123	0 08237
2010	153,970	913,541	0 16854
2009	46,998	795,973	0 05905
2008	54,490	1,149,743	0 04739
2007	96,281	1,592,419	0 06046

2	**Total** of line 1, column (d).	2	0 41781
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 08356
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	863,129
5	Multiply line 4 by line 3.	5	72,124
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	231
7	Add lines 5 and 6.	7	72,355
8	Enter qualifying distributions from Part XII, line 4.	8	12,810

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 page 18 of the 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	462
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	462
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	462
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	787		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	787
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	325
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 325	**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		No
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		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶PIERCE RIESBECK & ASSOCIATES Telephone no ▶(630) 323-0340

Located at ▶485 S FRONTAGESUITE 310 BURR RIDGE IL ZIP +4 ▶60527

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		No

See 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 page 20 of the instructions)?	1b		No
	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		No
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		No
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		**No**
	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**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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
DEBRA PETERSON 40W818 CAMPTON MEADOW ELBURN, IL 60119	Trustee 0 00	0		
DEANNE L PROCHNOW RR1 BOX 123A BLOOMINGTON, IL 61704	Trustee 0 00	0		
JOYCE A THERKILDSEN 1845 N BRAYMORE BARRINGTON, IL 60010	Trustee 0 00	0		
CHARLES G THERKILDSEN 1845 N BRAYMORE BARRINGTON, IL 60010	Trustee 0 00	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 ▶

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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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	749,894
b	Average of monthly cash balances	1b	126,379
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	876,273
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	
3	Subtract line 2 from line 1d	3	876,273
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,144
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	863,129
6	**Minimum investment return.** Enter 5% of line 5	6	43,156

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	43,156
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 462		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	462
3	Distributable amount before adjustments Subtract line 2c from line 1	3	42,694
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	42,694
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	42,694

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	12,810
b	Program-related investments—total from Part IX-B	1b	
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	12,810
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	12,810

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				42,694
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. 22,088				
b From 2008.				
c From 2009. 7,553				
d From 2010. 110,583				
e From 2011. 31,152				
f **Total** of lines 3a through e.	171,376			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 12,810				
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).	0			
d Applied to 2012 distributable amount.				12,810
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	29,884			29,884
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	141,492			
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				0
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	141,492			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . . 110,340				
d Excess from 2011. . . . 31,152				
e Excess from 2012. . . .				

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 organization 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 organization 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))

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				11,610
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	33	
4 Dividends and interest from securities. . . .			14	33,305	
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					-76,726
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). .				33,338	-76,726

13 **Total.** Add line 12, columns (b), (d), and (e). **13** -43,388

(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)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2013-05-08 | ******

Signature of officer or trustee | Date | 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	Preparer's Signature	Date	Check if self-employed ☐	PTIN
John L Riesbeck CPA	John L Riesbeck CPA			P00234844

Firm's name ▶ PIERCE RIESBECK & ASSOCIATES | Firm's EIN ▶

Firm's address ▶ 16W485 S FRONTAGE RD STE 310 BURR RIDGE, IL 605277110 | Phone no (630) 323-0340

Form 990PF Part XV Line 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*				
DELTA DELTA DELTA - OMEGA DELTA 302 ASH AVENUE AMES,IA 50014	N/A	PUBLIC	CHARITABLE CONTRIBUTION	500
TEEN MOTHER CHOICES INC PO BOX 132 WADSWORTH,IL 60083	N/A	PUBLIC	CHARITABLE CONTRIBUTION	260
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DR RESTON,VA 20190	N/A	PUBLIC	CHARITABLE CONTRIBUTION	200
AMERICAN CANCER SOCIETY 1801 MEYERS RD STE 100 OAK BROOK TERRACE,IL 60181	N/A	PUBLIC	CHARITABLE CONTRIBUTION	200
SUNCOAST SEABIRD SANCTUARY 18328 GULF BOULEVARD INDIAN SHORES,FL 33785	N/A	PUBLIC	CHARITABLE CONTRIBUTION	10,200
KOMEN DENVER RACE FOR THE CURE 1835 FRANKLIN STREET DENVER,CO 80218	N/A	PUBLIC	CHARITABLE CONTRIBUTION	250
Total . . . . ▶ **3a**				11,610

TY 2012 Accounting Fees Schedule

Name: THERKILDSEN CHARITABLE FOUNDATION
CO PIERCE RIESBECK & ASSOCIATES LLP

EIN: 36-4157275

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	1,185	0	0	1,185

TY 2012 General Explanation Attachment

Name: THERKILDSEN CHARITABLE FOUNDATION
CO PIERCE RIESBECK & ASSOCIATES LLP

EIN: 36-4157275

Software ID: 12000229

Software Version: 2012v2.0

Identifier	Return Reference	Explanation
	Part VII-A Statements Regarding Activities	The foundation complied with the public inspection requirements for its annual returns and exemption application Question 13

Identifier	Return Reference	Explanation
	Part IV Lines 1a-1d, 2, and 3	Capital Gains and Losses for Tax on Investment Income

TY 2012 Other Increases Schedule

Name: THERKILDSEN CHARITABLE FOUNDATION
CO PIERCE RIESBECK & ASSOCIATES LLP

EIN: 36-4157275

Software ID: 12000229

Software Version: 2012v2.0

Description	Amount
TIMING DIFFERENCE NET CASH TRANSFER - CLOSED ACCOUNT	11,097

TY 2012 Other Professional Fees Schedule

Name: THERKILDSEN CHARITABLE FOUNDATION
CO PIERCE RIESBECK & ASSOCIATES LLP

EIN: 36-4157275

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	7,070	7,070	0	0
ADR FEES	42	42	0	0

TY 2012 Taxes Schedule

Name: THERKILDSEN CHARITABLE FOUNDATION
CO PIERCE RIESBECK & ASSOCIATES LLP
EIN: 36-4157275
Software ID: 12000229
Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ILLINOIS CHARITY BUREAU	15			15
FOREIGN TAXES PAID	3,139	3,139		

RIESBECK PIERCE & ASSOCIATES
foundation

ADORDERNUMBER: 0000303119-01
PO NUMBER: foundation
AMOUNT: $25 00
NO OF AFFIDAVITS: 1

LEGAL NOTICE
FOUNDATION NOTICE

The annual return of the Therkildsen Charitable Foundation required to be filed by the Internal Revenue Code is available for inspection, on request by any citizen, for a period of 180 days following the publication of this notice, during regular business hours at the principal office of the Foundation. Requests for examination should be directed to the principal manager of the Foundation Pierce, Riesbeck & Associates LLP, 485 South Frontage Road, Suite 310, Burr Ridge, Illinois telephone (630) 323-0340
Pub 5/17/12 303119

Sun Times Media
Pioneer Press
Certificate of Publication

State of Illinois - County of Cook, DuPage

Pioneer Press, does hereby certify it has published the attached advertisments in the following secular newspapers All newspapers meet Illinois Compiled Statue requirements for publication of Notices per Chapter 715 ILCS 5/0 01 et seq R S 1874, P728 Sec 1, EFF July 1, 1874 Amended by Laws 1959, P1494, EFF July 17, 1959 Formerly Ill Rev Stat 1991, CH100, Pl
Note Notice appeared in the following checked positions

PUBLICATION DATE(S): 05/17/2012

THE DOINGS ZONE --- The Doings-Clarendon Hills, The Doings-Hinsdale, The Doings-Oak Brook, The Doings-LaGrange Doings, The Doings-Weekly Doings, The Doings-Western Spring Doings

IN WITNESS WHEREOF, the undersigned, being duly authorized, has caused this Certificate to be signed and notarized

By

David Fontechia
Account Manager - Public Legal Notices

Subscribed and sworn to before me this 17th Day of May 2012 A D

Catherine A. Cyncar

Notary Public

OFFICIAL SEAL
CATHERINE A CYNCAR
NOTARY PUBLIC, STATE OF ILLINOIS
KANE COUNTY
MY COMMISSION EXPIRES 11/19/2014

RIESBECK PIERCE & ASSOCIATES
16W485 S FRONTAGE RD # 310
WILLOWBROOK, IL 60527-7107

WELLS FARGO ADVISORS

2012 SUMMARY

As of Date: 2/08/13

Account Number: [redacted]

THERKILDSEN
CHARITABLE FOUNDATION
MASTERS/BRANDES
C/O PIERCE, RIESBECK & ASSOC
P O BOX 780
PALOS HEIGHTS IL 60463-0780

Your Financial Advisor :
JAY CUNNINGHAM
2056 WESTINGS AVENUE
SUITE 200
NAPERVILLE IL 60563
(800) 933-8119

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For non covered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
AEGON N V ORD AMER REG CUSIP 007924103	83 0000	6 41320	VARIOUS	12/20/12	532 29	354 42	177 87	SALE
BANCO SANTANDER BRASIL SA-ADS REPSTG 1 UNIT CUSIP 05967A107	940 0000	7 26490	11/08/12	12/20/12	6,828 85	6,420 48	408 37	SALE
BANK NEW YORK MELLON CORP CUSIP 064058100	370 0000	26 05000	04/09/12	12/20/12	9,638 28	8,617 56	1,020 72	SALE
BP PLC SPONS ADR CUSIP 055622104	200 0000	42 15010	VARIOUS	12/20/12	8,429 84	8,232 45	197 39	SALE
CANON INC ADR REP 5SHS CUSIP 138006309	135 0000	40 25530	VARIOUS	12/20/12	5,434 35	4,736 22	698 13	SALE
CARREFOUR SA SPONS ADR CUSIP 144430204	680 0000	5 01030	VARIOUS	12/20/12	3,406 96	2,551 93	855 03	SALE
CENTRAIS ELEC BRAZ COM ELBRAS ON SPON ADR SHRS CUSIP 15234Q207	360 0000	3 06320	06/25/12	12/20/12	1,102 73	2,361 53	-1,258 80	SALE
CHESAPEAKE ENERGY CORP CUSIP 165167107	685 0000	17 34450	VARIOUS	12/20/12	11,880 73	11,912 90	-32 17	SALE
CRH PLC ADR CUSIP 12626K203	845 0000	20 22500	VARIOUS	12/20/12	17,089 74	14,503 87	2,585 87	SALE
DAIICHI SANKYO CO LTD SPONSORED ADR LEVEL 1 CUSIP 23381D102	210 0000	15 49000	09/24/12	12/20/12	3,252 83	3,600 66	-347.83	SALE

2012 SUMMARY

As of Date: 2/08/13

Account Number: [redacted]

THERKILDSEN
CHARITABLE FOUNDATION
MASTERS/BRANDES
C/O PIERCE, RIESBECK & ASSOC
P O BOX 780
PALOS HEIGHTS IL 60463-0780

Your Financial Advisor :
JAY CUNNINGHAM
2056 WESTINGS AVENUE
SUITE 200
NAPERVILLE IL 60563
(800) 933-8119

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
GDF SUEZ SPON ADR CUSIP 36160B105	900 0000	20 12390	VARIOUS	12/20/12	18,111 12	21,298 89	-3,187 77	SALE
HEWLETT-PACKARD COMPANY CUSIP 428236103	430 0000	14 24240	VARIOUS	12/20/12	6,124 13	7,644 48	-1,520 35	SALE
INTEL CORP CUSIP 458140100	285 0000	20 94130	VARIOUS	12/20/12	5,968 14	6,064 79	-96 65	SALE
INTESA SANPAOLO SPON ADR CUSIP 46115H107	275 0000	10 38060	02/23/12	12/20/12	2,854 61	3,237 22	-382 61	SALE
LUKOIL OIL CO SPONS ADR RUSSIA CUSIP 677862104	200 0000	66 50100	VARIOUS	12/20/12	13,299 90	11,617 07	1,682 83	SALE
MS&AD INS GROUP HLDGS CUSIP 553491101	420 0000	9 85010	09/04/12	12/20/12	4,136 99	3,289 40	847 59	SALE
PEPSICO INCORPORATED CUSIP 713448108	80 0000	69 77720	VARIOUS	12/20/12	5,582 06	5,006 19	575 87	SALE
SAFEWAY INC NEW CUSIP 786514208	180 0000	18 08500	07/19/12	12/20/12	3,255 24	2,792 02	463 22	SALE
STATE STR CORP CUSIP 857477103	270 0000	46 38100	VARIOUS	12/20/12	12,522 60	11,252 08	1,270 52	SALE
STMICROELECTRONICS N V SHS N Y REGISTRY CUSIP 861012102	405 0000	7 09490	01/13/12	12/20/12	2,873 38	2,555 59	317 79	SALE
TAKEDA PHARMACEUTICAL CO LTD SPONSORED ADR CUSIP 874060205	110 0000	22 95000	09/25/12	12/20/12	2,524 45	2,582 67	-58 22	SALE
TE CONNECTIVITY LTD CUSIP H84989104	70 0000	37 64430	10/24/12	12/20/12	2,635 05	2,243 91	391 14	SALE

As of Date: 2/08/13

Account Number: [redacted]

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Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
TELECOM ITALIA SPA SPON ADR CUSIP 87927Y102	345 0000	9 03730	08/02/12	12/20/12	3,117 85	2,896 48	221 37	SALE
TELEFONICA S A SPON ADR CUSIP 879382208	7 0000	13 38500	06/15/12	12/20/12	93 70	87 15	6 55	SALE
TIM PARTICIPACOES S A SPONSORED ADR CUSIP 88706P205	530 0000	19 07900	VARIOUS	12/20/12	10,111 65	10,427 36	-315 71	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**160,807.47**	**156,287.32**	**4,520.15**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
AMERICA MOVIL SAB DE CV ADR SERIES L CUSIP 02364W105	485 0000	23 31350	VARIOUS	12/20/12	11,306 79	10,895 29	411 50	SALE
AT & T INC CUSIP 00206R102	105 0000	33 71750	03/02/11	05/11/12	3,540 26	2,972 54	567 72	SALE
BANK OF AMERICA CORP CUSIP 060505104	300 0000	11 38350	07/25/11	12/20/12	3,414 99	3,000 00	414 99	SALE
BP PLC SPONS ADR CUSIP 055622104	285 0000	42 15010	VARIOUS	12/20/12	12,012 50	12,717 44	-704 94	SALE
CARREFOUR SA SPONS ADR CUSIP 144430204	890 0000	5 01030	VARIOUS	12/20/12	4,459 09	5,620 54	-1,161.45	SALE

2012 SUMMARY

As of Date: 2/08/13

Account Number: [redacted]

THERKILDSEN
CHARITABLE FOUNDATION
MASTERS/BRANDES
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P O BOX 780
PALOS HEIGHTS IL 60463-0780

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NAPERVILLE IL 60563
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Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
CENTRAIS ELEC BRAZ COM ELBRAS ON SPON ADR SHRS CUSIP 15234Q207	190 0000	3 06320	05/20/11	12/20/12	581 99	2,709 38	-2,127 39	SALE
CITIGROUP INC NEW CUSIP 172967424	90 0000	39 79000	09/09/11	12/20/12	3,581 03	2,398 73	1,182 30	SALE
CORNING INC CUSIP 219350105	1,150 0000	12 79400	VARIOUS	12/20/12	14,712 77	20,202 99	-5,490 22	SALE
ELI LILLY & CO CUSIP 532457108	70 0000	49 14100	01/06/11	12/20/12	3,439 80	2,446 27	993 53	SALE
ERICSSON (LM) TEL-SP ADR NEW CUSIP 294821608	215 0000	10 05450	10/31/11	12/20/12	2,161 67	2,305 68	-144 01	SALE
FRANCE TELECOM SPON ADR CUSIP 35177Q105	150 0000	10 91010	11/07/11	12/20/12	1,636 49	2,570 37	-933 88	SALE
FUJIFILM HLDGS CORP ADR 2 ORD CUSIP 35958N107	140 0000	20 08000	04/05/11	12/20/12	2,811 14	4,170 47	-1,359 33	SALE
GLAXOSMITHKLINE PLC-ADR CUSIP 37733W105	115 0000	44 01430	03/08/11	12/20/12	5,061 54	4,395 42	666 12	SALE
HEWLETT-PACKARD COMPANY CUSIP 428236103	460 0000	14 24240	VARIOUS	12/20/12	6,551 37	10,962 94	-4,411 57	SALE
HONDA MOTOR LTD NEW AMERICAN SHARES 10/76 CUSIP 438128308	75 0000	36 22420	04/21/11	12/20/12	2,716 76	2,804 31	-87 55	SALE
KEYCORP NEW CUSIP 493267108	365 0000	8 34950	05/20/11	08/20/12	3,047 53	3,135 02	-87 49	SALE

WELLS FARGO ADVISORS

2012 SUMMARY

As of Date: 2/08/13

Account Number: [redacted]

THERKILDSEN
CHARITABLE FOUNDATION
MASTERS/BRANDES
C/O PIERCE, RIESBECK & ASSOC
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Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
MERCK & CO INC NEW CUSIP 58933Y105	20 0000	43 06570	03/18/11	07/13/12	861 30	635 40	225 90	SALE
	255 0000	42 63400	03/18/11	12/20/12	10,871 42	8,101 35	2,770 07	SALE
Subtotal	**275.0000**				**11,732.72**	**8,736.75**	**2,995.97**	
MICROSOFT CORP CUSIP 594918104	325 0000	27 37500	VARIOUS	12/20/12	8,896 69	8,220 64	676 05	SALE
NEWS CORP INC-CL A CUSIP 65248E104	200 0000	24 43320	07/29/11	09/07/12	4,886 53	3,186 49	1,700 04	SALE
	725 0000	25 36130	VARIOUS	12/20/12	18,386 59	11,477 24	6,909 35	SALE
Subtotal	**925.0000**				**23,273.12**	**14,663.73**	**8,609.39**	
NIPPON TELEGRAPH & TELEPHONE CORP SPONSORED ADR CUSIP 654624105	140 0000	21 62570	04/07/11	12/20/12	3,027 54	3,091 59	-64 05	SALE
PEPSICO INCORPORATED CUSIP 713448108	240 0000	69 77720	VARIOUS	12/20/12	16,746 16	15,114 28	1,631 88	SALE
SONY CORP ADR NEW CUSIP 835699307	105 0000	11 07000	06/17/11	12/20/12	1,162 33	2,602 74	-1,440 41	SALE
STMICROELECTRONICS N V SHS N Y REGISTRY CUSIP 861012102	255 0000	7 09490	07/11/11	12/20/12	1,809 16	2,463 30	-654 14	SALE
SWISS RE LTD SPONSORED ADR CUSIP 870886108	250 0000	73 03100	06/15/11	12/20/12	18,257 34	14,424 78	3,832 56	SALE
TOYOTA MTR CORP ADR NEW 3/82 CUSIP 892331307	55 0000	92 05500	01/19/11	12/20/12	5,062 92	4,683 20	379 72	SALE

As of Date: 2/08/13

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THERKILDSEN
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Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
UNILEVER N V ADR CUSIP 904784709	145 0000	38 69530	04/28/11	12/20/12	5,610 71	4,798 89	811 82	SALE
WELLS FARGO COMPANY CUSIP 949746101	100 0000	34 73500	06/08/11	12/20/12	3,473 43	2,594 99	878 44	SALE
XEROX CORP CUSIP 984121103	385 0000	7 07400	06/03/11	12/20/12	2,723 44	3,856 08	-1,132 64	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					**182,811.28**	**178,558.36**	**4,252.92**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
AEGON N V ORD AMER REG CUSIP 007924103	1,534 0000	6 41320	VARIOUS	12/20/12	9,837 64	17,168 22	-7,330 58	SALE
ASTELLAS PHARMA-UNSO ADR CUSIP 04623U102	205 0000	47 53000	VARIOUS	12/20/12	9,743 43	6,840 32	2,903 11	SALE
ASTRAZENECA PLC SPON ADR CUSIP 046353108	270 0000	47 58130	VARIOUS	12/20/12	12,846 67	14,428 66	-1,581 99	SALE
AT & T INC CUSIP 00206R102	125 0000	32 88890	11/16/05	05/04/12	4,111 01	2,504 71	1,606 30	SALE
	140 0000	33 03920	VARIOUS	05/10/12	4,625 38	3,553 99	1,071 39	SALE
	90 0000	33 71750	10/20/09	05/11/12	3,034 50	2,338 47	696 03	SALE
Subtotal	**355.0000**				**11,770.89**	**8,397.17**	**3,373.72**	

WELLS FARGO ADVISORS

2012 SUMMARY

As of Date: 2/08/13

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
BANK OF AMERICA CORP CUSIP 060505104	1,169 0000	11 38350	VARIOUS	12/20/12	13,307 02	37,406 08	-24,099.06	SALE
BB&T CORP CUSIP 054937107	265 0000	31 47530	VARIOUS	04/20/12	8,340 76	6,152 10	2,188 66	SALE
BOSTON SCIENTIFIC CORP CUSIP 101137107	1,380 0000	5 78500	VARIOUS	12/20/12	7,983 12	16,911 00	-8,927 88	SALE
CANON INC ADR REP 5SHS CUSIP 138006309	270 0000	40 25530	VARIOUS	12/20/12	10,868 68	9,642 79	1,225 89	SALE
CARREFOUR SA SPONS ADR CUSIP 144430204	1,885 0000	5 01030	VARIOUS	12/20/12	9,444 24	17,226 48	-7,782 24	SALE
CENTRAIS ELEC BRAZ COM ELBRAS ON SPON ADR SHRS CUSIP 15234Q207	350 0000	3 06320	01/07/02	12/20/12	1,072 09	2,607 50	-1,535 41	SALE
CHESAPEAKE ENERGY CORP CUSIP 165167107	520 0000	17 34450	VARIOUS	12/20/12	9,018 92	11,379 15	-2,360 23	SALE
CHEVRON CORPORATION CUSIP 166764100	35 0000	106 49190	03/16/10	02/16/12	3,727 15	2,590 00	1,137 15	SALE
	105 0000	100 83190	VARIOUS	06/13/12	10,587 11	7,746 89	2,840 22	SALE
Subtotal	**140.0000**				**14,314.26**	**10,336.89**	**3,977.37**	
CITIGROUP INC NEW CUSIP 172967424	261 0000	39 79000	VARIOUS	12/20/12	10,384 94	7,463 94	2,921 00	SALE
DAIICHI SANKYO CO LTD SPONSORED ADR LEVEL 1 CUSIP 23381D102	470 0000	15 49000	07/22/10	12/20/12	7,280 13	8,436 50	-1,156 37	SALE
DEUTSCHE TELEKOM AG SPON ADR CUSIP 251566105	1,035 0000	11 35000	VARIOUS	12/20/12	11,746 98	15,724 88	-3,977 90	SALE

2012 SUMMARY

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ELI LILLY & CO CUSIP 532457108	50 0000	40 03070	06/24/10	01/06/12	2,001 50	1,720 61	280 89	SALE
	50 0000	43 76120	06/24/10	07/16/12	2,188 01	1,720 61	467 40	SALE
	175 0000	49 14100	07/22/10	12/20/12	8,599 48	6,143 55	2,455 93	SALE
Subtotal	**275.0000**				**12,788.99**	**9,584.77**	**3,204.22**	
ENI S P A SPON ADR CUSIP 26874R108	440 0000	49 01390	VARIOUS	12/20/12	21,565 65	19,180 28	2,385 37	SALE
ERICSSON (LM) TEL-SP ADR NEW CUSIP 294821608	845 0000	10 05450	VARIOUS	12/20/12	8,495 86	10,363 30	-1,867 44	SALE
FRANCE TELECOM SPON ADR CUSIP 35177Q105	1,000 0000	10 91010	VARIOUS	12/20/12	10,909 84	21,595 21	-10,685 37	SALE
FUJIFILM HLDGS CORP ADR 2 ORD CUSIP 35958N107	355 0000	20 08000	VARIOUS	12/20/12	7,128.23	10,883 12	-3,754 89	SALE
GENERAL ELECTRIC COMPANY CUSIP 369604103	275 0000	22 08140	VARIOUS	09/14/12	6,072.25	3,975 83	2,096 42	SALE
	415 0000	22 21990	VARIOUS	09/27/12	9,221 05	6,639 91	2,581 14	SALE
Subtotal	**690.0000**				**15,293.30**	**10,615.74**	**4,677.56**	
GLAXOSMITHKLINE PLC-ADR CUSIP 37733W105	190 0000	44 01430	VARIOUS	12/20/12	8,362 52	10,010 38	-1,647 86	SALE
HONDA MOTOR LTD NEW AMERICAN SHARES 10/76 CUSIP 438128308	280 0000	36 22420	07/22/10	12/20/12	10,142 54	8,429 85	1,712 69	SALE
INTEL CORP CUSIP 458140100	110 0000	28 28920	VARIOUS	04/13/12	3,111 74	1,793 45	1,318 29	SALE

WELLS FARGO ADVISORS

2012 SUMMARY

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
	235 0000	20 94130	VARIOUS	12/20/12	4,921 09	4,091 02	830 07	SALE
Subtotal	**345.0000**				**8,032.83**	**5,884.47**	**2,148.36**	
INTESA SANPAOLO SPON ADR CUSIP 46115H107	470 0000	10 38060	VARIOUS	12/20/12	4,878 77	10,001 62	-5,122 85	SALE
J SAINSBURY PLC ADR (NEW) CUSIP 466249208	495 0000	22 86000	VARIOUS	12/20/12	11,315 44	11,167 08	148 36	SALE
KEYCORP NEW CUSIP 493267108	530 0000	8 34950	VARIOUS	08/20/12	4,425 16	4,421 98	3 18	SALE
KONINKLIJKE AHOLD ADR CUSIP 500467402	971 0000	13 51040	VARIOUS	12/20/12	13,118 39	6,222 37	6,896 02	SALE
KROGER COMPANY COMMON CUSIP 501044101	495 0000	26 62380	VARIOUS	12/20/12	13,178 48	10,027 54	3,150 94	SALE
LOWES COMPANIES INC CUSIP 548661107	130 0000	27 03130	07/22/10	01/25/12	3,514 00	2,701 40	812 60	SALE
	405 0000	27 20590	07/22/10	02/06/12	11,018 17	8,415 90	2,602 27	SALE
Subtotal	**535.0000**				**14,532.17**	**11,117.30**	**3,414.87**	
MARKS & SPENCER PLC-ADR CUSIP 570912105	1,020 0000	12 76490	VARIOUS	12/20/12	13,019 99	12,652 36	367 63	SALE
MARSH AND MC LENNAN COMPANIES INC CUSIP 571748102	285 0000	34 19350	VARIOUS	05/03/12	9,744 93	6,291 22	3,453 71	SALE
	260 0000	32 44880	VARIOUS	07/02/12	8,436 50	5,974 20	2,462 30	SALE
Subtotal	**545.0000**				**18,181.43**	**12,265.42**	**5,916.01**	
MASCO CORP CUSIP 574599106	785 0000	16 63380	VARIOUS	12/20/12	13,057 23	8,648 44	4,408 79	SALE

2012 SUMMARY

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
MERCK & CO INC NEW CUSIP 58933Y105	45 0000	43 06570	09/03/08	07/13/12	1,937 90	863.60	1,074 30	SALE
MICROSOFT CORP CUSIP 594918104	75 0000	31 93010	05/09/06	03/01/12	2,394 71	1,779 60	615 11	SALE
	85 0000	31 56240	05/09/06	03/06/12	2,682 75	2,016 88	665 87	SALE
	585 0000	27 37500	VARIOUS	12/20/12	16,014 00	14,351 54	1,662 46	SALE
Subtotal	**745.0000**				**21,091.46**	**18,148.02**	**2,943.44**	
MITSUBISHI UFJ FINANCIAL ADR CUSIP 606822104	1,795 0000	5 21440	VARIOUS	12/20/12	9,359 64	16,254 15	-6,894 51	SALE
MIZUHO FINANCIAL GRP ADR CUSIP 60687Y109	2,705 0000	2 78580	VARIOUS	01/11/12	7,535 44	23,042 63	-15,507 19	SALE
MS&AD INS GROUP HLDGS CUSIP 553491101	1,195 0000	9 85010	VARIOUS	12/20/12	11,770 63	21,008 68	-9,238 05	SALE
NIPPON TELEGRAPH & TELEPHONE CORP SPONSORED ADR CUSIP 654624105	495 0000	21 62570	VARIOUS	12/20/12	10,704 47	10,959 77	-255 30	SALE
NISSAN MTR LTD SPONS-ADR CUSIP 654744408	335 0000	19 89120	VARIOUS	02/15/12	6,663 43	4,821 69	1,841 74	SALE
OI S A SPONSORED ADR CUSIP 670851104	150 0000	5 30000	VARIOUS	07/24/12	794 98	2,164 79	-1,369 81	SALE
OI S A SPONSORED ADR REPSTG PFD CUSIP 670851203	0 2510	N/A	01/07/02	04/19/12	3 80	6 42	-2 62	CASH IN LIEU
	1,086 0000	4 08000	VARIOUS	10/09/12	4,430 78	10,180 76	-5,749 98	SALE

WELLS FARGO ADVISORS

2012 SUMMARY

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
Subtotal	**1,086.2510**				**4,434.58**	**10,187.18**	**-5,752.60**	
PFIZER INCORPORATED CUSIP 717081103	654 0000	25 29370	VARIOUS	12/20/12	16,541 73	10,314 59	6,227 14	SALE
PNC FINANCIAL SERVICES GROUP CUSIP 693475105	105 0000	58 63500	VARIOUS	12/20/12	6,156 54	18,096 08	-11,939 54	SALE
PORTUGAL TELECOM SGPS-SP ADR CUSIP 737273102	895 0000	5 00310	VARIOUS	12/20/12	4,477 74	9,968 85	-5,491 11	SALE
SAFEWAY INC NEW CUSIP 786514208	610 0000	18 08500	VARIOUS	12/20/12	11,031 58	13,626 71	-2,595 13	SALE
SANOFI ADR CUSIP 80105N105	420 0000	47 36300	VARIOUS	12/20/12	19,892 01	16,641 28	3,250 73	SALE
SEVEN & I HOLDINGS ADR CUSIP 81783H105	115 0000	59 83430	07/22/10	06/07/12	6,880 78	5,508 50	1,372 28	SALE
	105 0000	64 41780	VARIOUS	08/02/12	6,763 71	5,019 32	1,744 39	SALE
Subtotal	**220.0000**				**13,644.49**	**10,527.82**	**3,116.67**	
SONY CORP ADR NEW CUSIP 835699307	175 0000	20 94960	VARIOUS	03/09/12	3,666 11	4,778 15	-1,112 04	SALE
	210 0000	11 07000	VARIOUS	12/20/12	2,324 64	5,917 34	-3,592 70	SALE
Subtotal	**385.0000**				**5,990.75**	**10,695.49**	**-4,704.74**	
STMICROELECTRONICS N V SHS N Y REGISTRY CUSIP 861012102	550 0000	6 17780	VARIOUS	11/29/12	3,397 72	9,126 09	-5,728 37	SALE
	430 0000	7 09490	VARIOUS	12/20/12	3,050 72	6,193 00	-3,142 28	SALE
Subtotal	**980.0000**				**6,448.44**	**15,319.09**	**-8,870.65**	

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

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SUMITOMO MITSUI FINL GROUP INC SPON ADR CUSIP 86562M209	1,432 0000	7 26400	VARIOUS	12/20/12	10,401 81	8,780 93	1,620 88	SALE
SUPERVALU INC CUSIP 868536103	120 0000	2 89000	VARIOUS	10/23/12	346 79	2,315 48	-1,968 69	SALE
	419 0000	3 17500	07/22/10	11/01/12	1,330 30	4,679 18	-3,348 88	SALE
Subtotal	**539.0000**				**1,677.09**	**6,994.66**	**-5,317.57**	
TAKEDA PHARMACEUTICAL CO LTD SPONSORED ADR CUSIP 874060205	370 0000	22 95000	07/22/10	12/20/12	8,491 30	8,417 50	73 80	SALE
TE CONNECTIVITY LTD CUSIP H84989104	405 0000	37 64430	07/22/10	12/20/12	15,245 62	10,431 42	4,814 20	SALE
TELECOM ITALIA SPA SPON ADR CUSIP 87927Y102	1,734 0000	9 03730	VARIOUS	12/20/12	15,670 46	37,485 45	-21,814 99	SALE
TELEFONICA S A SPON ADR CUSIP 879382208	267 0000	13 38500	07/22/10	12/20/12	3,573 70	5,687 96	-2,114 26	SALE
TIM PARTICIPACOES S A SPONSORED ADR CUSIP 88706P205	97 0000	19 07900	VARIOUS	12/20/12	1,850 61	688 32	1,162 29	SALE
TOKIO MARINE HOLDING ADR CUSIP 889094108	337 0000	28 62060	VARIOUS	12/20/12	9,644 94	6,269 01	3,375 93	SALE
TOTAL S A SPONS ADR CUSIP 89151E109	390 0000	51 43300	VARIOUS	12/20/12	20,058 42	21,289 52	-1,231 10	SALE

WELLS FARGO ADVISORS

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TOYOTA MTR CORP ADR NEW 3/82 CUSIP 892331307	130 0000	92 05500	VARIOUS	12/20/12	11,966 87	9,812 14	2,154 73	SALE
UNILEVER N V ADR CUSIP 904784709	85 0000	33 98690	11/02/04	01/10/12	2,888 83	1,678 84	1,209 99	SALE
	390 0000	38 69530	VARIOUS	12/20/12	15,090 81	10,192 20	4,898 61	SALE
Subtotal	**475.0000**				**17,979.64**	**11,871.04**	**6,108.60**	
VALERO ENERGY CORP NEW (VALERO REFNG & MKTING) CUSIP 91913Y100	135 0000	30 23200	VARIOUS	08/27/12	4,081.22	2,488 79	1,592 43	SALE
	90 0000	31 38200	08/12/09	09/05/12	2,824 31	1,633 06	1,191 25	SALE
	285 0000	32 38000	VARIOUS	12/10/12	9,228 09	4,868 85	4,359 24	SALE
Subtotal	**510.0000**				**16,133.62**	**8,990.70**	**7,142.92**	
WELLS FARGO COMPANY CUSIP 949746101	351 0000	34 73500	VARIOUS	12/20/12	12,191 70	12,448 25	-256 55	SALE
WESTERN DIGITAL CORP CUSIP 958102105	375 0000	41 85200	10/04/10	12/20/12	15,694 17	10,432 39	5,261 78	SALE
XEROX CORP CUSIP 984121103	875 0000	7 07400	VARIOUS	12/20/12	6,189 60	11,700 68	-5,511 08	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**681,631.95**	**767,133.30**	**-85,501.35**	

2012 SUMMARY

As of Date: 2/08/13

Account Number: [redacted]

THERKILDSEN
CHARITABLE FOUNDATION
MASTERS/BRANDES
C/O PIERCE, RIESBECK & ASSOC
P O BOX 780
PALOS HEIGHTS IL 60463-0780

Your Financial Advisor :
JAY CUNNINGHAM
2056 WESTINGS AVENUE
SUITE 200
NAPERVILLE IL 60563
(800) 933-8119

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

UNKNOWN TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
OI S A SPONSORED ADR CUSIP 670851104	0 1885	N/A	N/A	04/19/12	1 14	N/A	N/A	CASH IN LIEU
TOTAL UNKNOWN TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**1.14**	**0.00**	**0.00**	

*Box 2a Sales price less commissions and option premiums

For some tax lots complete data is not available Therefore, you may see N/A in the Proceeds, Gain/Loss columns, or Cost column In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss

Please note that the totals and subtotals will include any available cost or proceeds, even if the Gain/Loss is marked N/A