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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation BERDACH, OTTO P. T/U/W		A Employer identification number 36-6510739
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. - 101N Indepndence Mall E MACY1372-062		Room/suite
City or town, state, and ZIP code Philadelphia PA 19106-2112		
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 236,777	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)					
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments					RECD
	4 Dividends and interest from securities	6,156	6,048			PAID
	5 a Gross rents					
	b Net rental income or (loss)					
	6 a Net gain or (loss) from sale of assets not on line 10	2,928				
	b Gross sales price for all assets on line 6a	37,417				
	7 Capital gain net income (from Part IV, line 2)		2,928			
	8 Net short-term capital gain					
	9 Income modifications					
	10 a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss) (attach schedule)						
11 Other income (attach schedule)						
12 Total. Add lines 1 through 11	9,084	8,976	0			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	3,231	2,423		808	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16 a Legal fees (attach schedule)					
	b Accounting fees (attach schedule)	1,029			1,029	
	c Other professional fees (attach schedule)					
	17 Interest					
	18 Taxes (attach schedule) (see instructions)	137	137			
	19 Depreciation (attach schedule) and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses (attach schedule)	10				10
	24 Total operating and administrative expenses.					
Add lines 13 through 23	4,407	2,560	0		1,847	
25 Contributions, gifts, grants paid	14,000				14,000	
26 Total expenses and disbursements. Add lines 24 and 25	18,407	2,560	0		15,847	
27 Subtract line 26 from line 12.						
a Excess of revenue over expenses and disbursements	-9,323					
b Net investment income (if negative, enter -0-)		6,416				
c Adjusted net income (if negative, enter -0-)					0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

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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		7,042	11,571
	3	Accounts receivable ►			11,571
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10	a Investments—U S and state government obligations (attach schedule)			
		b Investments—corporate stock (attach schedule)			
		c Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		208,247	193,811
	14	Land, buildings, and equipment basis ►			225,207
		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)		215,289	205,382
					236,778
	17	Accounts payable and accrued expenses			
Net Assets or Fund Balances	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		215,289	205,382
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)		215,289	205,382
	31	Total liabilities and net assets/fund balances (see instructions)		215,289	205,382

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	215,289
2	Enter amount from Part I, line 27a	2	-9,323
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	1,760
4	Add lines 1, 2, and 3	4	207,726
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	2,344
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	205,382

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	2,928
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	16,664	249,046	0.066911
2010	11,753	235,950	0.049811
2009	12,630	211,739	0.059649
2008	11,724	263,164	0.044550
2007	14,750	303,523	0.048596

2 Total of line 1, column (d) 2 0.269517

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 0.053903

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 237,502

5 Multiply line 4 by line 3 5 12,802

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 64

7 Add lines 5 and 6 7 12,866

8 Enter qualifying distributions from Part XII, line 4 8 15,847

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)**1 a** 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**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-)**3** Add lines 1 and 2**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)**5 Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-**6 Credits/Payments:****a** 2012 estimated tax payments and 2011 overpayment credited to 2012**b** Exempt foreign organizations—tax withheld at source**c** Tax paid with application for extension of time to file (Form 8868)**d** Backup withholding erroneously withheld

6a 178

6b

6c

6d

7 Total credits and payments. Add lines 6a through 6d**8 Enter any penalty for underpayment of estimated tax.** Check here if Form 2220 is attached**9 Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed**10 Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid**11 Enter the amount of line 10 to be Credited to 2013 estimated tax** ►

64 Refunded ►

11

50

Part VII-A Statements Regarding Activities**1 a** During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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

1c X

c Did the foundation file Form 1120-POL for this year?**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 ► \$ _____

2 X

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

3 X

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

4a 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

4b N/A

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?**b** If "Yes," has it filed a tax return on Form 990-T for this year?

5 X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 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?

7 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

8b X

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

CA

9 X

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

10 X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV

11 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N.A. Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA	Telephone no ► 888-730-4933 ZIP+4 ► 19106-2112	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____	3b	N/A
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	4a	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	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?		

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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
 Yes No
 Yes No
 Yes No
 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)?Organizations relying on a current notice regarding disaster assistance check here ► **c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A

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

Yes No
 Yes No

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? If "Yes" to 6b, file Form 8870

Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phila	Trustee	4 00	3,231	

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

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

Total number of other employees paid over \$50,000				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
.....		
.....		
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services	►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
.....		
2		
.....		
3		
.....		
4		
.....		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
.....		
2		
.....		
All other program-related investments. See instructions		
3	NONE	
.....		
Total. Add lines 1 through 3	► 0

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

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	231,312
b	Average of monthly cash balances	1b	9,807
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	241,119
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	241,119
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,617
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	237,502
6	Minimum investment return. Enter 5% of line 5	6	11,875

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	11,875
2a	Tax on investment income for 2012 from Part VI, line 5	2a	64
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	64
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,811
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,811
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	11,811

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	15,847
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	15,847
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	64
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	15,783

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				11,811
2 Undistributed income, if any, as of the end of 2012			3,974	
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				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e		0		
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 15,847			3,974	
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				11,811
e Remaining amount distributed out of corpus	62			
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:	62			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
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	62			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	62			

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

1 a	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				►		
1 b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
2 b	85% of line 2a				0		
2 c	Qualifying distributions from Part XII, line 4 for each year listed				0		
2 d	Amounts included in line 2c not used directly for active conduct of exempt activities				0		
2 e	Qualifying distributions made directly for active conduct of exempt activities				0		
	Subtract line 2d from line 2c				0		
3	Complete 3a, b, or c for the alternative test relied upon.						
3 a	"Assets" alternative test—enter						
3 (1)	Value of all assets				0		
3 (2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0		
3 b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0		
3 c	"Support" alternative test—enter						
3 (1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0		
3 (2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0		
3 (3)	Largest amount of support from an exempt organization				0		
3 (4)	Gross investment income				0		

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))

NONE

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

NONE**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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	14,000
b Approved for future payment NONE				
Total			► 3b	0

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					
4 Dividends and interest from securities					
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)		0		9,084	0
13 Total Add line 12, columns (b), (d), and (e)				13	9,084
(continued on line 13, instructions to use if applicable)					

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

Part XVI-B Line No. ▼	Relationship of Activities to the Accomplishment of Exempt Purposes 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.)
Not Applicable	

BERDACH, OTTO P. T/U/W

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

BOYS AND GIRLS CLUBS OF LONG BEACH

Street

3635 LONG BEACH BLVD

City

LONG BEACH

State

CA

Zip Code

90807

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,000

Name

FOOD FINDERS, INC

Street

3434 ATLANTIC AVE

City

LONG BEACH

State

CA

Zip Code

90807

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

SPECIAL OLYMPICS SOUTHERN CALIFORNIA INC.

Street

24779 VALLEY ST

City

SANTA CLARITA

State

CA

Zip Code

91321

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

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

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Acquisition Method	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Total		Net Gain or Loss	
														Gross Sales	Cost, Other Basis and Expenses		
															37,417	34,488	0
															0	0	2,928
1	X DREYFUS ENG MKT DEBT LO	261980494			8/17/2011	12/21/2012		277	274						0	-1,077	
2	X HUSSMAN STRATEGIC GROW	448108100			2/19/2008	8/15/2012		2,764	3,841						0	0	-1,077
3	X HUSSMAN STRATEGIC GROW	811608100			8/16/2009	8/15/2012		180	212						0	0	-32
4	X ISHARES MSCI EAFE	464287465			12/21/2009	8/15/2012		1,340	1,445						0	0	-105
5	X ISHARES MSCI EAFE	464287465			12/21/2009	12/11/2012		2,510	2,502						0	0	8
6	X ISHARES MSCI EAFE	464287465			12/21/2009	12/21/2012		902	880						0	0	12
7	X ISHARES S&P MIDCAP 400 GF	464287506			10/21/2011	2/15/2012		660	589						0	0	72
8	X ISHARES S&P MIDCAP 400 GF	464287506			8/15/2012	12/11/2012		572	545						0	0	27
9	X ISHARES S&P MIDCAP 400 GF	464287506			8/15/2012	12/21/2012		344	327						0	0	17
10	X ISHARES S&P MIDCAP 400 VA	811520111			8/15/2011	8/15/2012		664	580						0	0	84
11	X ISHARES S&P MIDCAP 400 VA	811520111			2/22/2010	8/15/2012		249	204						0	0	45
12	X ISHARES S&P MIDCAP 400 VA	811520111			2/22/2010	12/11/2012		437	340						0	0	97
13	X ISHARES S&P MIDCAP 400 VA	811520111			2/22/2010	12/21/2012		264	204						0	0	60
14	X CORE EQUITY FUND	140985127			8/15/2011	8/15/2012		1,259	1,103						0	0	158
15	X CORE EQUITY FUND	140985127			7/22/2010	8/15/2012		430	358						0	0	72
16	X CORE EQUITY FUND	140985127			7/22/2010	12/11/2012		253	218						0	0	35
17	X CREDIT SUISSE COMM RET S	22544R305			8/17/2011	12/11/2012		252	288						0	0	37
18	X DIAMOND HILL LONG-SHORT	22564S533			8/17/2012	12/11/2012		405	396						0	0	9
19	X DREYFUS LONG-SHORT	22564S533			8/17/2012	12/11/2012		259	252						0	0	7
20	X DREYFUS ENG MKT DEBT LO	261980494			8/17/2011	12/11/2012		475	471						0	0	4
21	X ISHARES S&P SMALLCAP 600 I	464287504			2/17/2011	2/15/2012		600	565						0	0	35
22	X ISHARES CORE CAP SMALL-Q	464287504			8/15/2012	12/11/2012		462	445						0	0	17
23	X ISHARES CORE CAP SMALL-Q	464287504			2010/2011	12/11/2012		231	212						0	0	19
24	X ISHARES CORE CAP SMALL-Q	464287504			2/17/2011	12/21/2012		486	424						0	0	42
25	X MERGER FD SH BEM INT 260	5698509108			2/17/2011	12/21/2012		61	60						0	0	1
26	X MERGER FD SH BEM INT 260	5698509108			8/17/2011	12/21/2012		113	111						0	0	2
27	X MERGER FD SH BEM INT 260	5698509108			7/26/2010	12/21/2012		68	67						0	0	1
28	X PIMCO FOREIGN BID FD USD	6933390882			8/17/2011	8/15/2012		2,190	2,107						0	0	83
29	X SPDR DJ WILSHIRE INTERN	75453X863			5/27/2011	8/15/2012		125	125						0	0	-33
30	X SPDR DJ WILSHIRE INTERN	75453X863			5/27/2011	12/11/2012		920	915						0	0	5
31	X SPDR DJ WILSHIRE INTERN	75453X863			5/27/2011	12/21/2012		370	374						0	0	4
32	X AMEX HEALTH CARE SPDR	811520111			8/15/2012	4/1		39	39						0	0	2
33	X AMEX HEALTH CARE SPDR	81369Y209			7/22/2010	8/15/2012		246	172						0	0	74
34	X CONSUMER STAPLES SECTO	81369Y308			2/22/2010	8/15/2012		230	190						0	0	40
35	X CONSUMER STAPLES SECTO	81369Y308			7/22/2010	8/15/2012		296	242						0	0	54
36	X CONSUMER STAPLES SECTO	81369Y308			7/22/2010	8/15/2012		644	483						0	0	161
37	X AMEX CONSUMER DISC SP	81369Y407			7/22/2010	8/15/2012		493	339						0	0	155
38	X AMEX CONSUMER DISC SP	81369Y407			7/22/2010	12/11/2012		283	184						0	0	99
39	X AMEX ENERGY SELECT SPDI	81369Y506			7/22/2010	8/15/2012		1,365	1,010						0	0	355
40	X AMEX FINANCIAL SELECT SP	81369Y605			7/22/2010	12/11/2012		400	356						0	0	44
41	X AMEX FINANCIAL SELECT SP	81369Y605			7/22/2010	12/21/2012		246	214						0	0	32
42	X AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010	8/15/2012		621	496						0	0	125
43	X AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010	12/21/2012		265	204						0	0	61
44	X AMEX TECHNOLOGY SELECT	81369Y803			7/22/2010	8/15/2012		513	371						0	0	142
45	X AMEX UTILITIES SPDR	81369Y806			2/22/2010	8/15/2012		187	149						0	0	38
46	X AMEX UTILITIES SPDR	81369Y806			7/22/2010	8/15/2012		336	272						0	0	64
47	X VANGUARD MSCI EMERGING	81369Y908			8/15/2011	2/15/2012		1,188	1,168						0	0	22
48	X VANGUARD MSCI EMERGING	922042058			8/15/2011	12/11/2012		1,393	1,296						0	0	7
49	X VANGUARD MSCI EMERGING	922042058			8/15/2011	12/21/2012		433	432						0	0	1
50	X VANGUARD RETI SPER	922050853			2/26/2009	8/15/2012		654	288						0	0	368
51	X VANGUARD RETI SPER	922050853			2/26/2009	12/21/2012		332	143						0	0	1
52	X WELLS FARGO ADV INTL BON	949865D82			2/26/2011	8/15/2012		2,018	2,025						0	0	-7
53	X WELLS FARGO ADV INTL BON	949917538			2/21/2006	12/11/2012		1,159	1,351						0	0	8
54	X WELLS FARGO ADV HI INC-N	949917538			8/15/2011	12/21/2012		234	233						0	0	1
55	X TAXABLE TOTAL RETURN BO	9811283912			2/15/2012	8/15/2012		609	617						0	0	-8
56	X TAXABLE TOTAL RETURN BO	9811283912			2/15/2012	8/15/2012		87	86						0	0	368
57	X TAXABLE INTERMEDIATE TER	9897088902			4/29/2011	8/15/2012		370	373						0	0	3
58	X AMEX FINANCIAL SELECT SP	81369Y605			7/22/2010	2/15/2012		467	456						0	0	11
59	X AMEX FINANCIAL SELECT SP	81369Y605			7/22/2010	8/15/2012		105	100						0	0	5
60	X SHORT TERM CTC LOSS	989862806			7/15/2005	2/15/2012		316	319						0	0	-3
61	X SHORT TERM CTC LOSS	989862806			7/15/2005	8/15/2012		103	103						0	0	0
62	X LONG TERM CTC GAIN														1,254		1,254

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,029			1,029

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

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1 FOREIGN TAXES PAID	137	137	137		0

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

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
	10	0	0	10	
1 STATE AG FEES	10				

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	0
2	MERGER FD SH BEN INT 260		0	4,513	4,539
3	PIMCO FOREIGN BD FD USD H-INST 103		0	2,070	2,100
4	CONSUMER STAPLES SECTOR SPDR TR		0	2,390	3,106
5	AMEX FINANCIAL SELECT SPDR		0	3,864	4,442
6	AMEX MATERIALS SPDR		0	592	713
7	AMEX TECHNOLOGY SELECT SPDR		0	4,806	6,347
8	AMEX ENERGY SELECT SPDR		0	2,074	2,785
9	TAXABLE SHORT-TERM BOND FUND		0	5,540	5,503
10	TAXABLE INTERMEDIATE TERM BD FD		0	10,946	11,530
11	TAXABLE TOTAL RETURN BOND FUND		0	10,225	11,511
12	ISHARES TR SMALLCAP 600 INDEX FD		0	12,951	14,605
13	ISHARES S&P MIDCAP 400 VALUE		0	4,913	6,434
14	ISHARES S&P MIDCAP 400 GROWTH		0	5,485	7,780
15	ISHARES MSCI EAFE		0	24,143	26,781
16	AMEX INDUSTRIAL SPDR		0	2,152	2,805
17	AMEX HEALTH CARE SPDR		0	2,689	3,749
18	AMEX CONSUMER DISCR SPDR		0	1,954	3,036
19	CAPITAL PARTNERS CORE EQUITY FUND		0	9,853	11,695
20	DREYFUS EMG MKT DEBT LOC C-16083		0	11,063	11,565
21	HUSSMAN STRATEGIC GROWTH FUND 60		0	6,783	5,786
22	WELLS FARGO INTL ADV FUND-IS 4705		0	2,154	2,200
23	VANGUARD REIT VIPER		0	4,105	9,278
24	VANGUARD EMERGING MARKETS ETF		0	14,907	19,771
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	6,067	8,973
26	DIAMOND HILL LONG-SHORT FD CL I 11		0	7,998	9,174
27	WELLS FARGO ADV HI INC-INS 3110		0	10,728	11,565
28	GATEWAY FUND - Y 1986		0	5,996	5,913
29	CREDIT SUISSE COMM RT ST-CO 2156		0	12,850	11,521

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

<u>1 COST BASIS ADJUSTMENT</u>	<u>1</u>	<u>1,378</u>
<u>2 MUTUAL FUND & CTF INCOME ADDITIONS</u>	<u>2</u>	<u>139</u>
<u>3 FEDERAL EXCISE TAX REFUND</u>	<u>3</u>	<u>243</u>
<u>4 Total</u>	<u>4</u>	<u>1,760</u>

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

<u>1 MUTUAL FUND & CTF INCOME SUBTRACTION</u>	<u>1</u>	<u>940</u>
<u>2 UNDISTRIBUTED CTF CAPITAL LOSS</u>	<u>2</u>	<u>1,294</u>
<u>3 PY RETURN OF CAPITAL ADJUSTMENT</u>	<u>3</u>	<u>110</u>
<u>4 Total</u>	<u>4</u>	<u>2,344</u>

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

Amount		Long Term CG Distributions		Short Term CG Distributions		37,287		34,489		2,808	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus	Adjusted Basis as of 12/31/69	F MV as of 12/31/69	Excess of FMV Over Adj Basis
1 DREYFUS EMG MNC DEBT LOC C-1 608	26198094		8/17/2011	12/2/2012	2,777		0	274	0	0	0
2 HUSSMAN STRATEGIC GROWTH FUND	441018100		8/15/2012		2,764		0	3,841	-1,07	0	-1,077
3 HUSSMAN STRATEGIC GROWTH FUND	441018000		8/11/2009	8/15/2012	180		0	212	-32	0	-32
4 SHARES MSCI EA FE	46287465		123/12/2009	8/15/2012	1,340		0	1,445	-105	0	-105
5 SHARES MSCI EA FE	46287465		123/12/2009	12/1/2012	2,510		0	2,502	8	0	8
6 SHARES MSCI EA FE	46287465		123/12/2009	12/2/2012	902		0	890	12	0	12
7 SHARES SUP MIDCAP 400 GROWTH	46287465		10/21/2011	2/15/2012	650		0	588	72	0	72
8 SHARES SUP MIDCAP 400 GROWTH	46287465		8/15/2012	12/1/2012	572		0	545	27	0	27
9 SHARES SUP MIDCAP 400 VALUE	46287465		8/15/2012	8/15/2012	344		0	327	17	0	17
10 SHARES SUP MIDCAP 400 VALUE	46287465		8/15/2011	8/15/2012	684		0	580	84	0	84
11 SHARES SUP MIDCAP 400 VALUE	46287465		2/22/2010	8/15/2012	249		0	204	45	0	45
12 SHARES SUP MIDCAP 400 VALUE	46287465		2/22/2010	12/1/2012	437		0	340	97	0	97
13 SHARES SUP MIDCAP 400 VALUE	46287465		2/22/2010	12/2/2012	264		0	204	60	0	60
14 CORE EQUITY FUND	140985127		8/15/2011	8/15/2012	1,259		0	1,103	156	0	156
15 CORE EQUITY FUND	140985127		7/22/2010	8/15/2012	430		0	358	72	0	72
16 CORE EQUITY FUND	140985127		7/22/2010	12/1/2012	253		0	218	35	0	35
17 CREDIT SUISSE COMM RET STI 2156	22544R305		8/17/2011	12/1/2012	252		0	288	-36	0	-36
18 DIAMOND HILL LONG-SHORT FD CL	152845833		8/17/2012	12/1/2012	405		0	398	9	0	9
19 DIAMOND HILL LONG-SHORT FD CL 1	152845833		8/17/2012	12/2/2012	259		0	252	7	0	7
20 DREYFUS EMG MNC DEBT LOC C-1 608	261980494		8/17/2011	12/1/2012	475		0	471	4	0	4
21 SHARES TR SMALLCAP 600 INDEX FD	462874654		2/15/2012	2/15/2012	600		0	565	35	0	35
22 SHARES CORE SUP SMALL-CAP E	462874654		8/15/2012	12/1/2012	462		0	445	17	0	17
23 SHARES CORE SUP SMALL-CAP E	462874654		2/17/2011	12/1/2012	231		0	212	19	0	19
24 SHARES CORE SUP SMALL-CAP E	462874654		2/17/2011	12/2/2012	461		0	424	-42	0	-42
25 MERGER FD SH BEN INT 280	580509108		28/20/2011	12/2/2012	60		0	60	0	0	0
26 MERGER FD SH BEN INT 260	-	580509108	8/17/2012	12/2/2012	113		0	111	2	0	2
27 MERGER FD SH BEN INT 260	-	580509108	8/17/2012	12/2/2012	68		0	67	1	0	1
28 PNC FOREIGN SMALL-CAP H-INST 10	6935390882		8/17/2011	8/15/2012	2,190		0	2,107	83	0	83
29 SEDR DJ WILSHIRE INTERNATIONAL RI	784633863		8/21/2011	8/15/2012	425		0	458	-33	0	-33
30 SEDR DJ WILSHIRE INTERNATIONAL RI	784633863		5/22/2011	12/1/2012	920		0	915	5	0	5
31 SEDR DJ WILSHIRE INTERNATIONAL RI	784633863		8/15/2011	12/2/2012	370		0	374	4	0	4
32 NAMEX HEALTH CARE SPDR	81368Y209		8/15/2012	12/1/2012	41		0	39	2	0	2
33 NAMEX HEALTH CARE SPDR	81368Y209		8/15/2012	12/1/2012	246		0	172	74	0	74
34 CONSUMER STAPLES SECTOR SPDR	81368Y209		7/22/2010	12/1/2012	219		0	190	40	0	40
35 CONSUMER STAPLES SECTOR SPDR	81368Y208		7/22/2010	12/2/2012	230		0	202	32	0	32
36 CONSUMER STAPLES SECTOR SPDR	81368Y208		7/22/2010	12/1/2012	256		0	242	54	0	54
37 NAMEX CONSUMER DISCR SPDR	81368Y407		7/22/2010	8/15/2012	484		0	483	161	0	161
38 NAMEX CONSUMER DISCR SPDR	81368Y407		7/22/2010	12/1/2012	283		0	338	155	0	155
39 NAMEX ENERGY SELECT SPDR	81368Y506		7/22/2010	8/15/2012	1,365		0	184	99	0	99
40 NAMEX FINANCIAL SELECT SPDR	81368Y605		7/22/2010	8/15/2012	1,365		0	1,010	355	0	355
41 NAMEX FINANCIAL SELECT SPDR	81368Y605		7/22/2010	12/1/2012	400		0	356	44	0	44
42 NAMEX INDUSTRIAL SPDR	81368Y704		7/22/2010	8/15/2012	246		0	214	32	0	32
43 NAMEX INDUSTRIAL SPDR	81368Y704		7/22/2010	12/2/2012	621		0	486	125	0	125
44 NAMEX TECHNOLOGY SELECT SPDR	81368Y803		7/22/2010	8/15/2012	265		0	204	61	0	61
45 NAMEX UTILITIES SPDR	81368Y803		7/22/2010	8/15/2012	513		0	371	142	0	142
46 NAMEX UTILITIES SPDR	81368Y803		7/22/2010	8/15/2012	197		0	149	39	0	39
47 VANGUARD MSCI EMERGING MARKET	922042858		8/15/2011	8/15/2012	1,388		0	272	64	0	64
48 VANGUARD MSCI EMERGING MARKET	922042858		8/15/2011	12/1/2012	1,303		0	1,296	7	0	7
49 VANGUARD MSCI EMERGING MARKET	922042858		8/15/2011	12/2/2012	433		0	432	1	0	1
50 VANGUARD RETI SPDR	922995553		2/28/2009	8/15/2012	854		0	288	368	0	368
51 VANGUARD RETI SPDR	922995553		2/28/2009	12/2/2012	332		0	143	189	0	189
52 WELLS FARGO ADV INTL BOND-S	913498553		2/28/2009	8/15/2012	2,018		0	2,025	7	0	7
53 WELLS FARGO ADV INTL BOND-S	913498553		8/15/2011	8/15/2012	1,359		0	1,351	8	0	8
54 WELLS FARGO ADV HI INCNS	3110		2/22/2006	12/1/2012	234		0	233	1	0	1
55 TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2012	8/15/2012	609		0	617	-8	0	-8
56 TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2012	8/15/2012	87		0	86	1	0	1
57 TAXABLE INTERMEDIATE TERM BD FD	0897108902		4/20/2011	8/15/2012	370		0	373	-3	0	-3
58 TAXABLE INTERMEDIATE TERM BD FD	0897108902		7/22/2010	8/15/2012	487		0	458	11	0	11
59 NAMEX FINANCIAL SELECT SPDR	81368Y605		7/22/2010	8/15/2012	105		0	100	5	0	5
60 TAXABLE SHORT-TERM BOND FUND	998612906		7/15/2005	2/15/2012	316		0	319	-3	0	-3
61 SHORT TERM BOND LOSS	-		7/15/2005	2/15/2012	108		0	108	-108	0	-108
62 LONG TERM CFI SAIN	-		7/15/2005	2/15/2012	0		0	1,254	0	0	0

Gain or Loss Basis
Basis of FMV
Over Adj Basis

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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

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

	Date	Amount
1 Credit from prior year return	1	178
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	178

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

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	3,974
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,974