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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation JAMES L. GARARD, JR. CHARITABLE TRUST C/O ROSE MCBRIDE		A Employer identification number 36-6971311
Number and street (or P O box number if mail is not delivered to street address) THREE FIRST NATIONAL PLAZA		B Telephone number (312) 419-3644
City or town, state, and ZIP code CHICAGO, IL 60602		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,416,857. (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 <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		149,057.	149,057.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		23,902.			
b Gross sales price for all assets on line 6a		197,741.			
7 Capital gain net income (from Part IV, line 2)			23,902.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		172,959.	172,959.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		5,604.	5,604.		0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 3		3,793.	161.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		15.	0.		15.
24 Total operating and administrative expenses. Add lines 13 through 23		9,412.	5,765.		15.
25 Contributions, gifts, grants paid		188,320.			188,320.
26 Total expenses and disbursements. Add lines 24 and 25		197,732.	5,765.		188,335.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-24,773.			
b Net investment income (if negative, enter -0-)			167,194.		
c Adjusted net income (if negative, enter -0-)				N/A	

JAMES L. GARARD, JR. CHARITABLE TRUST

Form 990-PF (2012)

C/O ROSE MCBRIDE

36-6971311

Page **2**

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		162,811.	192,718.	192,718.
	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				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock STMT 5		563,131.	588,238.	599,813.
	c	Investments - corporate bonds STMT 6		648,634.	571,496.	615,662.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 7		1,009,934.	1,005,039.	1,008,664.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		2,384,510.	2,357,491.	2,416,857.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		2,384,510.	2,357,491.	
	30	Total net assets or fund balances		2,384,510.	2,357,491.	
	31	Total liabilities and net assets/fund balances		2,384,510.	2,357,491.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,384,510.
2	Enter amount from Part I, line 27a	2	-24,773.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,359,737.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	2,246.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,357,491.

JAMES L. GARARD, JR. CHARITABLE TRUST

Form 990-PF (2012)

C/O ROSE MCBRIDE

36-6971311

Page **3**

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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 197,741.		173,839.	23,902.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			23,902.

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	23,902.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	171,950.	2,390,316.	.071936
2010	228,387.	2,380,053.	.095959
2009	200,210.	2,139,966.	.093558
2008	187,465.	2,225,758.	.084225
2007	274,214.	2,482,935.	.110439

2 Total of line 1, column (d)	2	.456117
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	.091223
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,440,402.
5 Multiply line 4 by line 3	5	222,621.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,672.
7 Add lines 5 and 6	7	224,293.
8 Enter qualifying distributions from Part XII, line 4	8	188,335.

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.

JAMES L. GARARD, JR. CHARITABLE TRUST

Form 990-PF (2012)

C/O ROSE MCBRIDE

36-6971311

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,344.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,344.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,344.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,964.	
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	3,964.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	620.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11	0.	
		620.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Form 990-PF (2012)

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 JAMES L. GARARD, JR. Telephone no. 312-419-3644 Located at THREE FIRST NAT'L PLAZA, ROOM 5100, CHICAGO, IL, ZIP+4 60602			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				X

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

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

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

Form 990-PF (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))?

☐ Yes

☒ No

(2)

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

☐ Yes

☒ No

(3)

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

☐ Yes

☒ No

(4)

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

☐ Yes

☒ No

(5)

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

☐ Yes

☒ No

b

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

N/A

☐

Organizations relying on a current notice regarding disaster assistance check here

c

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

N/A

☐ Yes

☐ No

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

6a

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

☐ Yes

☒ No

b

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

☐ Yes

☒ 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?

N/A

☐

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES L. GARARD, JR.	TRUSTEE			
THREE FIRST NATIONAL PLAZA				
CHICAGO, IL 60602	1.00	0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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

0

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

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
------------------	---

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

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0

Form **990-PF** (2012)

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

Form 990-PF (2012)

36-6971311 Page 8

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	2,315,207.	
b Average of monthly cash balances	1b	162,358.	
c Fair market value of all other assets	1c		
d Total (add lines 1a, b, and c)	1d	2,477,565.	
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.	
2 Acquisition indebtedness applicable to line 1 assets	2	0.	
3 Subtract line 2 from line 1d	3	2,477,565.	
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	37,163.	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,440,402.	
6 Minimum investment return. Enter 5% of line 5	6	122,020.	

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	122,020.
2a Tax on investment income for 2012 from Part VI, line 5	2a	3,344.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,344.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	118,676.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	118,676.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	118,676.

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	188,335.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	188,335.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	188,335.

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.

Form 990-PF (2012)

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

Form 990-PF (2012)

36-6971311 Page 9

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				118,676.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	155,289.			
b From 2008	79,443.			
c From 2009	96,655.			
d From 2010	113,345.			
e From 2011	56,066.			
f Total of lines 3a through e	500,798.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	188,335.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				118,676.
e Remaining amount distributed out of corpus	69,659.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	570,457.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	155,289.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	415,168.			
10 Analysis of line 9:				
a Excess from 2008	79,443.			
b Excess from 2009	96,655.			
c Excess from 2010	113,345.			
d Excess from 2011	56,066.			
e Excess from 2012	69,659.			

Form 990-PF (2012)

C/O ROSE MCBRIDE

36-6971311

Page 10

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or

4942(1)(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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

JAMES L. GARARD, JR.

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 funds 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:

JAMES L. GARARD, JR. CHARITABLE TRUST

Form 990-PF (2012)

C/O ROSE MCBRIDE

36-6971311 Page 11

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				
ACHIEVEMENT CENTERS FOR CHILDREN WESTLAKE, OH	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500.
AMERICAN LUNG ASSOCIATION WASHINGTON, DC	NONE	PUBLIC CHARITY	UNRESTRICTED	25.
ALZHEIMER'S DISEASE RESEARCH CLARKSBURG, MD	NONE	PUBLIC CHARITY	UNRESTRICTED	100.
BOYS AND GIRLS CLUBS OF PALM BEACH PALM BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	150.
AMERICAN RED CROSS DALLAS, TX	NONE	PUBLIC CHARITY	UNRESTRICTED	50.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	188,320.
b Approved for future payment				
NONE				
Total			▶ 3b	0

[illegible]

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 100,000 GOLDMAN SACHS GROUP	P	12/05/08	04/24/12
b FNMA POOL	P	VARIOUS	VARIOUS
c 90,000 GECC	P	06/24/03	12/17/12
d FNMA - RETURN OF PRINCIPAL	P	05/21/01	02/27/12
e FNMA - RETURN OF PRINCIPAL	P	05/21/01	03/26/12
f FNMA - RETURN OF PRINCIPAL	P	05/21/01	04/25/12
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 105,471.		83,839.	21,632.
b 1,642.			1,642.
c 90,000.		90,000.	0.
d 337.			337.
e 145.			145.
f 146.			146.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			21,632.
b			1,642.
c			0.
d			337.
e			145.
f			146.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	23,902.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

36-6971311

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
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
AVON WALK FOR BREAST CANCER CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	250.
BETHESDA HOSPITAL FOUNDATION BOYNTON BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	26,250.
YMCA CAMP INDEPENDENCE INGLESIDE, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	2,800.
CHRIST THE KING PARISH CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
BRAIN RESEARCH FOUNDATION CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
CARIDAD CENTER BOYNTON BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
EVERCARE HOSPICE BEDFORD, NH	NONE	PUBLIC CHARITY	UNRESTRICTED	500.
GRACE FAMILY FOUNDATION TAMARAC, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
CRC RECOVERY FOUNDATION DELRAY BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	4,000.
VILLAGE OF GOLF, FLORIDA VILLAGE OF GOLF, FL	NONE	PUBLIC CHARITY	HAP FULLER MEMORIAL PARK	250.
Total from continuation sheets				186,495.

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

36-6971311

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
DEERFIELD ACADEMY DEERFIELD, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
EASTER SEALS CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	100.
EVANS SCHOLARS FOUNDATION GOLF, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	13,500.
FLAGLER MUSEUM PALM BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	225.
INTER-MOUNTAIN HUMANE SOCIETY PINE, CO	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
GLEN VIEW CLUB SCHOLARSHIP FUND GLENVIEW, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
HOSPICE OF PALM BEACH COUNTY WEST PALM BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	250.
J WOOD PLATT CADDIE SCHOLARSHIP TRUST BROOMALL, PA	NONE	PUBLIC CHARITY	UNRESTRICTED	200.
KAPPA ALPHA THETA FOUNDATION INDIANAPOLIS, IN	NONE	PUBLIC CHARITY	UNRESTRICTED	500.
LESCH NYHAN SYNDROM RESEARCH LAKE FOREST, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	250.
Total from continuation sheets				

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JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

36-6971311

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
LA CASA NORTE CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
LAKE FOREST ACADEMY LAKE FOREST, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	4,000.
LONE SURVIVOR FOUNDATION HOUSTON, TX	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
MARCH OF DIMES WHITE PLAINS, NY	NONE	PUBLIC CHARITY	UNRESTRICTED	50.
NATIONAL MILL DOG RESCUE PEYTON, CO	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500.
NORTH SHORE UNIVERSITY HEALTHSYSTEM EVANSTON, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	25,500.
NORTHFIELD COMMUNITY CHURCH NORTHFIELD, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	17,000.
NORTH SHORE COUNTRY DAY SCHOOL WINNETKA, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000.
NORTHWESTERN UNIVERSITY ANNUAL FUND EVANSTON, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
OLD ELM SCHOLARSHIP FOUNDATION CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500.
Total from continuation sheets				

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

36-6971311

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
NORTON MUSEUM OF ART WEST PALM BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
SARAHS INN OAK PARK, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
SEMPER FIDELIS HEALTH & WELLNESS DURHAM, NC	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
PARALYZED VETERANS OF AMERICA WASHINGTON, DC	NONE	PUBLIC CHARITY	UNRESTRICTED	100.
PHOENIX CHILDREN'S HOSPITAL PHOENIX, AZ	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
PILSEN HOMELESS SERVICES CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
ST EUSTACE EPISCOPAL CHURCH LAKE PLACID, NY	NONE	PUBLIC CHARITY	UNRESTRICTED	250.
PRINCETON UNIVERSITY PRINCETON, NJ	NONE	PUBLIC CHARITY	UNRESTRICTED	1,750.
PRINCETON UNIVERSITY (CLASS OF 1954) PRINCETON, NJ	NONE	PUBLIC CHARITY	UNRESTRICTED	100.
RAVINIA FESTIVAL ASSOCIATION HIGHLAND PARK, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	3,500.
Total from continuation sheets				

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

36-6971311

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
STARLIGHT CHILDRENS FOUNDATION - MIDWEST CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	2,400.
SEMESTER AT SEA ANNUAL FOUNDATION CHARLOTTESVILLE, VA	NONE	PUBLIC CHARITY	UNRESTRICTED	500.
SMART LOVE FAMILY SERVICE CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
THE SOCIETY OF THE FOUR ARTS PALM BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	20.
ST. JUDE CHILDREN'S RESEARCH MEMPHIS, TN	NONE	PUBLIC CHARITY	UNRESTRICTED	50.
ST. MARY'S HALL DOANE ACADEMY BURLINGTON, NJ	NONE	PUBLIC CHARITY	UNRESTRICTED	500.
ST. PAUL'S EPISCOPAL CHURCH DELRAY BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
THE AUXILIARY OF NORTSHORE UNIVERSITY HEALTHSYSTEM EVANSTON, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
THE CARA PROGRAM CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	2,500.
THE GATHERING PLACE DENVER, CO	NONE	PUBLIC CHARITY	UNRESTRICTED	500.
Total from continuation sheets				

JAMES L. GARARD, JR. CHARITABLE TRUST
C/O ROSE MCBRIDE

36-6971311

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE SEEING EYE MORRISTOWN, NJ	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
THRESHOLDS CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
USSGA MEMORIAL FUND GREENWICH, CT	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
WAYSIDE HOUSE INC. DELRAY BEACH, FL	NONE	PUBLIC CHARITY	UNRESTRICTED	500.
WORKING IN THE SCHOOLS (WITS) CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	22,000.
WTTW CHICAGO, IL	NONE	PUBLIC CHARITY	UNRESTRICTED	100.
USO ARLINGTON, VA	NONE	PUBLIC CHARITY	UNRESTRICTED	100.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERICAN EXPRESS CO	4,063.	0.	4,063.
BANK OF AMERICA 8.20%	10,250.	0.	10,250.
BOEING CAP CORP 5.8%	8,700.	0.	8,700.
CALAMOS CONV OPP & INC FD	7,980.	0.	7,980.
CATERPILLAR FINANCIAL SE	3,575.	0.	3,575.
CITIBANK NA	80.	0.	80.
DOMINION RESOURCES	4,188.	0.	4,188.
EXXON	872.	0.	872.
FNMA 6% 2/1/14	136.	0.	136.
GE CAPITAL INTERNOTES	11,250.	0.	11,250.
GOLDMAN SACHS GROUP	4,191.	0.	4,191.
IBM	990.	0.	990.
ING CLARION GLOBAL REAL ESTATE	5,980.	0.	5,980.
JOHNSON AND JOHNSON	1,200.	0.	1,200.
JPMORGAN CHASE 5.125%	5,125.	0.	5,125.
MFS CHARTER INC TR	12,980.	0.	12,980.
MFS MULTIMARKET INC TR	7,388.	0.	7,388.
MICROSOFT	830.	0.	830.
MURRAY ST	4,905.	0.	4,905.
NUVEEN R/E INC FD	2,760.	0.	2,760.
PIMCO CORP INC FD	27,720.	0.	27,720.
PLAINS ALL AMERN PIPELINE	1,538.	0.	1,538.
SUBURBAN PROPANE	853.	0.	853.
WESTERN ASSET HIGH INC FD	9,875.	0.	9,875.
WESTERN ASSETS HIGH INC OPP FD	11,628.	0.	11,628.
TOTAL TO FM 990-PF, PART I, LN 4	149,057.	0.	149,057.

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SIDLEY AUSTIN LLP	5,604.	5,604.		0.
TO FM 990-PF, PG 1, LN 16A	5,604.	5,604.		0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	161.	161.		0.
2012 ESTIMATED EXCISE TAX	3,632.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,793.	161.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS CHARITY BUREAU	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	15.	0.		15.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WESTERN ASSET HIGH INC OPP FD	201,048.	148,874.
WESTERN ASSET HIGH INC II	108,185.	96,600.
EXXON MOBIL CORP	25,665.	34,620.
IBM	26,639.	57,465.
JOHNSON AND JOHNSON	27,580.	35,050.
MICROSOFT	21,945.	26,710.
BANK OF AMERICA CORP 8.20%	99,015.	128,000.
DOMINION RESOURCES 8.375%	53,054.	53,860.
700 SH FACEBOOK INC	25,107.	18,634.
TOTAL TO FORM 990-PF, PART II, LINE 10B	588,238.	599,813.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
150,000 BOEING CAP CORP 5.8%	152,661.	150,260.	
90,000 GE CAP INTERNOTES	0.	0.	
JP MORGAN CHASE	98,495.	106,354.	
GOLDMAN SACHS GROUP	0.	0.	
CATERPILLAR FINANCIAL SE	51,370.	65,103.	
AMERICAN EXPRESS 8.125%	50,256.	67,736.	
100,000 GENERAL ELECTRIC CAP CORP 5/15/18	117,140.	118,044.	
100,000 MURRAY ST INV TRUST I	101,574.	108,165.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	571,496.	615,662.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
15,000 MFS MULTIMARKET INC TR	COST	99,380.	109,200.
316,689 FNMA 6% 2/1/14	COST	1,149.	1,164.
18,000 PIMCO CORP INC FD	COST	269,897.	317,700.
7,000 CALAMOS CONV OPP & INC FD	COST	100,605.	83,580.
20,000 MFS CHARTER INC TR	COST	174,365.	202,400.
10,000 CBRE CLARION GLOBAL REAL ESTATE	COST	139,424.	88,600.
NUVEEN R/E INC FD	COST	83,754.	31,440.
SUBURBAN PROPANE PARTNERS LP	COST	41,376.	38,860.
1,500 PLAINS ALL AMERN PIPELINE	COST	95,089.	135,720.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,005,039.	1,008,664.