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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust**
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

and ending

Name of foundation

FREDERICK, CRESCENT C TR U/W

Number and street (or P O box number if mail is not delivered to street address)

Wells Fargo Bank N.A. - 101N Independence Mall E MACY4372-062

City or town, state, and ZIP code

Philadelphia

PA

19106-2112

G Check all that apply.

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☒

Address change

☐

Name change

H Check type of organization:

☐

Section 501(c)(3) exempt private foundation

☒ Section 4947(a)(1) nonexempt charitable trust☐

Other taxable private foundation

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

544,654

J Accounting method.

☐

Other (specify)

☒

Cash

☐

Accrual

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(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 (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5 a Gross rents

b Net rental income or (loss)

6 a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 208,024

7 Capital gain net income (from Part IV, line 2)

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

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16 a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see instructions.

HTA

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Page 2

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	1,204		
	2 Savings and temporary cash investments	16,887	21,628	21,628
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis			
Liabilities	Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	476,843	471,256	523,026
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	494,934	492,884	544,654
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	494,934	492,884	
	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)	494,934	492,884	
	31 Total liabilities and net assets/fund balances (see instructions)	494,934	492,884	

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	494,934
2 Enter amount from Part I, line 27a	2	-1,237
3 Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	1,317
4 Add lines 1, 2, and 3	4	495,014
5 Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	2,130
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	492,884

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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	13,475
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.

(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	23,381	537,909	0.043466
2010	13,636	516,681	0.026392
2009	16,767	461,459	0.036335
2008	27,904	530,621	0.052587
2007	26,907	582,672	0.046179

2 Total of line 1, column (d)	2	0.204959
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	0.040992
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	529,175
5 Multiply line 4 by line 3	5	21,692
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	240
7 Add lines 5 and 6	7	21,932
8 Enter qualifying distributions from Part XII, line 4 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	8	25,152

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 <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	240	
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	240	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	240	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	444		
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	444		
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	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	204		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 204 Refunded <input type="checkbox"/> 0	11	0		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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 <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$		
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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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?	13	X	
Website address ► N/A				
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933			
Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA 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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				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 ► <input type="checkbox"/>	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		
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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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?**6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** 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 (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	7,238		

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	519,631
b	Average of monthly cash balances	1b	17,602
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	537,233
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	537,233
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	8,058
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	529,175
6	Minimum investment return. Enter 5% of line 5	6	26,459

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	26,459
2a	Tax on investment income for 2012 from Part VI, line 5	2a	240
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	240
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	26,219
4	Recoveries of amounts treated as qualifying distributions	4	677
5	Add lines 3 and 4	5	26,896
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	26,896

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	25,152
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	25,152
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	240
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,912

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				26,896
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			13,067	
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 ▶ \$ 25,152				
a Applied to 2011, but not more than line 2a			13,067	
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				12,085
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				14,811
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				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	22,289
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities**Enter gross amounts unless otherwise indicated**

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			14	16,229	
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			18	13,475	
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		29,704	0
13 Total. Add line 12, columns (b), (d), and (e)				13	29,704

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FREDERICK, CRESCENT C TR UW

37-6197300 Page 1 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ST JOHN'S CATHOLIC CHURCH

Street

PO BOX 249

City WOODHULL	State IL	Zip Code 61490	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) Public Charity
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,147
---	------------------------

Name

CORPUS CHRISTI CATHOLIC CHURCH

Street

273 S PRAIRIE ST

City GALESBURG	State IL	Zip Code 61401	Foreign Country
--------------------------	--------------------	--------------------------	------------------------

Relationship NONE	Foundation Status 501(c)(3) Public Charity
-----------------------------	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,823
---	------------------------

Name

IMMACULATE HEART OF MARY PARISH

Street

2401 N BROAD ST

City GALESBURG	State IL	Zip Code 61401	Foreign Country
--------------------------	--------------------	--------------------------	------------------------

Relationship NONE	Foundation Status 501(c)(3) Public Charity
-----------------------------	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 17,169
---	-------------------------

Name

SOCIETY OF THE DIVINE SAVIOR

Street

SALVATORIAN CENTER

City	State WI	Zip Code 53061	Foreign Country
-------------	--------------------	--------------------------	------------------------

Relationship NONE	Foundation Status 501(c)(3) Public Charity
-----------------------------	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 20
---	---------------------

Name

FATHER FLANAGANS BOYS HOME

Street

City BOYS TOWN	State NE	Zip Code 68010	Foreign Country
--------------------------	--------------------	--------------------------	------------------------

Relationship NONE	Foundation Status 501(c)(3) Public Charity
-----------------------------	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10
---	---------------------

Name

SOCIETY OF THE LITTLE FLOWER

Street

1313 FRONTAGE RD

City DARIEN	State IL	Zip Code 60559	Foreign Country
-----------------------	--------------------	--------------------------	------------------------

Relationship NONE	Foundation Status 501(c)(3) Public Charity
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10
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FREDERICK, CRESCENT C TR U/W

37-6197300 Page 2 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE ROSEBUD EDUCATIONAL SOCIETY

Street

PO BOX 149

City

ST FRANCIS

State

SD

Zip Code

57572

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

ST JUDE SHRINE

Street

309 N PACA ST

City

BALTIMORE

State

MD

Zip Code

21201

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SVD CATHOLIC UNIVERSITIES

Street

1835 WAUKEGAN RD

City

TECHNY

State

IL

Zip Code

60082

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

ORDER OF OUR LADY OF MERCY

Street

MONASTERY SEMINARY

City

LEROY

State

NY

Zip Code

14482

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

MOST SACRED HEART OF JESUS

Street

THIRD ORDER REGULAR OF ST FRANCIS

City

LORETTA

State

PA

Zip Code

75940

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SISTER OF CHARITY

Street

MT THOR RD DEPAUL CTR

City

GREENSBURG

State

PA

Zip Code

15601

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

FREDERICK, CRESCENT C TR U/W

37-6197300 Page 3 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ST LABRE INDIAN SCHOOL EDUC ASSOC

Street

PO BOX 216

City

ASHLAND

State

MT

Zip Code

59003

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

ST JOSEPH INDIAN SCHOOL

Street**City**

CHAMBERLAIN

State

SD

Zip Code

57325

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SACRED HEART SOUTHERN MISSIONS, INC

Street**City**

WALLS

State

MS

Zip Code

38680

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

CATHOLICS INSTITUTES OF PITTSBURGH PA

Street

111 BLVD OF ALLIES

City

PITTSBURGH

State

PA

Zip Code

15222

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

PRIEST OF THE SACRED HEART

Street

PO BOX 900

City

HALES CORNER

State

WI

Zip Code

53130

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

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

Security Type	Account #	EIN	CUSIP	Asset Name	Fed Cost	FMV	Units
Savings & Temp Inv	55489100	37-6197300	VP0528308	FEDERATED TREAS OBL FD 68	20,128 82	20,128 82	20,128 82
Savings & Temp Inv	55489100	37-6197300	VP0528308	FEDERATED TREAS OBL FD 68	204 83	204 83	204 83
Cash	55489100	37-6197300			1,294 64	1,294 64	1,294 64
					<u>21,628 29</u>	<u>21,628 29</u>	
Invest - Other	55489100	37-6197300	04314H204	ARTISAN INTERNATIONAL FUND #661	11,393 91	15,968 65	649 40
Invest - Other	55489100	37-6197300	256210105	DODGE & COX INCOME FD COM #147	44,030 81	47,622 50	3,435 97
Invest - Other	55489100	37-6197300	411511504	HARBOR CAPITAL APRCTON-INST #2012	18,429 11	25,888 85	608 86
Invest - Other	55489100	37-6197300	589509108	MERGER FD SH BEN INT #260	10,618 49	10,685 99	675 05
Invest - Other	55489100	37-6197300	693390700	PIMCO TOTAL RET FD-INST #35	85,098 90	85,550 46	7,611 25
Invest - Other	55489100	37-6197300	693390882	PIMCO FOREIGN BD FD USD H-INST #103	22,622 57	22,963 03	2,128 18
Invest - Other	55489100	37-6197300	77957P105	T ROWE PRICE SHORT TERM BD FD #55	11,509 16	11,702 19	2,412 82
Invest - Other	55489100	37-6197300	04314H600	ARTISAN MID CAP FUND-INS #1333	13,292 45	13,087 61	335 15
Invest - Other	55489100	37-6197300	464287648	ISHARES RUSSELL 2000 GROWTH	11,836 05	12,199 68	128 00
Invest - Other	55489100	37-6197300	464287200	ISHARES CORE S & P 500 ETF	11,149 40	15,172 84	106 00
Invest - Other	55489100	37-6197300	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	23,269 36	23,652 44	2,042 53
Invest - Other	55489100	37-6197300	256206103	DODGE & COX INTL STOCK FD #1048	14,163 17	16,435 92	474 48
Invest - Other	55489100	37-6197300	552983694	MFS VALUE FUND-CLASS I #893	18,537 53	19,738 91	775 29
Invest - Other	55489100	37-6197300	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	26,463 70	27,363 45	1,783 80
Invest - Other	55489100	37-6197300	262028855	DRIEHAUS ACTIVE INCOME FUND	10,720 98	10,847 72	1,016 66
Invest - Other	55489100	37-6197300	339128100	JP MORGAN MID CAP VALUE-I #758	7,838 91	11,134 51	397 80
Invest - Other	55489100	37-6197300	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	15,945 06	12,799 96	1,195 14
Invest - Other	55489100	37-6197300	922908553	VANGUARD REIT VIPER	8,175 53	16,910 60	257 00
Invest - Other	55489100	37-6197300	922042858	VANGUARD MSCI EMERGING MARKETS ETF	9,279 68	12,869 17	289 00
Invest - Other	55489100	37-6197300	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	11,356 17	12,843 23	368 21
Invest - Other	55489100	37-6197300	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	12,351 23	16,994 85	411 00
Invest - Other	55489100	37-6197300	766287645	RIDGEWORTH SEIX HY BD-I #5855	29,162 53	33,262 41	3,273 86
Invest - Other	55489100	37-6197300	367829884	GATEWAY FUND - Y #1986	13,337 04	13,191 08	486 58
Invest - Other	55489100	37-6197300	22544R305	CREDIT SUISSE COMM RET ST-I #2156	23,145 51	20,822 65	2,593 11
Invest - Other	55489100	37-6197300	487300808	KEELEY SMALL CAP VAL FD CL I #2251	7,528 46	13,317 16	462 24
					<u>471,255 71</u>	<u>523,025 86</u>	

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	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Totals	
													Gross Sales	Net Gain or Loss
	Long Term CG Distributions	Amount											208,024	13,475
	Short Term CG Distributions	1,925											0	0
1	X SPDR DJ WILSHIRE INTERNA	78463X863			2/22/2011		8/8/2012	1,589	1,613					-24
2	X T ROWE PRICE SHORT TERM	77957P105			8/10/2009		11/19/2012	5,898	5,900					98
3	X T ROWE PRICE SHORT TERM	77957P105			2/14/2012		11/19/2012	7,983	7,987					16
4	X T ROWE PRICE SHORT TERM	77957P105			2/14/2012		8/8/2012	24,963	24,911					52
5	X T ROWE PRICE SHORT TERM	77957P105			2/14/2012		5/8/2012	14,637	14,507					30
6	X T ROWE PRICE SHORT TERM	77957P105			2/14/2012		8/8/2012	1,848	1,844					4
7	X RIDGEWORTH SEIX HY BD-1#	76828T845			10/24/2011		11/19/2012	873	830					43
8	X RIDGEWORTH SEIX HY BD-1#	76828T845			10/24/2011		8/8/2012	2,203	2,188					95
9	X RIDGEWORTH SEIX HY BD-1#	76828T845			10/24/2011		5/8/2012	411	397					14
10	X RIDGEWORTH SEIX HY BD-1#	76828T845			2/5/2010		5/8/2012	48	48					2
11	X JP MORGAN MID CAP VALUE	339128100			2/5/2010		2/10/2012	731	543					188
12	X DODGE & COX INCOME FD CC	256210105			5/10/2012		11/19/2012	5,124	5,036					88
13	X DODGE & COX INCOME FD CC	256210105			8/10/2012		11/19/2012	11,007	10,896					111
14	X DODGE & COX INCOME FD CC	256210105			2/4/2011		4/16/2012	1,199	1,164					35
15	X DODGE & COX INCOME FD CC	256210105			2/4/2011		2/10/2012	8,693	8,440					243
16	X DODGE & COX INCOME FD CC	256210105			8/12/2011		2/10/2012	12,428	12,317					109
17	X DODGE & COX INCOME FD CC	256210105			10/8/2010		2/10/2012	2,899	2,863					36
18	X DODGE & COX INTL STOCK F	256206103			2/5/2010		8/8/2012	2,194	2,081					113
19	X DODGE & COX INTL STOCK F	256206103			5/10/2012		8/8/2012	578	561					15
20	X RIDGEWORTH SEIX HY BD-1#	76828T845			10/19/2009		5/8/2012	595	545					40
21	X RIDGEWORTH SEIX HY BD-1#	76828T845			2/5/2010		2/10/2012	513	488					25
22	X RIDGEWORTH SEIX HY BD-1#	76828T845			2/4/2011		2/10/2012	98	100					-4
23	X PIMCO FOREIGN BD FD USD	693390882			8/12/2011		8/8/2012	7,205	6,911					294
24	X PIMCO FOREIGN BD FD USD	693390882			8/12/2011		4/16/2012	477	469					8
25	X PIMCO FOREIGN BD FD USD	693390882			2/14/2012		2/14/2012	570	563					7
26	X PIMCO TOTAL RET FD-INST #	693390700			2/5/2010		4/16/2012	1,543	1,514					29
27	X PIMCO TOTAL RET FD-INST #	693390700			2/5/2010		2/10/2012	9,367	9,249					118
28	X PIMCO TOTAL RET FD-INST #	693390700			8/12/2011		2/10/2012	12,542	12,487					45
29	X PIMCO TOTAL RET FD-INST #	693390700			10/8/2010		2/10/2012	2,411	2,541					-130
30	X MERGER FD SH BEN INT #260	589509108			5/3/2010		8/8/2012	111	110					1
31	X CREDIT SUISSE COMM RT ST	22544R305			8/12/2011		8/8/2012	730	805					-75
32	X ARTISAN INTERNATIONAL FU	04314H204			4/28/2005		8/8/2012	765	710					55
33	X ARTISAN INTERNATIONAL FU	04314H204			12/12/2005		8/8/2012	2,305	2,150					155
34	X ARTISAN INTERNATIONAL FU	04314H204			12/12/2005		5/8/2012	708	684					24
35	X VANGUARD REIT VIPER	922908553			2/4/2009		8/8/2012	461	203					258
36	X VANGUARD REIT VIPER	922908553			2/4/2009		5/8/2012	914	419					495
37	X VANGUARD REIT VIPER	922908553			2/4/2009		2/10/2012	1,885	964					1,021
38	X TCW SMALL CAP GROWTH FI	87234N849			8/12/2011		12/19/2012	3,831	3,824					107
39	X TCW SMALL CAP GROWTH FI	87234N849			8/10/2012		11/19/2012	823	874					-51
40	X TCW SMALL CAP GROWTH FI	87234N849			5/10/2012		11/19/2012	714	764					-50
41	X TCW SMALL CAP GROWTH FI	87234N849			5/3/2010		2/10/2012	824	762					62
42	X TCW SMALL CAP GROWTH FI	87234N849			7/23/2010		12/19/2012	871	599					72
43	X TCW SMALL CAP GROWTH FI	87234N849			5/3/2010		12/19/2012	1,895	1,718					-23
44	X TCW SMALL CAP GROWTH FI	87234N849			5/3/2010		11/19/2012	3,881	4,130					-249
45	X JP MORGAN MID CAP VALUE	339128100			2/5/2010		4/16/2012	1,248	899					349
46	X MAINSTAY EP US EQUITY-INS	560631302			12/3/2008		8/8/2012	6,195	4,830					1,365
47	X MAINSTAY EP US EQUITY-INS	560631302			12/3/2008		2/10/2012	6,041	4,640					1,401
48	X LAUDUS MONDRIAN INTL FFI	51855Q655			11/23/2010		8/8/2012	6,149	6,082					67
49	X LAUDUS MONDRIAN INTL FFI	51855Q655			2/4/2011		8/8/2012	1,210	1,200					10
50	X KEELEY SMALL CAP VAL FD	487300808			8/12/2011		2/10/2012	1,057	923					134
51	X SHARES S & P 500 INDEX FU	48428T200			2/4/2009		4/16/2012	6,092	3,720					2,342
52	X SHARES S & P 500 INDEX FU	48428T200			2/4/2009		2/10/2012	942	592					350
53	X HUSSMAN STRATEGIC GROW	448108100			2/7/2008		8/13/2012	1,557	2,157					-600
54	X HUSSMAN STRATEGIC GROW	448108100			4/22/2008		8/13/2012	378	525					-147
55	X HUSSMAN STRATEGIC GROW	448108100			9/13/2007		8/13/2012	38	53					-15
56	X HARBOR CAPITAL APRCION	411511504			9/13/2007		4/16/2012	690	570					120
57	X HARBOR CAPITAL APRCION	411511504			8/12/2011		2/10/2012	985	855					130
58	X GOLDMAN SACHS GRTH OPP	38142Y401			2/5/2010		4/10/2012	2,482	2,215					287
59	X GOLDMAN SACHS GRTH OPP	38142Y401			8/12/2011		4/10/2012	9,089	7,133					1,956
60	X GOLDMAN SACHS GRTH OPP	38142Y401			8/12/2011		2/10/2012	564	508					56
61	X JP MORGAN MID CAP VALUE	339128100			2/5/2010		8/8/2012	216	150					68

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

		1,039	0	0	1,039
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEE	1,039			1,039

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

		360	103	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX W/H	103	103		
2	ESTIMATED TAXES	257			

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

		15	0	0	15
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	15	0		15

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

Asset Description		Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS	476,843	471,256	523,026

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	640
2	PY Return of Grant	2	677
3	Total	3	1,317

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

1	Cost Basis Adjustment	1	176
2	Mutual Fund & CTF Income Subtraction	2	1,760
3	PY Return of Capital Adjustment	3	194
4	Total	4	2,130

	Amount
Long Term CG Distributions	1,925

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D		101N Independence Mall E MACY137	Philadelphia	PA	19106-2112		TRUSTEE	4 00	7,238	0	0
14,476										0	0	0

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

	Date	Amount
1 Credit from prior year return		1 187
2 First quarter estimated tax payment	12/31/2012	2 257
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		7 444

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	<u>13,067</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>13,067</u>