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

2012

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

For calendar year 2012 or tax year beginning _____, and ending _____

Name of foundation

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

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

17 WESTMORELAND PLACE

A Employer identification number

37-6448116

City or town, state, and ZIP code

ST. LOUIS, MO 63108

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)

J Accounting method: Cash Accrual
 Other (specify) _____

► \$ 2,033,600. (Part I, column (d) must be on cash basis.)

B Telephone number

(314) 367-7208

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► 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))

		(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	310,000.		N/A	
2	Check ► <input 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	58,992.	58,992.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	36,323.			
b	Gross sales price for all assets on line 6a	777,394.			
7	Capital gain net income (from Part IV, line 2)		36,323.		
8	Net short-term capital gain				
9	Income modifications				
	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	1,598.	1,598.		STATEMENT 2
12	Total. Add lines 1 through 11	406,913.	96,913.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	2,565.	0.	
c	Other professional fees				
17	Interest				
18	Taxes	STMT 4	1,176.	0.	
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 5	10,333.	10,333.	0.
24	Total operating and administrative expenses. Add lines 13 through 23		14,074.	10,333.	0.
25	Contributions, gifts, grants paid		93,200.		93,200.
26	Total expenses and disbursements. Add lines 24 and 25		107,274.	10,333.	93,200.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements		299,639.		
b	Net investment income (if negative, enter -0-)			86,580.	
c	Adjusted net income (if negative, enter -0-)				N/A

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12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

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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	528,153.	255,834.	255,834.
	2	Savings and temporary cash investments			
	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	STMT 6		
	b	Investments - corporate stock	1,046,983.	1,618,941.	1,777,766.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)	1,575,136.	1,874,775.	2,033,600.
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	1,575,136.	1,874,775.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	Total net assets or fund balances	1,575,136.	1,874,775.	
	31	Total liabilities and net assets/fund balances	1,575,136.	1,874,775.	

Part II 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)	1,575,136.
2	Enter amount from Part I, line 27a	299,639.
3	Other increases not included in line 2 (itemize) ►	0.
4	Add lines 1, 2, and 3	1,874,775.
5	Decreases not included in line 2 (itemize) ►	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,874,775.

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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.)
a WILLIAM BLAIR & CO - SEE ATTACHED			P	01/01/10	12/31/12
b WILLIAM BLAIR & CO - SEE ATTACHED			P	01/01/12	12/31/12
c CAPITAL GAINS DIVIDENDS					
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 507,140.		513,358.	<6,218. >		
b 269,083.		227,713.	41,370.		
c 1,171.			1,171.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			<6,218. >		
b			41,370.		
c			1,171.		
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	36,323.	
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	64,432.	1,209,964.	.053251
2010	49,651.	1,030,679.	.048173
2009	0.	491,904.	.000000
2008			
2007			

2 Total of line 1, column (d)	2	.101424
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	.033808
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,722,945.
5 Multiply line 4 by line 3	5	58,249.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	866.
7 Add lines 5 and 6	7	59,115.
8 Enter qualifying distributions from Part XII, line 4	8	93,200.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

1c 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

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 ►

1	866.
2	0.
3	866.
4	0.
5	866.
6a	600.
6b	
6c	
6d	
7	600.
8	
9	266.
10	
11	

Refunded ►

Part VI-A Statements Regarding Activities

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?

Yes No

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

1a 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.

1b X

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

2 X

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

3 X

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

4a X

If "Yes," attach a detailed description of the activities.

4b 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

5 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

6 X

b If "Yes," has it filed a tax return on Form 990-T for this year?

7 X

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

N/A

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

8a X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

8b X

• 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?

9 X

7 Did the foundation have at least \$5,000 in assets at any time during the year?

10 X

If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NONE

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

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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 ► MARY STRAUSS Telephone no. ► (314) 367-7208
Located at ► 17 WESTMORELAND PLACE, ST. LOUIS, MO ZIP+4 ► 63108

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

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
a 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? 1a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? 1a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? 1a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? 1a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <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)? 1a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input 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.) 1a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input 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)? 1b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
Organizations relying on a current notice regarding disaster assistance check here 1b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): 2		
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? 2a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
If "Yes," list the years ► 2a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input 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.) 2b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 2b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
► 2b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 3a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input 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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		

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Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input type="checkbox"/>		
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).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>		
If "Yes" to 6b, file Form 8870	<input type="checkbox"/>		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		
	<input type="checkbox"/>		

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
MARY STRAUSS 17 WESTMORELAND PLACE ST. LOUIS, MO 63108	TRUSTEE	1.00	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

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Part V

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."

(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



0

Part VI-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 VI-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.	
4	
Total. Add lines 1 through 3	0.

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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 1,680,839.
b Average of monthly cash balances	1b 68,344.
c Fair market value of all other assets	1c
d Total (add lines 1a, b, and c)	1d 1,749,183.
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 1,749,183.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 26,238.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,722,945.
6 Minimum investment return. Enter 5% of line 5	6 86,147.

Part X 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 86,147.
2a Tax on investment income for 2012 from Part VI, line 5	2a 866.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 866.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 85,281.
4 Recoveries of amounts treated as qualifying distributions	4 0.
5 Add lines 3 and 4	5 85,281.
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 85,281.

Part X 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 93,200.
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 93,200.
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	5 866.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 92,334.

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)

223571
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LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

Form 990-PF (2012)

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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				85,281.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011	633.			
f Total of lines 3a through e	633.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 93,200.			0.	
a Applied to 2011, but not more than line 2a				
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				85,281.
e Remaining amount distributed out of corpus	7,919.			
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:	8,552.			
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		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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	8,552.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	633.			
e Excess from 2012	7,919.			

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(l)(3) or 4942(l)(5)

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).)

MARY STRAUSS

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:

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

Form 990-PF (2012)

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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
a Paid during the year				
COCA 524 TRINITY AVENUE ST. LOUIS, MO 63130	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	20,000.
THE ST. LOUIS ART MUSEUM 1 ST. LOUIS, FINE ARTS DRIVE ST. LOUIS, MO 63110	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
OPERA THEATRE OF ST. LOUIS 210 HAZEL AVENUE ST. LOUIS, MO 63119	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
GRAND CENTER 3526 WASHINGTON AVENUE, 2ND FLOOR ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
REPERTORY THEATRE OF ST. LOUIS 130 EDGAR ROAD WEBSTER GROVES, MO 63119	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 93,200.
b Approved for future payment				
NONE				
Total				► 3b 0.

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12-05-12

Form 990-PF (2012)

Part XVIIA 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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	58,992.
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				14	1,598.
8 Gain or (loss) from sales of assets other than inventory					
				18	36,323.
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.	96,913.
13 Total. Add line 12, columns (b), (d), and (e)					0.
(See worksheet in line 13 instructions to verify calculations.)				13	96,913.

Relationship of Activities to the Accomplishment of Exempt Purposes

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

2012

Name of the organization

**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

Employer identification number

37-6448116

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

Employer identification number

37-6448116

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARY B. STRAUSS 17 WESTMORELAND PLACE ST. LOUIS, MO 63108	\$ 310,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

Employer identification number

37-6448116

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

Employer identification number

37-6448116

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

LEON AND MARY STRAUSS CHARITABLE FOUNDATION

37-6448116

Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MAXX LOUIE PRODUCTIONS 15 TOPTON WAY 1C ST. LOUIS, MO 63105	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
SHAKESPEARE FESTIVAL 5715 ELIZABETH AVENUE ST. LOUIS, MO 63110	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
LAUMEIER SCULPTURE PARK 12580 ROTT ROAD ST. LOUIS, MO 63127	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,200.
JAZZ ST. LOUIS 3547 OLIVE STREET, SUITE 260 ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
NINE NETWORK OF PUBLIC MEDIA 3655 OLIVE STREET ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
ST. LOUIS BALLET 218 THF BOULEVARD CHESTERFIELD, MO 63005	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	25,000.
DANCE ST. LOUIS 3547 OLIVE STREET, SUITE 300 ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
SHELDON ART GALLERIES 3648 WASHINGTON BOULEVARD ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	2,500.
CIRCUS FLORA 3547 OLIVE STREET, 2ND FLOOR ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
CIRCUS HARMONY 4120 PARKER ROAD FLORRISANT, MO 63033	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
<u>Total from continuation sheets</u>				57,200.

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05-01-12

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

37-6448116

Part XG | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WILLIAM BLAIR & CO. LLC	60,163.	1,171.	58,992.
TOTAL TO FM 990-PF, PART I, LN 4	60,163.	1,171.	58,992.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,598.	1,598.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,598.	1,598.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	2,565.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,565.	0.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	576.	0.		0.
ESTIMATED EXCISE TAXES PAID	600.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,176.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	9,801.	9,801.		0.
FOREIGN TAX WITHHOLDING	532.	532.		0.
TO FORM 990-PF, PG 1, LN 23	10,333.	10,333.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES	1,618,941.	1,777,766.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,618,941.	1,777,766.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT

7

NAME OF CONTRIBUTOR

ADDRESS

MARY STRAUSS

17 WESTMORELAND PLACE
ST. LOUIS, MO 63108

William Blair & Company, L.L.C.

LEON & MARY STRAUSS CHARITABLE FOUNDATION
REALIZED GAINS AND LOSSES

452-28103-18 RR# 590

From 12-31-11 Through 12-31-12

Open Date	Close Date	Quantity	Security	Unit Cost	Cost Basis	Amort. or Accretion	Unit Price	Proceeds	Gain Or Loss	
									Short Term	Long Term
03-24-11	02-02-12	750	***TYCO INTERNATIONAL LTD	44.79	33,599		50.51	37,889	4,289.76	
01-26-11	02-06-12	1,500	***NIELSEN HOLDINGS N V US LISTED	24.82	37,236		28.92	43,380		6,143.31
05-11-11	02-24-12	750	JOHNSON & JOHNSON	66.40	49,801		64.24	48,186	-1,614.64	
06-14-10	03-08-12	750	CARMAX INC	21.07	15,804		33.50	25,128		9,324.36
08-30-11	03-21-12	500	PFIZER INC	18.84	9,422		21.73	10,869	1,447.00	
12-24-09	03-21-12	253 807	**EURO PAC GROWTH FUND CL F1	38.22	9,703		39.40	10,000		296.96
01-24-12	04-20-12	500	MERCK & CO INC NEW	39.09	19,547		38.65	19,329	-217.39	
12-24-09	04-20-12	350	SELECT SECTOR SPDR TR	31.49	11,024		34.95	12,235		1,210.78
09-09-10	04-20-12	150	SBI UTILS SELECT INDE	31.71	4,756		34.95	5,243		487.22
12-24-09	04-20-12	1,990 446	**HARBOR BOND FUND INSTITUTIONAL	12.15	24,183		12.55	25,000		816.07
02-28-12	04-25-12	1,000	EATON CORP	52.49	52,495		49.01	49,010	-3,484.53	
12-24-09	04-30-12	200	STERICYCLE INC	55.86	11,173		86.49	17,299		6,125.63
06-8-10	04-30-12	200	STERICYCLE INC	65.84	13,169		86.49	17,299		4,129.63
09-09-10	04-30-12	100	STERICYCLE INC	68.56	6,856		86.49	8,649		1,792.82
01-11-12	07-13-12	150	DEERE & CO	84.44	12,667		77.24	11,587	-1,079.88	
04-25-12	07-13-12	400	WYNN RESORTS LTD	126.51	50,604		95.64	38,259	-12,344.82	
01-11-12	07-17-12	350	DEERE & CO	84.44	29,556		74.93	26,228	-3,328.25	
02-21-12	07-17-12	150	DEERE & CO	84.47	12,671		74.93	11,240	-1,431.24	
07-13-12	08-21-12	500	ESTEE LAUDER COMPANIES INC CL A	51.74	25,874		60.34	30,170		4,296.32
07-13-12	09-11-12	500	ESTEE LAUDER COMPANIES INC CL A	51.74	25,874		60.18	30,092	4,218.02	
06-14-10	09-20-12	500	CARMAX INC	21.07	10,536		29.63	14,817		4,281.81
08-10-11	09-20-12	250	CARMAX INC	26.38	6,595		29.63	7,408		813.66
12-24-09	09-20-12	150	UNITED TECHNOLOGIES CORP	70.53	10,580		80.51	12,077		1,496.96
03-29-10	09-20-12	250	UNITED TECHNOLOGIES CORP	73.97	18,494		80.51	20,129		1,634.94
12-31-10	10-03-12	100	COSTCO WHOLESALE CORP-NEW	72.32	7,232		99.72	9,972		2,739.77

The information herein has been taken from sources we believe to be reliable and is presented without representation as to accuracy or completeness. Prices and amounts shown should not be used for tax reporting purposes without verification from original transaction confirmations.

William Blair & Company, L.L.C.

LEON & MARY STRAUSS CHARITABLE FOUNDATION
REALIZED GAINS AND LOSSES
From 12-31-11 Through 12-31-12

452-28103-18 RR#: 590

Open Date	Close Date	Quantity	Security	Unit Cost	Cost Basis	Amort. or Accretion	Unit Price	Proceeds	Gain Or Loss	
									Short Term	Long Term
12-24-09	11-06-12	500	VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	40.76	20,380		42.29	21,147		767.67
12-31-10	11-06-12	250	VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	48.17	12,044		42.29	10,573		-1,471.14
01-19-12	11-06-12	250	VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	41.78	10,445		42.29	10,573		128.84
12-30-11	11-07-12	1,500	AT&T INC	30.35	45,525		33.72	50,593	5,068.86	
09-09-10	11-07-12	250	SELECT SECTOR SPDR TR SBI UTILS SELECT INDE	31.71	7,927		34.83	8,707		779.75
03-09-12	11-07-12	250	SELECT SECTOR SPDR TR SBI UTILS SELECT INDE	35.24	8,812		34.83	8,707		-104.93
02-02-12	12-03-12	700	STARWOOD HOTELS & RESORTS WORLDWIDE INC NE	53.50	37,451		53.21	37,247		-204.12
03-09-12	12-03-12	800	STARWOOD HOTELS & RESORTS WORLDWIDE INC NE	55.19	44,157		53.21	42,568		-1,588.95
08-16-12	12-12-12	500	FEDEX CORP	89.72	44,861		89.18	44,593		-268.15
TOTAL GAINS									19,448.80	42,841.36
TOTAL LOSSES									-25,666.90	-1,471.14
TOTAL REALIZED GAIN/LOSS		35,152							-6,218.10	41,370.22

The information herein has been taken from sources we believe to be reliable and is presented without representation as to accuracy or completeness. Prices and amounts shown should not be used for tax reporting purposes without verification from original transaction confirmations.