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 , 2012, and ending , 20

Name of foundation: DEROY TESTAMENTARY FOUNDATION

A Employer identification number: 38-2208833

Number and street (or P O box number if mail is not delivered to street address): 26999 CENTRAL PARK BOULEVARD

Room/suite: 160

B Telephone number (see instructions): (248) 827-0920

City or town, state, and ZIP code: SOUTHFIELD, MI 48076

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 49,069,773.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) ____ (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,731,452.	1,731,452.	1,731,452.	ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,185,934.			
	b Gross sales price for all assets on line 6a 15,107,173.				
	7 Capital gain net income (from Part IV, line 2)		2,185,934.		
	8 Net short-term capital gain			284,039.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	9,680.	9,680.	9,680.	
	12 **Total.** Add lines 1 through 11	3,927,066.	3,927,066.	2,025,171.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	275,089.	137,545.	137,544.	137,544.
	14 Other employee salaries and wages	68,580.	34,290.	34,290.	34,290.
	15 Pension plans, employee benefits	93,843.	46,922.	46,921.	46,921.
	16a Legal fees (attach schedule) ATCH 3	2,021.	1,011.	1,010.	1,010.
	b Accounting fees (attach schedule) ATCH 4	18,000.	9,000.	9,000.	9,000.
	c Other professional fees (attach schedule) *	199,395.	99,698.	99,697.	99,697.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 6	83,453.	17,790.	17,791.	12,663.
	19 Depreciation (attach schedule) and depletion	275.	275.	275.	
	20 Occupancy	19,211.	9,606.	9,605.	9,605.
	21 Travel, conferences, and meetings	243.	61.	61.	61.
	22 Printing and publications	1,054.	527.	527.	527.
	23 Other expenses (attach schedule) ATCH 7	6,213.	3,107.	3,106.	3,106.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	767,377.	359,832.	359,827.	354,424.
	25 Contributions, gifts, grants paid	2,092,063.			2,092,063.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,859,440.	359,832.	359,827.	2,446,487.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	1,067,626.			
	b **Net investment income** (if negative, enter -0-)		3,567,234.		
	c **Adjusted net income** (if negative, enter -0-)			1,665,344.	

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JSA **For Paperwork Reduction Act Notice, see instructions.** *ATCH 5 Form **990-PF** (2012)

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9-14 5

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	437,611.	982,819.	982,819.
2 Savings and temporary cash investments	1,098,935.	1,890,623.	1,890,623.
3 Accounts receivable ▶ 145,774.			
Less allowance for doubtful accounts ▶	95,171.	145,774.	145,774.
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) **	96,801.	551,865.	547,183.
b Investments - corporate stock (attach schedule) ATCH 9	27,043,085.	27,981,201.	33,354,678.
c Investments - corporate bonds (attach schedule) ATCH 10	12,917,045.	11,174,615.	12,134,123.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment basis ▶ 26,233.			ATCH 11
Less accumulated depreciation (attach schedule) ▶ 26,233.			6,670.
15 Other assets (describe ▶ ATCH 12)	8,177.	7,903.	7,903.
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	41,696,825.	42,734,800.	49,069,773.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶ ATCH 13)	1,683.	1,222.	
23 **Total liabilities** (add lines 17 through 22)	1,683.	1,222.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	11,245,873.	11,245,873.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	30,449,269.	31,487,705.	
30 **Total net assets or fund balances** (see instructions)	41,695,142.	42,733,578.	
31 **Total liabilities and net assets/fund balances** (see instructions)	41,696,825.	42,734,800.	

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	41,695,142.
2 Enter amount from Part I, line 27a	2	1,067,626.
3 Other increases not included in line 2 (itemize) ▶ ATCH 14	3	3,500.
4 Add lines 1, 2, and 3	4	42,766,268.
5 Decreases not included in line 2 (itemize) ▶ ATCH 15	5	32,690.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	42,733,578.

**ATCH 8

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 PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,185,934.
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	284,039.

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	2,125,586.	45,643,610.	0.046569
2010	1,856,577.	42,785,747.	0.043392
2009	2,260,386.	36,768,263.	0.061477
2008	2,381,717.	45,835,919.	0.051962
2007	2,722,034.	54,655,032.	0.049804

2	Total of line 1, column (d)	2	0.253204
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	0.050641
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	47,219,580.
5	Multiply line 4 by line 3	5	2,391,247.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	35,672.
7	Add lines 5 and 6	7	2,426,919.
8	Enter qualifying distributions from Part XII, line 4	8	2,446,487.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	35,672.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	35,672.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	35,672.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 61,578.		
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	61,578.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	25,906.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 25,906. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		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 ▶ MS. JULIE RODECKER Telephone no ▶ 248-827-0920
Located at ▶ 26999 CENTRAL PARK BLVD #160, STHFLD, MI ZIP+4 ▶ 48076

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 N/A ▶ | 15 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶		N/A	

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? ☐ Yes ☒ No If "Yes," list the years ▶ ________ , ________ , ________ , ________			
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 ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b	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** No: 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
ATCH 16		275,089.	70,277.	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 17		68,580.	23,567.	0

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
DEROY & DEVEREAUX SOUTHFIELD, MI	INVESTMENT COUNSEL	199,395.
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 OAKWOOD HEALTHCARE FOUNDATION	200,000.
2 FRESH AIR SOCIETY - TAMARACK CAMPS	125,000.
3 MICHIGAN OPERA THEATRE	100,000.
4 OAKLAND FAMILY SERVICES	95,000.

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 ▶	

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	45,015,690.
b	Average of monthly cash balances	1b	2,762,623.
c	Fair market value of all other assets (see instructions)	1c	160,347.
d	**Total** (add lines 1a, b, and c)	1d	47,938,660.
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	47,938,660.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	719,080.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	47,219,580.
6	**Minimum investment return.** Enter 5% of line 5	6	2,360,979.

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	2,360,979.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	35,672.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	35,672.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,325,307.
4	Recoveries of amounts treated as qualifying distributions			4	3,500.
5	Add lines 3 and 4			5	2,328,807.
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	2,328,807.

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	2,446,487.
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	2,446,487.
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	35,672.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,410,815.

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				2,328,807.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,891,769.	
b Total for prior years 20 10 ,20 09 ,20 08				
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 2,446,487.				
a Applied to 2011, but not more than line 2a			1,891,769.	
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				554,718.
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,774,089.
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	0			
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)

N/A

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.

N/A

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

N/A

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

APPLICATIONS MAY VARY DEPENDING UPON THE NATURE OF THE REQUEST.

c Any submission deadlines

NONE

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

ATCH 18

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 19				
Total . . . . ▶ **3a**				2,092,063.
b *Approved for future payment*				
SEE ATTACHED SCHEDULE				1,099,000.
Total . . . . ▶ **3b**				1,099,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	1,731,452.	
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	2,185,934.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 20					9,680.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				3,917,386.	9,680.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 3,927,066.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11B	FEE INCOME MONIES RECEIVED WERE USED TO MAINTAIN THE
	EXEMPT ACTIVITIES OF THE FOUNDATION.
11C	MISCELLANEOUS INCOME RECEIVED WAS USED TO MAINTAIN THE
	EXEMPT ACTIVITIES OF THE FOUNDATION.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Julie Rodecker | 5/8/13 | PRESIDENT

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNDA S. FLOOD	Lynda S. Flood	04/30/2013		P00947696

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ ONE DETROIT CENTER/ 500 WOODWARD DETROIT, MI 48226 — Phone no 313-394-6000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		BOND SALES - SHORT-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
992,985.		968,548.					24,437.	
		ACCOUNT 1056 STOCK SALES - SHORT-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
619,560.		532,738.					86,822.	
		XEROX - CLASS ACTION PROCEEDS PROPERTY TYPE: SECURITIES				P	VARIOUS	12/12/201
18.							18.	
		MOTORS LIQUIDATORS - CASH IN LIEU PROPERTY TYPE: SECURITIES				P	VARIOUS	12/12/2012
11.							11.	
		BOND SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,666,027.		3,397,264.					268,763.	
		ACCOUNT 1056 STOCK SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
167,254.		167,466.					-212.	
		ACCOUNT 1064 STOCK SALES - SHORT-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,269,489.		1,098,802.					170,687.	
		STOCK SALES - SHORT-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
172,456.		170,363.					2,093.	
		ACCOUNT 1064 STOCK SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,122,808.		934,179.					188,629.	
		ACCOUNT 1056 STOCK SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,593,159.		2,651,729.					941,430.	
		CHASE ACCOUNT BOND SALES - LONG TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
475,000.		504,693.					-29,693.	
		ACCOUNT 1064 STOCK SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,638,708.		2,098,195.					540,513.	

DEROY TESTAMENTARY FOUNDATION 38-2208833

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		STOCK SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
389,698.		397,262.					-7,564.	
TOTAL GAIN(LOSS)							2,185,934.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST & DIVIDENDS	1,736,758.	1,736,758.	1,736,758.
LESS: ACCRUED INTEREST PAID	-34,676.	-34,676.	-34,676.
BOND ACCRETION	29,298.	29,298.	29,298.
MONEY MARKET INTEREST	72.	72.	72.
TOTAL	1,731,452.	1,731,452.	1,731,452.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FEE INCOME - LOANED SHARES	9,416.	9,416.	9,416.
MISCELLANEOUS INCOME	264.	264.	264.
TOTALS	9,680.	9,680.	9,680.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ROSENBERGER LAW GROUP	2,021.	1,011.	1,010.	1,010.
TOTALS	2,021.	1,011.	1,010.	1,010.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS - PREP	18,000.	9,000.	9,000.	9,000.
TOTALS	18,000.	9,000.	9,000.	9,000.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT COUNSELING	199,395.	99,698.	99,697.	99,697.
TOTALS	199,395.	99,698.	99,697.	99,697.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	5,148.	5,148.	5,148.	
PERSONAL PROPERTY TAXES	301.	150.	151.	151.
2012 MICHIGAN ANNUAL REPORT	20.			20.
PAYROLL TAXES	24,984.	12,492.	12,492.	12,492.
FORM 990PF ESTIMATED TAXES PD	53,000.			
TOTALS	83,453.	17,790.	17,791.	12,663.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES	3,862.	1,931.	1,931.	1,931.
BUSINESS INSURANCE	1,857.	929.	928.	928.
SERVICE FEES	494.	247.	247.	247.
TOTALS	6,213.	3,107.	3,106.	3,106.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ACCOUNT 056 STMT ATTACHED	96,801.	551,865.	547,183.
US OBLIGATIONS TOTAL	96,801.	551,865.	547,183.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
A/C 064 STOCKS - SEE ATTACHED	12,162,558.	11,927,173.	14,369,826.
A/C 064 CONV SEC - SEE ATTACH	412,187.	680,299.	743,724.
A/C 056 STOCKS - SEE ATTACHED	13,080,836.	13,753,074.	16,397,832.
A/C 056 CONV SEC - SEE ATTACH	414,258.	643,885.	693,176.
A/C 771 STOCKS - SEE ATTACHED	973,246.	976,770.	1,150,120.
TOTALS	27,043,085.	27,981,201.	33,354,678.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
A/C 064 - SEE ATTACHED		6,448,373.	5,386,279.	5,973,466.
A/C 056 - SEE ATTACHED		6,468,672.	5,788,336.	6,160,657.
	TOTALS	12,917,045.	11,174,615.	12,134,123.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL				
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	FMV
FURNITURE	M7	1,238.			1,238	1,238.			1,238.	
FURNITURE	M7	15,403			15,403.	15,403.			15,403.	
OFFICE MACHINERY	M7	410.			410.	410.			410	
FURNITURE	M7	389.			389.	389.			389	
WORK STATION	M7	408.			408.	408.			408	
FURNITURE & FIXTUR	M7	8,385.			8,385	8,385.			8,385.	6,670
TOTALS		26,233.			26,233.	26,233.			26,233.	6,670

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LEASEHOLD IMPROVEMENTS	10,720.	10,720.	10,720.
ACCUMULATED DEPRECIATION	-2,543.	-2,817.	-2,817.
TOTALS	8,177.	7,903.	7,903.

ATTACHMENT 13

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
PAYROLL TAX WITHHOLDING		1,683.	1,222.
	TOTALS	1,683.	1,222.

ATTACHMENT 14

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RETURN OF GRANT	3,500.
TOTAL	3,500.

ATTACHMENT 15

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RETIREMENT CONTRACT PAYMENT	25,208.
BLUE CROSS	6,966.
ROUNDING	3.
NONDIVIDEND DISTRIBUTIONS	513.
TOTAL	32,690.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
ARTHUR RODECKER 1935 TUCKAWAY DRIVE BLOOMFIELD HILLS, MI 48302	TRUSTEE 28.00	131,934.	18,829.	0
GREGG D. WATKINS 509 RIDGECREST ROAD GEORGETOWN, TX 78628	TRUSTEE 4.00	23,424.	4,015.	0
JULIE RODECKER HOLLY 5873 DUNMORE COURT WEST BLOOMFIELD, MI 48322	TRUSTEE 15.00	78,309.	41,646.	0
MARIAN KEIDAN SELTZER 7431 WOODLORE DRIVE WEST BLOOMFIELD, MI 48322	TRUSTEE 8.00	41,422.	5,787.	0
	GRAND TOTALS	275,089.	70,277.	

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 17

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
BARBARA SKALSKI 8212 RIVERVIEW DEARBORN HEIGHTS, MI 48127	BOOKKEEPER 40.00	68,580.	23,567.	0
	TOTAL COMPENSATION	68,580.	23,567.	

ATTACHMENT 18

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

PRINCIPAL ACTIVITY OF FOUNDATION IS IN MICHIGAN WITH INSTITUTIONS OF ESTABLISHED EXCELLENCE.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE SCHEDULE ATTACHED	N/A 501(C)(3)	GENERAL PURPOSE GRANT	2,092,063
		TOTAL CONTRIBUTIONS PAID	2,092,063

DEROY TESTAMENTARY FOUNDATION 38-2208833

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
FEE INCOME - LOANED SHARES					9,416.
MISCELLANEOUS INCOME					264.
TOTALS					9,680.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041.*

OMB No 1545-0092

2012

Name of estate or trust	Employer identification number
DEROY TESTAMENTARY FOUNDATION	38-2208833

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	284,039.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	284,039.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,901,895.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	1,901,895.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2012**

JSA
2F1210 2 000

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			284,039.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			1,901,895.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			2,185,934.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet****, as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 | 16 | ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17 If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: DEROY TESTAMENTARY FOUNDATION

Employer identification number: 38-2208833

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a					
BOND SALES - SHORT-TERM	VARIOUS	VARIOUS	992,985.	968,548.	24,437.
ACCOUNT 1056 STOCK SALES - SHORT-TERM	VARIOUS	VARIOUS	619,560.	532,738.	86,822.
ACCOUNT 1064 STOCK SALES - SHORT-TERM	VARIOUS	VARIOUS	1,269,489.	1,098,802.	170,687.
STOCK SALES - SHORT-TERM	VARIOUS	VARIOUS	172,456.	170,363.	2,093.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . 284,039.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | **Employer identification number**

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a XEROX - CLASS ACTION PROCEEDS	VARIOUS	12/12/201	18.		18.
MOTORS LIQUIDATORS - CASH IN LIEU	VARIOUS	12/12/2012	11.		11.
BOND SALES - LONG-TERM	VARIOUS	VARIOUS	3,666,027.	3,397,264.	268,763.
ACCOUNT 1056 STOCK SALES - LONG-TERM	VARIOUS	VARIOUS	167,254.	167,466.	-212.
ACCOUNT 1064 STOCK SALES - LONG-TERM	VARIOUS	VARIOUS	1,122,808.	934,179.	188,629.
ACCOUNT 1056 STOCK SALES - LONG-TERM	VARIOUS	VARIOUS	3,593,159.	2,651,729.	941,430.
CHASE ACCOUNT BOND SALES - LONG TERM	VARIOUS	VARIOUS	475,000.	504,693.	-29,693.
ACCOUNT 1064 STOCK SALES - LONG-TERM	VARIOUS	VARIOUS	2,638,708.	2,098,195.	540,513.
STOCK SALES - LONG-TERM	VARIOUS	VARIOUS	389,698.	397,262.	-7,564.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . 1,901,895.

Form **4562** | Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172 | **2012** | Attachment Sequence No **179**

Name(s) shown on return: DEROY TESTAMENTARY FOUNDATION

Identifying number: 38-2208833

Business or activity to which this form relates: GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V*

Part II Special Depreciation Allowance and Other Depreciation (**Do not** include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	275.

Part III MACRS Depreciation (**Do not** include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	275.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? [ ] Yes [X] No 24b If "Yes," is the evidence written? [ ] Yes [X] No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					
43 Amortization of costs that began before your 2012 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

DeROY TESTAMENTARY FOUNDATION

BOND SALES -GAIN OR (LOSS) - 2012 (PWC Adj.)

FORM 990PF 12/31/2012

#38-2208833

PAR	NAME OF SECURITY	HOW ACQ	PURCH DATE	SALE DATE	PROCEEDS	COST	GAIN (LOSS)	ST/LT
150000	May Dept Stores 5.75% 7/15/14	Purchase	9/14/2006	1/11/2012	$ 160,800.00	$ 149,663.73	$ 11,136.27	LT
150000	McGraw-Hill Cos 5.90% 11/15/17	Purchase	1/29/2008	2/9/2012	$ 170,865.00	$ 149,879.89	$ 20,985.11	LT
100000	Boeing Cap Corp 6.50% 2/15/12	Purchase	11/27/2001	2/15/2012	$ 100,000.00	$ 101,100.00	$ (1,100.00)	LT
100000	Motorola Inc 6.00% 11/15/17	Purchase	1/30/2008	3/12/2012	$ 116,870.00	$ 97,313.09	$ 19,556.91	LT
200000	HJ Heinz Finl 6.00% 3/15/12	Purchase	12/19/2005	3/15/2012	$ 200,000.00	$ 206,674.00	$ (6,674.00)	LT
50000	Exelon Gener 6.20% 10/1/17	Purchase	12/12/2007	3/19/2012	$ 58,155.00	$ 49,969.80	$ 8,185.20	LT
50000	Constellation Engy 5.15% 12/1/20	Purchase	1/14/2011	3/26/2012	$ 54,605.00	$ 49,577.42	$ 5,027.58	LT
100000	US T-Note 2.625% 11/15/20	Purchase	May, 2011	3/28/2012	$ 105,531.25	$ 97,083.81	$ 8,447.44	ST
300000	Gannett Co Inc 6.35% 4/1/12	Purchase	8/19/2011	4/2/2012	$ 300,000.00	$ 304,500.00	$ (4,500.00)	ST
50000	Genl Elect Corp 6.375% 11/15/67	Purchase	1/21/2010	4/3/2012	$ 50,795.00	$ 44,528.92	$ 6,266.08	LT
100000	Washington REIT 5.35% 5/1/15	Purchase	4/23/2008	4/17/2012	$ 107,690.00	$ 95,731.02	$ 11,958.98	LT
100000	Exelon Gener 6.20% 10/1/17	Purchase	12/12/2007	6/6/2012	$ 115,706.00	$ 99,941.94	$ 15,764.06	LT
250000	Genl Elect Corp 6.00% 6/15/12	Purchase	8/22/2006	6/15/2012	$ 250,000.00	$ 258,210.00	$ (8,210.00)	LT
25000	Supervalu Inc 8.00% 5/1/16	Purchase	1/18/2012	7/12/2012	$ 23,125.00	$ 26,025.00	$ (2,900.00)	ST
25000	Supervalu Inc 8.00% 5/1/16	Purchase	1/18/2012	7/12/2012	$ 22,725.00	$ 26,025.00	$ (3,300.00)	ST
50000	Medtronic Inc 1.625% 4/15/13	Purchase	10/1/2010	7/17/2012	$ 50,077.50	$ 50,100.00	$ (22.50)	LT
100000	Citigroup XXI Flat 12/21/57	Purchase	2/3/2012	7/18/2012	$ 100,000.00	$ 103,000.00	$ (3,000.00)	ST
150000	Citigroup XXI Flat 12/21/57	Purchase	4/8/2011	7/18/2012	$ 150,000.00	$ 156,750.00	$ (6,750.00)	LT*
25000	Citigroup XXI Flat 12/21/57	Purchase	11/2/2011	7/18/2012	$ 25,000.00	$ 25,362.50	$ (362.50)	ST*
200000	M&I Marshall Note 4.85% 6/16/15	Purchase	1/5/2011	8/1/2012	$ 218,192.05	$ 205,500.00	$ 12,692.05	LT
75000	Sprint Nextel Corp 6% 12/1/16	Purchase	1/31/2008	8/8/2012	$ 76,425.00	$ 70,928.68	$ 5,496.32	LT
100000	GE Cap Corp 6.375% 11/15/67	Purchase	1/25/2010	8/31/2012	$ 105,000.00	$ 88,778.50	$ 16,221.50	LT
300000	Wells Fargo Corp 5.125% 9/1/12	Purchase	6/24/2010	9/4/2012	$ 300,000.00	$ 318,864.00	$ (18,864.00)	LT
66000	Altria Group 9.70% 11/10/18	Purchase	11/7/2008	9/4/2012	$ 94,754.83	$ 67,507.44	$ 27,247.39	LT
99000	Altria Group 9.250% 8/6/19	Purchase	2/4/2009	9/4/2012	$ 140,671.03	$ 102,098.70	$ 38,572.33	LT
175000	HSBC Fin Corp 5.60% 9/15/12	Purchase	6/24/2010	9/17/2012	$ 175,000.00	$ 185,829.38	$ (10,829.38)	LT
150000	Centurylink Inc 5.15% 6/15/17	Purchase	6/18/2012	9/18/2012	$ 164,160.00	$ 154,650.00	$ 9,510.00	ST
100000	Centurylink Inc 6.45% 6/15/21	Purchase	9/30/2011	9/18/2012	$ 113,923.00	$ 94,144.51	$ 19,778.49	ST
200000	Ford Motor Cr 5.875% 8/2/21	Purchase	8/22/2011	9/18/2012	$ 224,600.00	$ 200,360.00	$ 24,240.00	LT
50000	Supervalu Inc 8.00% 5/1/16	Purchase	Feb, 2012	9/19/2012	$ 45,312.50	$ 52,066.75	$ (6,754.25)	ST
250000	New York Times 5.00% 3/15/15	Purchase	3/9/2006	9/20/2012	$ 260,775.00	$ 246,396.98	$ 14,378.02	LT
125000	Tesoro Note 6.50% 6/1/17	Purchase	1/4/2011	11/1/2012	$ 129,062.50	$ 127,062.50	$ 2,000.00	LT

DeROY TESTAMENTARY FOUNDATION — **FORM 990PF 12/31/2012**

BOND SALES -GAIN OR (LOSS) - 2012 (PWC Adj.) — **#38-2208833**

100000	Abbott Labs 5.875% 5/15/16	Purchase	8/8/2007	11/13/2012	$ 118,338.05	$ 100,465.00	$ 17,873.05	LT
50000	Arcelormittal Note 6.00% 12/1/16	Purchase	10/14/2011	11/26/2012	$ 49,640.00	$ 46,346.43	$ 3,293.57	LT
50000	Sprint Nextel Corp 6% 12/1/16	Purchase	1/31/2008	11/28/2012	$ 53,830.00	$ 47,478.04	$ 6,351.96	LT
250000	Kellogg Co Nite 5.125% 12/3/12	Purchase	8/17/2010	12/3/2012	$ 250,000.00	$ 271,962.50	$ (21,962.50)	LT
50000	HCA Inc 6.50% 2/15/20	Purchase	7/28/2011	12/3/2012	$ 55,768.00	$ 50,750.00	$ 5,018.00	LT
25000	Goodyear Tire 8.25% 8/15/20	Purchase	3/4/2011	12/4/2012	$ 27,472.00	$ 26,937.50	$ 534.50	LT
50000	US Steel Corp 7.375% 4/1/20	Purchase	12/2/2010	12/5/2012	$ 51,466.00	$ 51,000.00	$ 466.00	LT
50000	Citizens Comm 7.125% 3/15/19	Purchase	4/24/2012	12/6/2012	$ 54,458.00	$ 50,500.00	$ 3,958.00	ST
25000	Tenet Healthcare 8.00% 8/1/20	Purchase	11/18/2011	12/7/2012	$ 26,866.25	$ 25,062.50	$ 1,803.75	LT
100000	Bank of America 8.00% 12/29/49	Purchase	7/18/2008	12/10/2012	$ 110,125.00	$ 89,495.79	$ 20,629.21	LT
50000	Goldman Sachs Flat Perp	Purchase	3/26/2012	12/11/2012	$ 38,750.00	$ 35,190.97	$ 3,559.03	ST
51000	Altria Group 9.25% 8/6/19	Purchase	2/4/2009	12/20/2012	$ 70,380.00	$ 52,596.30	$ 17,783.70	LT
17097	Fed Express 7.02% 1/15/16	Purchase	10/12/2004	1/17/2012	$ 17,097.57	$ 17,097.57	$ -	LT
	TOTAL				**$ 5,134,011.53**	**$ 4,870,506.16**	**$ 263,505.37**	
	LT				$ 4,141,026.78	$ 3,901,957.62	$ 239,069.16	
	ST				$ 992,984.75	$ 968,548.54	$ 24,436.21	
					$ 5,134,011.53	$ 4,870,506.16	$ 263,505.37	
	*** Denotes trade split between long term and short term**							
	12/31/2012							

DeROY TESTAMENTARY FOUNDATION
STOCK SALES -GAIN OR (LOSS) - 2012

FORM 990PF 12/31/2012
#38-2208833

SHARES	NAME OF SECURITY	HOW ACQ	PURCH DATE	SALE DATE	PROCEEDS	COST	GAIN (LOSS)	ST/LT
1500	Raytheon Company	Purchase	Sep, 2010	1/4/2012	$ 72,529.00	$ 68,891.93	$ 3,637.07	LT
2000	Marathon Oil Corp	Purchase	12/09-7/10	1/10/2012	$ 62,364.60	$ 37,465.38	$ 24,899.22	LT
2500	Oshkosh Truck Corp	Purchase	5/17/2011	1/11/2012	$ 60,273.84	$ 71,800.00	$ (11,526.16)	ST
600	Toll Brothers Inc	Purchase	1/7/2011	1/11/2012	$ 13,759.33	$ 12,528.00	$ 1,231.33	LT
2700	McDonalds Corp	Purchase	6/08-8/09	1/12/2012	$ 270,176.78	$ 152,051.00	$ 118,125.78	LT
2000	Toll Brothers Inc	Purchase	1/7/2011	1/17/2012	$ 45,000.13	$ 41,760.00	$ 3,240.13	LT
8000	DR Horton Inc	Purchase	3/3/2008	1/18/2012	$ 112,557.83	$ 107,475.20	$ 5,082.63	LT
500	Toll Brothers Inc	Purchase	1/7/2011	1/18/2012	$ 11,701.22	$ 10,440.00	$ 1,261.22	LT
1000	Valero Energy Corp	Purchase	10/9/2008	1/23/2012	$ 23,367.45	$ 21,450.00	$ 1,917.45	LT
1300	Newell Rubbermaid Inc	Purchase	4/24/2008	1/27/2012	$ 23,971.47	$ 26,650.00	$ (2,678.53)	LT
2000	Valero Energy Corp	Purchase	10/08-8/10	1/30/2012	$ 48,644.86	$ 40,690.00	$ 7,954.86	LT
3600	KBR, Inc	Purchase	10/14/2008	1/31/2012	$ 115,098.78	$ 64,767.79	$ 50,330.99	LT
800	KBR, Inc	Purchase	10/14/2008	1/31/2012	$ 25,709.78	$ 14,392.84	$ 11,316.94	LT
250	Marathon Petroleum Corp	Purchase	12/20/2011	2/1/2012	$ 10,468.02	$ 8,024.50	$ 2,443.52	ST
1500	Raytheon Company	Purchase	11/10-12/10	2/3/2012	$ 73,440.83	$ 70,306.02	$ 3,134.81	LT
4200	Waddell & Reed Fin'l Inc	Purchase	Sep, 2008	2/3/2012	$ 122,378.92	$ 99,482.00	$ 22,896.92	LT
800	Waddell & Reed Fin'l Inc	Purchase	Sep, 2008	2/3/2012	$ 23,356.31	$ 20,870.00	$ 2,486.31	LT
500	Kimco Realty 6.90% Pfd H	Purchase	1/27/2011	2/7/2012	$ 14,010.73	$ 12,325.00	$ 1,685.73	LT
7000	Peoples United Fin'l Inc	Purchase	6/10-8/10	2/8/2012	$ 87,498.31	$ 99,225.19	$ (11,726.88)	LT
7000	Regions Financial Corp	Purchase	8/24/2011	2/8/2012	$ 38,999.74	$ 28,560.00	$ 10,439.74	ST
2500	Brooks Automation Inc	Purchase	10/30/2009	2/10/2012	$ 30,126.41	$ 17,270.00	$ 12,856.41	LT
2500	Brooks Automation Inc	Purchase	10/09-9/10	2/13/2012	$ 29,874.42	$ 15,122.83	$ 14,751.59	LT
2000	Inter Parfumes Inc	Purchase	May, 2011	2/16/2012	$ 35,319.36	$ 37,917.50	$ (2,598.14)	ST
8000	Regions Financial Corp	Purchase	8/24/2011	2/17/2012	$ 47,771.13	$ 32,640.00	$ 15,131.13	ST
2500	Brooks Automation Inc	Purchase	9/7/2010	2/22/2012	$ 29,875.46	$ 14,801.99	$ 15,073.47	LT
2000	USB Capital Fund 6.35% Pfd	Purchase	1/18/2012	2/22/2012	$ 50,000.00	$ 50,600.00	$ (600.00)	ST
5325	Brooks Automation Inc	Purchase	9/7/2010	2/23/2012	$ 63,706.61	$ 33,528.24	$ 30,178.37	LT
2000	Allstate Corp	Purchase	11/07-1/08	2/27/2012	$ 62,301.07	$ 84,567.81	$ (22,266.74)	LT
2000	JP Morgan Chase & Co	Purchase	9/23/2011	2/27/2012	$ 76,441.62	$ 59,295.60	$ 17,146.02	ST
7800	Lazard Ltd	Purchase	10/11-11/11	3/2/2012	$ 236,721.05	$ 195,171.59	$ 41,549.46	ST
1300	Diageo PLC	Purchase	8/25/2008	3/5/2012	$ 125,905.20	$ 96,118.75	$ 29,786.45	LT

3400	Halliburton Co	Purchase	5/08-9/08	3/5/2012	$	119,289.56	$	150,696.40	$	(31,406.84)	LT
620	Southwestern Energy Co	Purchase	12/23/2011	3/5/2012	$	20,250.70	$	20,563.59	$	(312.89)	ST
3500	TJX Companies Inc	Purchase	5/31/2008	3/8/2012	$	131,069.48	$	53,725.00	$	77,344.48	LT
1500	Raytheon Company	Purchase	12/16/2010	3/14/2012	$	78,825.68	$	68,218.05	$	10,607.63	LT*
1500	Raytheon Company	Purchase	8/2/2011	3/14/2012	$	78,825.68	$	66,465.00	$	12,360.68	ST*
5000	Regions Financial Corp	Purchase	8/24/2011	3/14/2012	$	30,609.44	$	20,400.00	$	10,209.44	ST
1900	Inter Parfumes Inc	Purchase	3/10/2011	3/14/2012	$	30,213.25	$	34,521.86	$	(4,308.61)	LT*
2000	Inter Parfumes Inc	Purchase	4/27/2011	3/14/2012	$	31,803.43	$	37,285.20	$	(5,481.77)	ST*
2000	Regions Financial Corp	Purchase	8/24/2011	3/14/2012	$	12,178.77	$	8,160.00	$	4,018.77	ST
500	Kimco Realty 6.90% Pfd H	Purchase	1/27/2011	3/15/2012	$	13,941.25	$	12,325.00	$	1,616.25	LT
1100	Inter Parfumes Inc	Purchase	1/11-3/11	3/16/2012	$	17,321.00	$	20,354.20	$	(3,033.20)	LT
2968	Inter Parfumes Inc	Purchase	5/11-7/11	3/20/2012	$	45,976.46	$	60,884.88	$	(14,908.42)	ST
18250	Peoples United Fin'l Inc	Purchase	3/09-6/10	3/29/2012	$	239,202.85	$	303,838.68	$	(64,635.83)	LT
6300	Peoples United Fin'l Inc	Purchase	8/10-9/10	3/30/2012	$	82,754.22	$	81,586.76	$	1,167.46	LT*
4000	Peoples United Fin'l Inc	Purchase	6/15/2011	3/30/2012	$	52,518.82	$	51,240.00	$	1,278.82	ST*
1700	Peoples United Fin'l Inc	Purchase	6/9/2010	3/30/2012	$	22,352.55	$	24,038.00	$	(1,685.45)	LT
5900	American Eagle Outfitters	Purchase	10/08-11/08	4/26/2012	$	106,972.26	$	61,396.42	$	45,575.84	LT
500	American Eagle Outfitters	Purchase	10/20/2008	4/26/2012	$	9,050.19	$	5,215.00	$	3,835.19	LT
5000	Harte-Hanks Inc	Purchase	7/07-10/07	5/1/2012	$	41,803.95	$	98,775.00	$	(56,971.05)	LT
5000	Regions Financial Corp	Purchase	8/24/2011	5/1/2012	$	33,549.24	$	20,400.00	$	13,149.24	ST
8700	American Eagle Outfitters	Purchase	11/08-5/10	5/2/2012	$	173,501.94	$	103,288.38	$	70,213.56	LT
900	American Eagle Outfitters	Purchase	10/20/2008	5/2/2012	$	18,536.92	$	9,387.00	$	9,149.92	LT
20000	Regions Financial Corp	Purchase	9/11-10/11	5/10/2012	$	132,797.01	$	78,200.00	$	54,597.01	ST
3000	US Bancorp	Purchase	6/24/2011	5/11/2012	$	95,193.56	$	72,054.00	$	23,139.56	ST
4300	Illinois Tool Works Inc	Purchase	12/13/2010	5/15/2012	$	239,436.69	$	220,113.13	$	19,323.56	LT
0.48	ACCO Brands Corp	Purchase	Jan, 2009	5/4/2012	$	5.30	$	2.46	$	2.84	LT
0.88	ACCO Brands Corp	Purchase	Jan, 2009	5/4/2012	$	9.82	$	4.78	$	5.04	LT
7300	DR Horton Inc	Purchase	Mar, 2008	5/23/2012	$	120,807.90	$	96,333.37	$	24,474.53	LT
500	Kimco Realty 6.90% Pfd H	Purchase	1/28/2011	5/30/2012	$	14,158.68	$	12,325.00	$	1,833.68	LT
3200	Halliburton Co	Purchase	9/08-6/10	6/4/2012	$	91,763.37	$	76,942.20	$	14,821.17	LT*
1200	Halliburton Co	Purchase	12/12/2011	6/4/2012	$	34,411.27	$	38,700.00	$	(4,288.73)	ST*
2700	Walt Disney Co	Purchase	Jan, 2008	6/6/2012	$	122,609.65	$	83,921.00	$	38,688.65	LT
5000	Kroger Co	Purchase	6/29/2010	6/8/2012	$	108,004.07	$	99,200.00	$	8,804.07	LT
1700	Diageo PLC	Purchase	8/08-3/09	6/18/2012	$	170,078.80	$	97,002.15	$	73,076.65	LT

300	Southern Cal Edison Pfd	Purchase	3/28/2012	6/18/2012	$	30,000.00	$	29,850.00	$	150.00	ST
400	Southern Cal Edison Pfd	Purchase	3/28/2012	6/18/2012	$	40,000.00	$	39,800.00	$	200.00	ST
7500	News Corp	Purchase	4/06-4/08	6/26/2012	$	163,212.83	$	148,993.85	$	14,218.98	LT
3500	DR Horton Inc	Purchase	3/08-5/08	6/29/2012	$	63,291.17	$	45,268.32	$	18,022.85	LT
2700	Abbott Laboratories	Purchase	Apr, 2008	7/12/2012	$	175,267.65	$	136,899.00	$	38,368.65	LT
5000	Newell Rubbermaid Inc	Purchase	4/08-10/08	7/13/2012	$	88,514.01	$	89,157.77	$	(643.76)	LT
3000	Abbott Laboratories	Purchase	9/07-1/11	7/16/2012	$	196,237.30	$	142,232.40	$	54,004.90	LT
2300	Abbott Laboratories	Purchase	4/08-5/08	7/24/2012	$	146,500.04	$	120,253.00	$	26,247.04	LT
2500	AT&T Inc	Purchase	11/6/2008	7/27/2012	$	92,656.67	$	65,100.00	$	27,556.67	LT
1500	Merck & Co Inc	Purchase	3/8/2010	7/27/2012	$	66,920.99	$	56,017.50	$	10,903.49	LT
3000	Oshkosh Truck Corp	Purchase	May, 2011	7/31/2012	$	67,998.57	$	84,770.60	$	(16,772.03)	LT
6100	AT&T Inc	Purchase	2/08-3/08	8/1/2012	$	230,415.01	$	208,081.00	$	22,334.01	LT
650	NV Energy Inc	Purchase	1/21/2010	8/6/2012	$	11,944.27	$	8,040.24	$	3,904.03	LT
1500	Newmont Mining Corp	Purchase	4/9/2012	8/8/2012	$	70,682.61	$	72,072.90	$	(1,390.29)	ST
3727	ACCO Brands Corp	Purchase	1/30/2009	8/9/2012	$	28,926.45	$	19,109.40	$	9,817.05	LT
500	Kimco Realty 6.90% Pfd H	Purchase	1/28/2011	8/7/2012	$	14,399.68	$	12,325.00	$	2,074.68	LT
2500	AT&T Inc	Purchase	11/6/2008	8/10/2012	$	93,306.65	$	65,100.00	$	28,206.65	LT
296	ACCO Brands Corp	Purchase	1/30/2009	8/14/2012	$	2,015.17	$	1,609.02	$	406.15	LT*
1404	ACCO Brands Corp	Purchase	5/12-6/12	8/14/2012	$	9,558.43	$	13,364.64	$	(3,806.21)	ST*
265	Kimco Realty 6.90% Pfd H	Purchase	2/1/2011	8/13/2012	$	7,777.57	$	6,536.15	$	1,241.42	LT
235	Kimco Realty 6.90% Pfd H	Purchase	2/1/2011	8/15/2012	$	6,760.57	$	5,796.20	$	964.37	LT
1000	Air Products & Chemicals Inc	Purchase	6/22/2010	8/20/2012	$	84,288.31	$	71,518.43	$	12,769.88	LT
3000	Convergys Corp	Purchase	2/03-3/03	8/20/2012	$	46,501.95	$	34,734.00	$	11,767.95	LT
2000	Harris Corp	Purchase	7/29/2011	8/20/2012	$	92,658.32	$	80,230.40	$	12,427.92	LT
2000	Lincoln National Corp	Purchase	10/20/2011	8/20/2012	$	47,544.13	$	36,694.40	$	10,849.73	ST
1500	Merck & Co Inc	Purchase	Mar, 2010	8/20/2012	$	65,451.03	$	55,612.50	$	9,838.53	LT
1000	Nucor Corp	Purchase	7/29/2011	8/20/2012	$	40,023.60	$	38,698.10	$	1,325.50	LT
1000	Stryker Corp	Purchase	6/10-7/10	8/20/2012	$	54,378.98	$	50,040.13	$	4,338.85	LT
1000	TRW Automotive Hldgs Corp	Purchase	7/8/2011	8/20/2012	$	43,090.23	$	55,766.50	$	(12,676.27)	LT
3000	Regions Financial Corp	Purchase	8/24/2011	8/28/2012	$	21,215.02	$	12,240.00	$	8,975.02	LT
4500	TJX Companies Inc	Purchase	May, 2008	8/29/2012	$	209,316.40	$	69,197.00	$	140,119.40	LT
2000	Citigroup Cap VIII Tr Pfd	Purchase	9/7/2001	8/31/2012	$	50,721.86	$	50,000.00	$	721.86	LT
500	Kimco Realty 6.90% Pfd H	Purchase	2/1/2011	8/31/2012	$	14,494.69	$	12,332.35	$	2,162.34	LT
5400	HealthSouth Corp	Purchase	9/10-10/10	9/6/2012	$	129,483.15	$	99,515.70	$	29,967.45	LT

650	HealthSouth Corp	Purchase	9/20/2010	9/7/2012	$	15,895.72	$	12,040.99	$	3,854.73	LT
2500	HealthSouth Corp	Purchase	9/21/2011	9/10/2012	$	61,843.86	$	38,702.75	$	23,141.11	ST
2700	Newell Rubbermaid Inc	Purchase	10/08-11/08	9/10/2012	$	50,583.90	$	37,851.93	$	12,731.97	LT
2400	Harris Corp	Purchase	7/11-8/11	9/13/2012	$	118,707.57	$	93,763.68	$	24,943.89	LT
4000	Oshkosh Truck Corp	Purchase	5/11-8/11	9/13/2012	$	109,517.94	$	89,865.86	$	19,652.08	LT
802	General Motors Corp	Purchase	5/8/1996	9/14/2012	$	19,281.25	$	76,361.12	$	(57,079.87)	LT
201	Motors Liq Co GUC Trust	Purchase	5/8/1996	9/14/2012	$	3,185.78	$	11,289.38	$	(8,103.60)	LT
2500	Gannett Company Inc	Purchase	8/11/2010	9/19/2012	$	45,437.22	$	32,121.68	$	13,315.54	LT
2500	DR Horton Inc	Purchase	5/21/2008	9/25/2012	$	55,605.00	$	33,195.80	$	22,409.20	LT
600	DR Horton Inc	Purchase	3/3/2008	9/27/2012	$	12,522.91	$	8,060.64	$	4,462.27	LT
5000	DR Horton Inc	Purchase	May, 2008	10/3/2012	$	109,360.04	$	65,927.08	$	43,432.96	LT
1500	Harris Corp	Purchase	8/4/2011	10/3/2012	$	77,579.31	$	56,904.45	$	20,674.86	LT
1000	Toll Brothers Inc	Purchase	1/7/2011	10/5/2012	$	34,989.31	$	20,880.00	$	14,109.31	LT
2000	Allstate Corp	Purchase	1/29/2009	10/8/2012	$	81,969.36	$	47,291.24	$	34,678.12	LT
.5725 fr	Pentair Ltd	Purchase	2/2/2006	10/4/2012	$	25.25	$	17.88	$	7.37	LT
1799	Pentair Ltd	Purchase	2/2/2006	10/8/2012	$	80,508.12	$	56,189.51	$	24,318.61	LT
4200	Oshkosh Corp	Purchase	12/10-2/11	10/11/2012	$	125,765.75	$	146,574.25	$	(20,808.50)	LT
500	Oshkosh Corp	Purchase	12/6/2010	10/11/2012	$	14,929.71	$	16,282.40	$	(1,352.69)	LT
3000	Gannett Company Inc	Purchase	8/11/2010	10/16/2012	$	55,510.45	$	38,546.01	$	16,964.44	LT
.367 fr	Banco Santander SA	Purchase	4/20/2005	11/13/2012	$	2.58	$	2.67	$	(0.09)	LT
8000	Cisco Systems Inc	Purchase	Aug, 2012	11/15/2012	$	142,956.79	$	127,054.50	$	15,902.29	ST
1000	Diageo PLC	Purchase	Mar, 2009	11/20/2012	$	117,390.26	$	44,536.75	$	72,853.51	LT
4000	Meredith Corp	Purchase	7/11-8/11	12/10/2012	$	139,138.87	$	118,608.88	$	20,529.99	LT
1300	Diageo PLC	Purchase	3/09-4/09	12/11/2012	$	155,100.82	$	59,936.11	$	95,164.71	LT
6500	HealthSouth Corp	Purchase	10/10-9/11	12/11/2012	$	140,799.18	$	112,024.34	$	28,774.84	LT
650	HealthSouth Corp	Purchase	9/20/2010	12/11/2012	$	14,026.82	$	12,040.99	$	1,985.83	LT
5000	Caplease Inc	Purchase	1/30/2009	12/12/2012	$	25,384.92	$	6,487.83	$	18,897.09	LT
4500	HealthSouth Corp	Purchase	9/21/2011	12/12/2012	$	96,794.62	$	69,664.95	$	27,129.67	LT
4000	Newell Rubbermaid Inc	Purchase	11/08-11/09	12/12/2012	$	88,133.62	$	57,585.48	$	30,548.14	LT
5000	Caplease Inc	Purchase	1/09-3/09	12/13/2012	$	25,616.42	$	6,707.91	$	18,908.51	LT
2900	Toll Brothers Inc	Purchase	1/7/2011	12/13/2012	$	91,441.32	$	60,552.00	$	30,889.32	LT
5000	Caplease Inc	Purchase	3/09-4/09	12/14/2012	$	26,385.90	$	8,127.37	$	18,258.53	LT
9000	Caplease Inc	Purchase	5/6/2009	12/17/2012	$	46,894.34	$	18,506.89	$	28,387.45	LT
5500	Valero Energy Corp	Purchase	8/10-10/11	12/17/2012	$	186,311.07	$	110,321.00	$	75,990.07	LT

3200	Humana Inc	Purchase	Sep, 2012	12/18/2012	$ 218,185.50	$ 224,420.80	$ (6,235.30)	ST
6100	Eaton Corporation	Purchase	5/15-7/11/12	12/3/2012	$ 316,624.16	$ 261,580.99	$ 55,043.17	ST
	TOTAL				**$ 9,973,132.97**	**$ 8,050,734.28**	**$ 1,922,398.69**	
	LT				$ 7,911,628.35	$ 6,248,831.44	$ 1,662,796.91	
	ST				$ 2,061,504.62	$ 1,801,902.84	$ 259,601.78	
					$ 9,973,132.97	$ 8,050,734.28	$ 1,922,398.69	
	*Denotes trade split between long-term and short-term							
	12/31/2012							

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF GRANTS PAID - ALPHABETICAL DECEMBER 31, 2012

MONTH	GRANTEE	AMOUNT		ADDRESS	REL	STATUS	PURPOSE
9	Aish HaTorah Detroit	$	2,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
11	Alternatives for Girls	$	20,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	American Diabetes Association	$	7,500.00	Bingham Farms, MI	N/A	501(c)(3)	Charitable
4	Arts & Scraps	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	Barbara Ann Karmanos Cancer Institute	$	66,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
7	Beaumont Foundation	$	25,000.00	Royal Oak, MI	N/A	501(c)(3)	Charitable
3	Birmingham Bloomfield Art Center	$	10,000.00	Birmingham, MI	N/A	501(c)(3)	Charitable
11	Blue Lake Fine Arts Camp	$	10,000.00	Twin Lake, MI	N/A	501(c)(3)	Charitable
2	Boys & Girls Clubs of Chicago	$	10,000.00	Chicago, IL	N/A	501(c)(3)	Charitable
10	Boys & Girls Clubs of Southeastern Michigan	$	11,500.00	Farmington Hills, MI	N/A	501(c)(3)	Charitable
9	Brandeis University	$	25,000.00	Waltham, MA	N/A	501(c)(3)	Charitable
4	Caridad Center	$	17,500.00	Boynton Beach, FL	N/A	501(c)(3)	Charitable
9	Child Abuse and Neglect Council of Oakland County	$	25,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
4	Coalition on Temporary Shelter	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Common Ground	$	10,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
2	Community House (The)	$	45,000.00	Birmingham, MI	N/A	501(c)(3)	Charitable
9	Congregation Beth Shalom	$	3,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
12	Cornerstone Schools Association (for 2013)	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	Council of Michgian Foundations	$	6,300.00	Grand Haven, MI	N/A	501(c)(3)	Charitable
11	Covenant House Michigan	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
12	Covenant House Michigan	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	Cranbrook Institute of Science	$	27,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
3	Defeat the Label	$	5,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
6	Detroit Historical Society	$	50,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
12	Detroit Institute for Children (for 2013)	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
10	Detroit Public Library Friends Foundation (The)	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
6	Detroit Symphony Orchestra	$	50,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	FAR Conservatory of Therapeutic and Performing Arts	$	15,000.00	Birmingham, MI	N/A	501(c)(3)	Charitable
9	Festival of Trees	$	3,000.00	Berkley, MI	N/A	501(c)(3)	Charitable
11	Forgotten Harvest	$	17,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
12	Fresh Air Society - Tamarack Camps (for 2013)	$	125,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
5	Friends of Camp Mak-A-Dream, Michigan Chapter	$	9,000.00	Farmington Hills, MI	N/A	501(c)(3)	Charitable
11	Friendship Circle (The)	$	15,000.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2012 SCHEDULE OF GRANTS PAID - ALPHABETICAL **DECEMBER 31, 2012**

3	Friendship House	$	5,000.00		Hamtramck, MI	N/A	501(c)(3)	Charitable
5	Furniture Bank of Southeastern Michigan	$	5,000.00		Pontiac, MI	N/A	501(c)(3)	Charitable
9	Giving Hope and Nurturing Abroad	$	4,500.00		Royal Oak, MI	N/A	501(c)(3)	Charitable
4	Globetrotter Marathon Program, Inc.	$	5,000.00		Palm Beach, FL	N/A	501(c)(3)	Charitable
2	Greening of Detroit (The)	$	5,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
9	HAVEN	$	10,000.00		Pontiac, MI	N/A	501(c)(3)	Charitable
3	Hillel of Metro Detroit	$	5,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
6	Hillsdale College	$	45,000.00		Hillsdale, MI	N/A	501(c)(3)	Charitable
12	Hillsdale College (for 2013)	$	45,000.00		Hillsdale, MI	N/A	501(c)(3)	Charitable
11	Holocaust Memorial Center	$	4,000.00		Farmington Hills, MI	N/A	501(c)(3)	Charitable
11	Holy Cross Children's Services	$	25,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
10	Hospice of Michigan	$	25,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
11	Hundred Club of Detroit (The)	$	600.00		Fenton, MI	N/A	501(c)(3)	Charitable
3	Infant Mortality Program	$	10,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
7	InsideOut Literary Arts Project	$	8,800.00		Detroit, MI	N/A	501(c)(3)	Charitable
5	Interlochen Center for the Arts	$	40,000.00		Interlochen, MI	N/A	501(c)(3)	Charitable
9	ITNMetroDetroit	$	5,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
12	JARC	$	10,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
12	JARC	$	10,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
12	JARC	$	15,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
7	Jewish Community Center of Metropolitan Detroit	$	6,000.00		West Bloomfield, MI	N/A	501(c)(3)	Charitable
2	Jewish Federation of Metropolitan Detroit	$	500.00		Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
5	Jewish Federation of Metropolitan Detroit	$	40,000.00		Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
11	Judson Center	$	12,500.00		Royal Oak, MI	N/A	501(c)(3)	Charitable
4	JVS	$	25,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
11	JVS	$	15,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
3	Kadima	$	15,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
5	Lighthouse Emergency Services, Inc.	$	7,000.00		Pontiac, MI	N/A	501(c)(3)	Charitable
2	Lions Visually Impaired Youth Camp	$	9,000.00		Lake Orion, MI	N/A	501(c)(3)	Charitable
6	Make-A-Wish Michigan	$	6,000.00		Ann Arbor, MI	N/A	501(c)(3)	Charitable
3	Mariners Inn	$	10,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
4	Michigan Colleges Foundation	$	35,000.00		Southfield, MI	N/A	501(c)(3)	Charitable
10	Michigan History Foundation	$	7,000.00		Lansing, MI	N/A	501(c)(3)	Charitable
2	Michigan Humane Society	$	2,500.00		Bingham Farms, MI	N/A	501(c)(3)	Charitable

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2012 SCHEDULE OF GRANTS PAID - ALPHABETICAL **DECEMBER 31, 2012**

7	Michigan Humane Society	$	20,000.00	Bingham Farms, MI	N/A	501(c)(3)	Charitable
5	Michigan Opera Theatre	$	75,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
10	Michigan Opera Theatre	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
2	Michigan State University	$	20,000.00	East Lansing, MI	N/A	501(c)(3)	Charitable
4	Midnight Golf Program (The)	$	20,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
10	Miles Levin Nepal Foundation for Health and Education	$	6,500.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
10	Motor City Squash & Education Foundation	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Music Hall Center for the Performing Arts	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
10	Music Hall Center for the Performing Arts	$	4,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
5	National Bone Marrow Transplant Link	$	5,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
12	National Council of Jewish Women, Gr Detroit Section	$	36,150.00	Southfield, MI	N/A	501(c)(3)	Charitable
6	National Multiple Sclerosis Society	$	4,000.00	Denver, CO	N/A	501(c)(3)	Charitable
11	National Urban Squash and Education Association	$	10,000.00	Roxbury Crossing, MA	N/A	501(c)(3)	Charitable
11	Oakland Family Services	$	95,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
12	Oakwood Healthcare Foundation	$	200,000.00	Dearborn, MI	N/A	501(c)(3)	Charitable
12	Old Newsboys' Goodfellow Fund of Detroit	$	3,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Orchards Children's Services	$	40,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
4	Palm Beach Flappers, Inc. (The)	$	4,000.00	Palm Beach, FL	N/A	501(c)(3)	Charitable
11	Pewabic Society, Inc.	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	Providence Health Foundation	$	9,770.00	Southfield, MI	N/A	501(c)(3)	Charitable
5	Riley Foundation of McLaren-Oakland	$	5,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
11	Rose Hill Center	$	20,000.00	Holly, MI	N/A	501(c)(3)	Charitable
12	Rose Hill Center	$	20,000.00	Holly, MI	N/A	501(c)(3)	Charitable
4	Rose Hill Foundation	$	260.00	Holly, MI	N/A	501(c)(3)	Charitable
5	Seedlings Braille Books for Children	$	7,000.00	Livonia, MI	N/A	501(c)(3)	Charitable
2	Service Corps of Retired Executives, Detroit Chapter 18	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Shaw Festival Foundation	$	7,500.00	New York, NY	N/A	501(c)(3)	Charitable
9	Society of St. Vincent de Paul	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Southfield Goodfellows	$	2,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
4	Special Olympics Michigan	$	8,183.00	Mount Pleasant, MI	N/A	501(c)(3)	Charitable
10	St. Joseph Mercy Oakland	$	50,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
12	Starfish Family Services	$	20,000.00	Inkster, MI	N/A	501(c)(3)	Charitable
6	Think Detroit PAL	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Travelers Aid Society of Metropolitan Detroit	$	6,000.00	Detroit, MI	N/A	501(c)(3)	Charitable

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2012 SCHEDULE OF GRANTS PAID - ALPHABETICAL **DECEMBER 31, 2012**

9	UC-Cumberland College	$ 5,000.00		Williamsburg, KY	N/A	501(c)(3)	Charitable
7	University of Detroit Jesuit High School and Academy	$ 10,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
6	University of Michigan Hillel	$ 3,000.00		Ann Arbor, MI	N/A	501(c)(3)	Charitable
4	Variety Club Children's Charities, Inc.	$ 15,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
7	Walsh College	$ 16,000.00		Troy, MI	N/A	501(c)(3)	Charitable
2	WARM Training Center	$ 5,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
6	Wayne State University	$ 8,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
7	Wayne State University	$ 25,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
12	Wayne State University (for 2013)	$ 8,000.00		Detroit, MI	N/A	501(c)(3)	Charitable
12	Working Together (Jewish Hospice & Chap Network)	$ 15,000.00		West Bloomfield, MI	N/A	501(c)(3)	Charitable
4	Yad Ezra	$ 8,000.00		Oak Park, MI	N/A	501(c)(3)	Charitable
3	YMCA of Metropolitan Detroit	$ 7,500.00		Detroit, MI	N/A	501(c)(3)	Charitable
	TOTAL GRANTS PAID	**$ 2,092,063.00**					
	12/31/2012						

DeROY TESTAMENTARY FOUNDATION **#38-2208833**
GRANTS APPROVED FOR FUTURE PAYMENT **12/31/2012**

RECIPIENT NAME AND ADDRESS	RELATIONSHIP & STATUS	PURPOSE OF GRANT	AMOUNT
Alzheimer's Association, Gr Mich Chap	N/A	Charitable	$ 25,000.00
Southfield, MI	501(c)(3)		
Fresh Air Society	N/A	Charitable	$ 325,000 00
Bloomfield Hills, MI	501(c)(3)		
Holy Cross Children's Services	N/A	Charitable	$ 50,000.00
Detroit, MI	501(c)(3)		
Hospice of Michigan	N/A	Charitable	$ 75,000.00
Detroit, MI	501(c)(3)		
Interlochen Center for the Arts	N/A	Charitable	$ 40,000 00
Interlochen, MI	501(c)(3)		
Michigan Opera Theatre	N/A	Charitable	$ 50,000.00
Detroit, MI	501(c)(3)		
Oakland Family Services	N/A	Charitable	$ 190,000.00
Pontiac, MI	501(c)(3)		
Oakwood Healthcare Foundation	N/A	Charitable	$ 200,000.00
Dearborn, MI	501(c)(3)		
St. Joseph Mercy Oakland	N/A	Charitable	$ 50,000.00
Pontiac, MI	501(c)(3)		
Society of St. Vincent de Paul	N/A	Charitable	$ 50,000.00
Detroit, MI	501(c)(3)		
University of Detroit Jesuit HS & Academy	N/A	Charitable	$ 20,000.00
Detroit, MI	501(c)(3)		
Walsh College	N/A	Charitable	$ 16,000.00
Troy, MI	501(c)(3)		
Wayne State University	N/A	Charitable	$ 8,000.00
Detroit, MI	501(c)(3)		
TOTAL			**$ 1,099,000.00**
12/31/2012			

DeROY TESTAMENTARY FOUNDATION #38-2208833
2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2012

	CASH	Cost Basis	Market Value	
	Pershing - Money Market Fund	$ 950,306.00	$ 950,306.00	
	Schwab - Money Market Fund	$ 319,583.00	$ 319,583.00	
	Chase Bank - Savings Account	$ 875,000.00	$ 875,000.00	
	TOTAL CASH	$ 2,144,889.00	$ 2,144,889.00	
	STOCKS			
# of Shares	Security	Cost Basis	Market Value	
13000	AT&T Inc	$ 327,135.00	$ 438,230.00	
5000	Agilent Technologies	$ 188,679.00	$ 204,700.00	
5000	Air Products & Chemicals Inc	$ 415,336.00	$ 420,100.00	
8000	Allstate Corp	$ 211,739.00	$ 321,360.00	
11000	Applied Materials	$ 141,448.00	$ 125,840.00	
12260	Banco Santander	$ 122,818.00	$ 100,164.00	
3500	Bank of Montreal	$ 194,952.00	$ 214,550.00	
15000	Briggs & Stratton Corp	$ 232,790.00	$ 316,200.00	
2500	Caterpillar Inc	$ 214,815.00	$ 224,023.00	
14000	Centurylink Inc	$ 554,210.00	$ 547,680.00	
5300	Chevron Corp	$ 138,257.00	$ 573,142.00	
11000	Coca Cola Company	$ 8,169.00	$ 398,750.00	
4200	Comerica Inc	$ 159,432.00	$ 127,428.00	
15900	Convergys Corp	$ 240,646.00	$ 260,919.00	
5500	Covidien PLC	$ 204,658.00	$ 317,570.00	
3400	Cullen Frost Bankers	$ 148,369.00	$ 184,518 00	
9000	DR Horton Inc	$ 111,743.00	$ 178,020.00	
7500	Deluxe Corp	$ 175,775.00	$ 241,800.00	
4000	Emerson Electric Co	$ 176,418.00	$ 211,840.00	
5700	Erie Indemnity Co	$ 255,249.00	$ 394,554.00	
4000	Freeport-McMoran Copper & Gold	$ 134,851.00	$ 136,800.00	
18000	Gannett Company Inc	$ 232,066.00	$ 324,180.00	
730	General Motors CL A Warrants	$ 61,857.00	$ 14,235.00	
730	General Motors CL B Warrants	$ 47,993.00	$ 9,118.00	
30000	Glatfelter	$ 371,831.00	$ 524,400.00	
	Grandview Raceway	$ (7,626.00)	$ -	
6500	Harris Corp	$ 245,603.00	$ 318,240.00	
33000	Harte Hanks Inc	$ 303,024.00	$ 194,700.00	
6000	Hess Corp	$ 398,152.00	$ 317,760.00	
12500	Hewlett Packard Co	$ 225,925.00	$ 178,125.00	
1500	Humana Inc	$ 105,161.00	$ 102,945.00	
7000	JP Morgan Chase & Co	$ 214,897.00	$ 307,784.00	
3500	Johnson & Johnson	$ 218,672.00	$ 245,350.00	
12500	Johnson Controls Inc	$ 354,946.00	$ 383,375.00	
17000	Keycorp Inc	$ 145,996.00	$ 143,140.00	
12900	Lincoln National Corp	$ 257,445.00	$ 334,110.00	

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2012

6800	Marathon Oil Corp	$ 161,247.00	$ 208,488.00	
3000	Marathon Petroleum Corp	$ 88,450.00	$ 189,000.00	
12120	McClatchy Co	$ 29,156.00	$ 39,632.00	
5000	Medtronic Inc	$ 173,393.00	$ 205,100.00	
10500	Merck & Co Inc	$ 365,881.00	$ 429,870.00	
4300	Meredith Corp	$ 119,931.00	$ 148,135.00	
14000	Microsoft Corp	$ 381,226.00	$ 373,936.00	
16500	Nabors Industries Ltd	$ 231,418.00	$ 238,425.00	
3700	Newmont Mining Corp	$ 170,111.00	$ 171,828 00	
5000	Northwest Natural Gas Co	$ 221,700.00	$ 221,000.00	
4000	Nucor Inc	$ 148,776.00	$ 172,640.00	
5000	Occidental Petroleum Corp	$ 396,723.00	$ 383,050.00	
20000	Peoples United Financial Inc	$ 247,196.00	$ 241,800.00	
4400	PepsiCo Inc	$ 18,847.00	$ 301,092.00	
44300	Regenerx Biopharmaceuticals Inc	$ 113,527.00	$ 3,943.00	
3000	Sclumberger Ltd	$ 208,096.00	$ 207,896.00	
15000	Southwest Airlines Co	$ 135,550.00	$ 153,600.00	
3500	Stryker Corp	$ 165,155.00	$ 191,870 00	
4500	TRW Automotive Holdings Corp	$ 236,935.00	$ 300,216.00	
7000	US Bancorp	$ 169,582.00	$ 223,580.00	
5000	Unisys Corporation	$ 89,227.00	$ 86,500.00	
14500	Vodafone Group PLC	$ 331,091.00	$ 365,255 00	
26000	Xerox Corp	$ 190,524.00	$ 177,320 00	
	TOTAL STOCKS	**$ 11,927,173.00**	**$ 14,369,826.00**	
	PREFERRED/CONVERTIBLE SECURITIES			
2000	Aegon Nv 7.25% Pfd F	$ 50,650.00	$ 50,140.00	
2000	Citigroup Cap Tr Pfd	$ 50,000.00	$ 50,380.00	
5000	Merrill Lynch Cap 7% Pfd	$ 109,334.00	$ 124,950.00	
2000	Qwest Corp Senior Note	$ 50,195.00	$ 53,620.00	
1500	So Cal Edison 5.349% Pfd A	$ 149,337.00	$ 150,984.00	
150	US Bancorp 4.47% Pfd A	$ 118,125.00	$ 129,900.00	
150	Wells Fargo 7.5% Pfd Series L	$ 152,658.00	$ 183,750.00	
	TOTAL PFD/CONV SECURITIES	**$ 680,299.00**	**$ 743,724.00**	
	CORP BONDS AND NOTES			
Par	**Security**	**Cost Basis**	**Market Value**	
200000	Devon Energy Corp 5.625% 1/15/14	$ 200,726.00	$ 210,420.00	
150000	Wyeth Note 5.50% 2/1/14	$ 149,847.00	$ 158,112.00	
150000	Morgan Stanley Global 4.75% 4/1/14	$ 141,801.00	$ 155,322.00	
100000	Ingersoll Rand Global 9.50% 4/15/14	$ 103,000.00	$ 110,671.00	

DeROY TESTAMENTARY FOUNDATION #38-2208833
2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2012

150000		Telecom Italia Note 4.95% 9/30/14	$ 156,475.00	$ 156,600.00	
100000		Caterpillar Finl Svcs 4.5% 2/17/15	$ 98,889.00	$ 108,400.00	
150000		Covidien Intl 2.80% 6/15/15	$ 150,934.00	$ 156,705.00	
100000		Agilent Tech Inc 5.50% 9/14/15	$ 108,117.00	$ 111,344.00	
150000		JP Morgan Chase & Co 5.150% 10/1/15	$ 145,008.00	$ 164,873.00	
100000		Telecom Italia Note 5.250% 10/1/15	$ 106,600.00	$ 106,400.00	
100000		El Paso Pipeline Note 4.10% 11/15/15	$ 100,852.00	$ 107,125.00	
150000		Petrobas Intl Fin Co 3.875% 1/27/16	$ 159,412.00	$ 158,250.00	
100000		Medtronic Inc 2.625% 3/15/16	$ 99,965.00	$ 105,377.00	
200000		GM Note 7.70 (Exchanged)	$ -	$ -	
150000		YUM Brands Inc 6.25% 4/15/16	$ 174,507.00	$ 170,946.00	
200000		American Intl Grp 4.875% 9/15/16	$ 215,246.00	$ 223,696.00	
150000		Time Warner Inc Note 5.875% 11/15/16	$ 147,555.00	$ 175,634.00	
150000		Simon Property Grp 5.25% 12/1/16	$ 105,787.00	$ 171,507.00	
100000		Xerox Corp 2.95% 3/15/17	$ 103,186.00	$ 102,602.00	
250000		Bank of America 3.875% 3/22/17	$ 270,232.00	$ 271,130.00	
100000		Marriott Intl Inc 6.375% 6/15/17	$ 107,135.00	$ 117,175.00	
100000		JP Morgan Chase Bank 6.00% 7/5/17	$ 101,853.00	$ 117,223.00	
100000		Hasbro Inc 6.30% 9/15/17	$ 109,950.00	$ 115,949.00	
150000		Avery Dennison Corp 6.875% 10/1/17	$ 154,109.00	$ 172,824.00	
100000		Glaxosmithkline Cap 5.65% 5/15/18	$ 100,859.00	$ 121,804.00	
100000		News America Inc 7.250% 5/18/18	$ 97,046.00	$ 126,027.00	
200000		Alcoa Inc Note 6.750% 7/15/18	$ 155,050.00	$ 227,888.00	
34000		Altria Group Inc 9.70% 11/10/18	$ 34,777 00	$ 47,598.00	
100000		Intl Paper Co 9.375% 5/15/19	$ 99,375.00	$ 136,371.00	
166000		WR Berkley Corp 7.375% 9/15/19	$ 180,565.00	$ 201,224.00	
100000		Halliburton Note 6.15% 9/15/19	$ 107,835.00	$ 125,817.00	
100000		Goldman Sachs Note 5.375% 3/15/20	$ 104,841.00	$ 114,362.00	
100000		Alcoa Inc 6.15% 8/15/20	$ 103,999.00	$ 109,214.00	
200000		Weatherford Note 5.125% 9/15/20	$ 206,990.00	$ 220,398.00	
150000		Washington REIT Bond 4.95% 10/1/20	$ 152,816 00	$ 164,678.00	
150000		Constellation Energy Grp 5.15% 12/1/20	$ 148,500.00	$ 171,468.00	
100000		Energy Transfer Note 4.65% 6/1/21	$ 95,507.00	$ 109,873.00	
200000		Hewlett Packard 4.375% 9/15/21	$ 203,432.00	$ 198,262.00	
225000		JP Morgan Chase & Co 7.90% 4/29/49	$ 208,188.00	$ 254,927.00	
250000		General Elect Cap 6.375% 11/15/67	$ 175,313.00	$ 195,270.00	
		TOTAL CORP BONDS AND NOTES	**$ 5,386,279.00**	**$ 5,973,466.00**	
		TOTAL PORTFOLIO - ACCOUNT 064	**$ 20,138,640.00**	**$ 23,231,905.00**	
12/31/2012					*

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2012

	CASH	**Cost Basis**	**Market Value**
	Pershing - Money Market Fund	$ 173,190.00	$ 173,190.00
	Schwab - Money Market Fund	$ 286,630.00	$ 286,630.00
	TOTAL CASH	**$ 459,820.00**	**$ 459,820.00**
	STOCKS		
# of Shares	**Security**	**Cost Basis**	**Market Value**
3750	ADT Corp	$ 102,304.00	$ 174,338.00
4100	AT&T Inc	$ 129,629.00	$ 138,211.00
9200	Agilent Technologies Inc	$ 281,446.00	$ 376,648.00
3300	Air Products & Chemicals Inc	$ 253,395.00	$ 277,266.00
11500	Allstate Corp	$ 455,877.00	$ 461,955.00
700	Apple Inc	$ 62,589.00	$ 372,521.00
9500	Avnet Inc	$ 264,149.00	$ 290,795.00
2200	Becton Dickinson & Co	$ 159,365.00	$ 172,018.00
3600	Chevron Corp	$ 223,546.00	$ 389,304.00
11700	Comerica Inc	$ 419,483.00	$ 354,978.00
7000	Covidien PLC	$ 332,408.00	$ 404,180.00
8100	Walt Disney Co	$ 245,561.00	$ 403,299.00
6100	Eaton Corporation PLC	$ 316,624.00	$ 330,498.00
6000	Emerson Electric Co	$ 234,174.00	$ 317,760.00
3900	Exxon Mobil Corp	$ 251,410.00	$ 337,545.00
22400	Gannett Company Inc	$ 302,647.00	$ 403,424.00
20700	Glatfelter	$ 283,898.00	$ 361,836.00
8700	Hasbro Inc	$ 316,934.00	$ 312,330.00
3700	Hess Corp	$ 249,043.00	$ 195,952.00
13300	Hewlett Packard Company	$ 420,031.00	$ 189,525.00
10000	JP Morgan Chase & Co	$ 307,996.00	$ 439,691.00
27500	Keycorp Inc	$ 235,757.00	$ 231,550.00
12100	Kroger Co	$ 265,257.00	$ 314,842.00
7800	MDU Resources Group Inc	$ 168,241.00	$ 165,672.00
4500	MTS Systems Corp	$ 231,848.00	$ 229,185.00
4300	McKesson Corp	$ 219,043.00	$ 416,928.00
7350	Marathon Oil Corp	$ 183,741.00	$ 225,351.00
4300	Marathon Petroleum Corp	$ 152,014.00	$ 270,900.00
11300	Meadwestvaco Corp	$ 153,067.00	$ 360,131.00
6200	Medtronic Inc	$ 307,945.00	$ 254,324.00
5400	Mens Wearhouse Inc	$ 165,361.00	$ 168,264.00
15300	Microsoft Corp	$ 397,734.00	$ 408,658.00
14300	Morgan Stanley	$ 250,030.00	$ 273,416.00
19000	NV Energy Inc	$ 239,918.00	$ 344,660.00
17500	Nabors Industries Ltd	$ 307,918.00	$ 252,875.00
4100	Nestle SA	$ 153,000.00	$ 267,197.00
10000	News Corp	$ 159,959.00	$ 255,100.00

DeROY TESTAMENTARY FOUNDATION #38-2208833
2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2012

3500	Northeast Utilities	$ 96,808.00	$ 136,780.00	
6100	Nucor Corp	$ 232,042.00	$ 263,276.00	
4400	Occidental Petroleum Corp	$ 317,897.00	$ 337,084.00	
8100	Oshkosh Truck Corp	$ 210,350.00	$ 240,165.00	
5200	PNC Financial Services Group Inc	$ 279,783.00	$ 303,212.00	
3300	PepsiCo Inc	$ 214,536.00	$ 225,819.00	
7000	Raymond James Finl Inc	$ 250,319.00	$ 269,710.00	
8000	Raytheon Company	$ 391,152.00	$ 460,480.00	
3800	Schlumberger Ltd	$ 242,620.00	$ 263,335.00	
31500	Southwest Airlines Co	$ 313,215.00	$ 322,560.00	
3100	Stryker Corp	$ 117,093.00	$ 169,942.00	
8100	TRW Automotive Holdings Corp	$ 394,582.00	$ 434,241.00	
12750	Tenet Healthcare Corp	$ 222,254.00	$ 413,993.00	
7500	Tyco International Ltd	$ 157,147.00	$ 219,375.00	
10000	US Bancorp	$ 216,543.00	$ 319,400.00	
11500	Vodafone Group PLC	$ 266,550.00	$ 289,685 00	
10000	Waste Management Inc	$ 351,326.00	$ 337,400.00	
36400	Xerox Corp	$ 275,515.00	$ 248,248.00	
	TOTAL STOCKS	$ 13,753,074.00	$ 16,397,832.00	
	PREFERRED/CONVERTIBLE SECURITIES			
6000	Aegon NV 7.25% Pfd	$ 146,498.00	$ 150,420.00	
2500	Kimco Realty 6.90% Cl H Pfd	$ 62,003.00	$ 66,600.00	
2000	Merrill Lynch 7% Pfd	$ 45,707.00	$ 49,980.00	
2250	So Cal Edison5.349% Pfd A	$ 223,879.00	$ 226,476.00	
75	US Bancorp 4.47% Pfd A	$ 57,228.00	$ 64,950.00	
110	Well Fargo 7.50% Series L Pfd	$ 108,570.00	$ 134,750.00	
	TOTAL PFD/CONV SECURITIES	$ 643,885.00	$ 693,176.00	
	CORP BONDS AND NOTES			
Par	Security	Cost Basis	Market Value	
250000	Sovereign Bank 5.125% 3/15/13	$ 221,475.00	$ 249,990.00	
175000	Medtronic Inc 1.625% 4/15/13	$ 175,462.00	$ 175,548.00	
250000	Morgan Stanley Global 4.75% 4/1/14	$ 243,465.00	$ 258,870.00	
150000	Ingersoll Rand Global 9.50% 4/15/14	$ 153,562.00	$ 166,007.00	
150000	Xerox Corp Note 8.250% 5/15/14	$ 153,241.00	$ 163,619.00	
225000	Boston Scientific Note 4.50% 1/15/15	$ 223,868.00	$ 239,162.00	
150000	Washington REIT Note 5.350% 5/1/15	$ 135,309.00	$ 161,583.00	
175000	Telecom Italia Note 5.25% 10/1/15	$ 178,276.00	$ 186,200.00	
125987	Federal Express Corp 7.02% 1/15/16	$ 145,270.00	$ 137,326.00	

DeROY TESTAMENTARY FOUNDATION #38-2208833
2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2012

125000		HCP Inc 3.750% 2/1/16	$ 132,685.00	$ 132,666.00	
100000		Sprint Nextel Corp 6.00% 12/1/16	$ 78,751.00	$ 108,750.00	
100000		Qwest Corporation Note 6.50% 6/1/17	$ 106,980.00	$ 116,760.00	
250000		Lehman Bros (Escrow) 6.5% 7/19/17	$ 244,742.00	$ -	
150000		Merrill Lynch Co 6.40% 8/28/17	$ 150,175.00	$ 176,154.00	
100000		Motorola Inc Note 6.00% 11/15/17	$ 90,869.00	$ 117,413.00	
225000		Suntrust Banks 5.45% 12/1/17	$ 227,888.00	$ 254,203.00	
100000		Ipalco Enter Inc 5.00% 5/1/18	$ 99,100.00	$ 104,750.00	
125000		Pioneer Natural Res Co 6.875% 5/1/18	$ 127,187.00	$ 152,074.00	
150000		Alcoa Inc Note 6.75% 7/15/18	$ 117,787.00	$ 170,916.00	
50000		Alcoa Inc Note 6.75% 2/23/19	$ 53,978.00	$ 53,111.00	
100000		Citizens Comm Co 7.125% 3/15/19	$ 100,747.00	$ 108,750.00	
150000		Lincoln National Corp 8.75% 7/1/19	$ 157,196.00	$ 200,595.00	
100000		HCA Inc Note 6.50% 2/15/20	$ 100,410.00	$ 112,500.00	
100000		US Steel Corp 7.375% 4/1/20	$ 102,125.00	$ 106,750.00	
150000		JC Penney Corp 5.65% 6/1/20	$ 143,716.00	$ 130,125.00	
100000		Tenet Healthcare Note 8.00% 8/1/20	$ 99,588.00	$ 107,688.00	
100000		Goodyear Tire & Rubber 8.25% 8/15/20	$ 107,710.00	$ 109,750.00	
175000		NV Energy Inc Note 6.25% 11/15/20	$ 178,719.00	$ 205,783.00	
150000		Constellation Energy Grp 5.15% 12/1/20	$ 150,042.00	$ 171,468.00	
100000		Arcelormittal Note 6.00% 3/1/21	$ 92,616.00	$ 99,713.00	
175000		Centurylink Inc 6.45% 6/15/21	$ 167,617.00	$ 193,375.00	
150000		Ford Motor Credit Co 5.875% 8/2/21	$ 149,800.00	$ 174,681.00	
175000		Firstenergy Solu Corp 6.05% 8/15/21	$ 197,622.00	$ 200,291.00	
125000		Hewlett Packard 4.375% 9/15/21	$ 119,061.00	$ 123,914.00	
150000		Newfiled Expl Co 5.75% 1/30/22	$ 158,590.00	$ 165,000.00	
125000		Bank of America Corp 8.00% 1/30/49	$ 115,563.00	$ 138,260.00	
100000		Wells Fargo & Co 7.98% 2/15/49	$ 79,706.00	$ 114,750.00	
150000		Wachovia Cap Tr 5.570% 3/15/49	$ 149,750.00	$ 149,250.00	
150000		Goldman Sachs 4.00% 12/29/49	$ 103,625.00	$ 117,162.00	
100000		General Elect Cap 6.375% 11/15/67	$ 88,625.00	$ 105,375.00	
175000		Enterprise Products 7.034% 1/15/68	$ 165,438.00	$ 200,375.00	
		TOTAL CORP BONDS AND NOTES	**$ 5,788,336.00**	**$ 6,160,657.00**	
		US TREASURY NOTES			
225000		US Treas Note 0.750% 10/31/17	$ 226,621.00	$ 225,738.00	
325000		Us Treas Note 1.625% 11/15/22	$ 325,244.00	$ 321,445.00	
		TOTAL US TREASURY NOTES	**$ 551,865.00**	**$ 547,183.00**	
		TOTAL BONDS AND NOTES	**$ 6,340,201.00**	**$ 6,707,840.00**	
		TOTAL PORTFOLIO - ACCOUNT 056	**$ 21,196,980.00**	**$ 24,258,668.00**	
12/31/2012					*

DeROY TESTAMENTARY FOUNDATION

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771

#38-2208833

12/31/2012

		CASH	Cost Basis	Market Value
		Pershing - Money Market Fund	$ 86,911.00	$ 86,911.00
		TOTAL CASH	$ 86,911.00	$ 86,911.00
		STOCKS		
# of Shares		Security	Cost Basis	Market Value
350		ADT Corp	$ 13,460.00	$ 16,272.00
750		Agilent Technologies	$ 27,244.00	$ 30,705.00
250		Albemarle Corporation	$ 12,962.00	$ 15,530.00
750		Allstate Corp	$ 20,659.00	$ 30,128.00
900		Avnet Inc	$ 23,556.00	$ 27,549.00
300		Becton Dickinson & Co	$ 20,673.00	$ 23,457.00
600		Cardinal Health Inc	$ 24,733.00	$ 24,708.00
1000		Comerica Inc	$ 35,643.00	$ 30,340.00
2000		Convergys Corp	$ 24,495.00	$ 32,820.00
400		Cullen Frost Bankers	$ 16,418.00	$ 21,708.00
1100		DR Horton Inc	$ 14,778.00	$ 21,758.00
1800		EW Scripps	$ 15,823.00	$ 19,458.00
600		Eaton Corp	$ 25,594.00	$ 32,508.00
450		Energen Corp	$ 22,861.00	$ 20,291.00
300		Erie Indemnity Co	$ 12,486.00	$ 20,766.00
2100		Gannett Company Inc	$ 27,462.00	$ 37,821.00
1700		Glatfelter	$ 24,029.00	$ 29,716.00
600		Harris Corp	$ 24,069.00	$ 29,376.00
800		Hasbro Inc	$ 25,597.00	$ 28,720.00
570		Kennametal Inc	$ 20,715.00	$ 22,800.00
2750		Keycorp Inc	$ 23,269.00	$ 23,155.00
925		Kroger Company	$ 22,630.00	$ 24,069.00
900		Lazard Ltd	$ 22,467.00	$ 26,856.00
1100		Lincoln National Corp	$ 20,182.00	$ 28,490.00
1500		MDU Resources Group Inc	$ 33,332.00	$ 31,860.00
425		MTS Systems Corp	$ 18,396.00	$ 21,645.00
500		Marathon Petroleum Corp	$ 17,394.00	$ 31,500.00
900		Meadwestvaco Corp	$ 12,925.00	$ 28,683.00
500		Mens Wearhouse Inc	$ 15,260.00	$ 15,580.00
700		Meredith Corp	$ 21,960.00	$ 24,115.00
650		NV Energy Inc	$ 8,040.00	$ 11,791.00
1575		Nabors Industries Ltd	$ 22,620.00	$ 22,759.00
600		Northeast Utilities	$ 16,596.00	$ 23,448.00
500		Nucor Corp	$ 19,349.00	$ 21,580.00
700		Oshkosh Truck Corp	$ 20,718.00	$ 20,755.00
670		Raymond James Financial Inc	$ 20,547.00	$ 25,815.00

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 12/31/2012

550	Raytheon Co	$ 26,650.00	$ 31,658.00	
750	Republic Services Inc	$ 20,756.00	$ 21,998.00	
400	Rosetta Resources Inc	$ 18,242.00	$ 18,128.00	
2500	Southwest Airlines Co	$ 27,582.00	$ 25,600.00	
400	Stryker Corp	$ 16,449.00	$ 21,928.00	
600	TRW Automotive Holdings Corp	$ 33,460.00	$ 32,166.00	
1125	Tenet Healthcare Corp	$ 19,256.00	$ 36,529.00	
1600	Vishay Intertechnology Inc	$ 13,981.00	$ 17,008.00	
3650	Xerox Corporation	$ 29,201.00	$ 24,893.00	
800	Xylem Inc	$ 22,251.00	$ 21,680.00	
	TOTAL STOCKS	**$ 976,770.00**	**$ 1,150,120.00**	
	TOTAL PORTFOLIO - ACCOUNT 771	**$ 1,063,681.00**	**$ 1,237,031.00**	
12/31/2012				*

DeROY TESTAMENTARY FOUNDATION #38-2208833

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2011

	CASH	Cost Basis	Market Value	
	Pershing - Money Market Fund	$ 475,290.90	$ 475,290.90	
	Schwab - Money Market Fund	$ 80,136.01	$ 80,136.01	
	Chase Bank - Savings Account	$ 400,000.00	$ 400,000.00	
	TOTAL CASH	**$ 955,426.91**	**$ 955,426.91**	
	STOCKS			
# of Shares	Security	Cost Basis	Market Value	
18000	AT&T Inc	$ 457,335.01	$ 544,320.00	
3000	Abbott Laboratories	$ 142,232.40	$ 168,690.00	
5000	Air Products & Chemicals Inc	$ 409,257.06	$ 425,950.00	
12000	Allstate Corp	$ 343,598.48	$ 328,920.00	
11946	Banco Santander	$ 120,530.30	$ 89,834.00	
3500	Bank of Montreal	$ 194,952.10	$ 191,835.00	
15000	Briggs & Stratton Corp	$ 232,789.60	$ 232,350.00	
12825	Brooks Automation Inc	$ 80,723.06	$ 131,713.00	
24000	Caplease Inc	$ 39,830.00	$ 96,960.00	
14000	Centurylink Inc	$ 554,209.60	$ 520,800.00	
5300	Chevron Corp	$ 138,257.46	$ 563,920.00	
5500	Coca Cola Company	$ 8,168.64	$ 384,835.00	
4200	Comerica Inc	$ 159,432.00	$ 108,360.00	
18900	Convergys Corp	$ 275,380.00	$ 241,353.00	
5500	Covidien PLC	$ 204,657.92	$ 247,555.00	
3400	Cullen Frost Bankers	$ 148,368.90	$ 179,894.00	
35300	DR Horton Inc	$ 459,943.17	$ 445,133.00	
4000	Emerson Electric Co	$ 176,417.50	$ 186,360.00	
5700	Erie Indemnity Co	$ 255,248.90	$ 445,512.00	
20500	Gannett Company Inc	$ 257,498.20	$ 274,085.00	
802	General Motors Corp	$ 87,650.50	$ 16,257.00	
730	General Motors CL A	$ 61,857.00	$ 8,563.00	
730	General Motors CL B	$ 47,992.50	$ 5,709.00	
28000	Glatfelter	$ 340,058.29	$ 395,360.00	
	Grandview Raceway	$ (7,626.00)	$ -	
11400	Harris Corp	$ 433,798.38	$ 410,856.00	
20000	Harte Hanks Inc	$ 302,845.00	$ 181,800.00	
7000	Healthsouth Corp	$ 108,367.70	$ 123,690.00	
6000	Hess Corp	$ 398,152.40	$ 340,800.00	
4968	Inter Parfumes Inc	$ 98,802.38	$ 77,302.00	
9000	JP Morgan Chase & Co	$ 274,192.40	$ 299,250.00	
3500	Johnson & Johnson	$ 218,672.20	$ 229,530.00	
3500	Johnson Controls Inc	$ 107,454.19	$ 109,410.00	
5000	Kroger Co	$ 99,200.00	$ 121,100.00	
11900	Lincoln National Corp	$ 225,614.18	$ 231,098.00	
8800	Marathon Oil Corp	$ 198,712.48	$ 257,576.00	

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 **12/31/2011**

3000		Marathon Petroleum Corp	$	88,450.06	$	99,870.00	
5000		Medtronic Inc	$	173,392.90	$	191,250.00	
13500		Merck & Co Inc	$	477,510.50	$	508,950.00	
8300		Meredith Corp	$	238,539.68	$	270,995.00	
8000		Microsoft Corp	$	200,548.22	$	207,680.00	
5500		Nabors Industries Ltd	$	68,162.60	$	95,370.00	
11700		Newell Rubbermaid Inc	$	184,595.18	$	188,955.00	
5000		Northwest Natural Gas Co	$	221,700.00	$	239,650.00	
5000		Nucor Inc	$	187,474.30	$	197,850.00	
3500		Occidental Petroleum Corp	$	272,249.60	$	327,950.00	
9500		Oshkosh Truck Corp	$	246,436.46	$	203,110.00	
17300		Peoples United Financial Inc	$	232,051.95	$	222,305.00	
4400		PepsiCo Inc	$	18,847.19	$	291,940.00	
6000		Raytheon Company	$	273,881.00	$	290,280.00	
44300		Regenerx Biopharmaceuticals Inc	$	113,527.00	$	6,202.00	
45000		Regions Financial Corp	$	180,200.00	$	193,500.00	
15000		Southwest Airlines Co	$	135,550.00	$	128,400.00	
4500		Stryker Corp	$	215,195.57	$	223,695.00	
2900		TRW Automotive Holdings Corp	$	132,741.80	$	94,540.00	
5900		Toll Brothers Inc	$	123,192.00	$	120,478.00	
10000		US Bancorp	$	241,636.20	$	270,500.00	
7500		Valero Energy Corporation	$	151,011.00	$	157,875.00	
14500		Vodafone Group PLC	$	331,091.18	$	406,435.00	
		TOTAL STOCKS	**$**	**12,162,558.29**	**$**	**13,554,460.00**	
		PREFERRED/CONVERTIBLE SECURITIES					
4000		Citigroup Cap Tr Pfd	$	100,000.00	$	93,360.00	
5000		Merrill Lynch Cap 7% Pfd	$	109,334.00	$	99,600.00	
2000		Qwest Corp Senior Note	$	50,195.26	$	53,080.00	
150		Wells Fargo 7.5% Pfd Series L	$	152,657.50	$	158,400.00	
		TOTAL PFD/CONV SECURITIES	**$**	**412,186.76**	**$**	**404,440.00**	
		CORP BONDS AND NOTES					
Par		**Security**		**Cost Basis**		**Market Value**	
100000		Boeing Cap Note 6.50% 2/15/12	$	101,100.00	$	100,666.00	
200000		HJ Heinz Fin Co Note 6.00% 3/15/12	$	206,674.00	$	201,868.00	
300000		Gannett Co Note 6.375% 4/1/12	$	304,500.00	$	301,500.00	
250000		Genl Elect Cap Corp 6.00% 6/15/12	$	258,210.00	$	255,620.00	
300000	Ch	Wells Fargo & Co 5.125% 9/1/12	$	318,864.00	$	307,732.00	
175000	Ch	HSBC Finance Corp 5.60% 9/15/12	$	185,829.38	$	176,348.00	
250000		Kellogg Co Note 5.125% 12/3/12	$	271,962.50	$	259,823.00	

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 **12/31/2011**

200000		Devon Energy Corp 5.625% 1/15/14	$ 200,726.00	$ 218,076.00	
150000		Wyeth Note 5.50% 2/1/14	$ 149,847.00	$ 164,372.00	
150000		Morgan Stanley Global 4.75% 4/1/14	$ 141,801.00	$ 147,764.00	
100000		Ingersoll Rand Global 9.50% 4/15/14	$ 103,000.00	$ 116,237.00	
150000		Telecom Italia Note 4.95% 9/30/14	$ 156,475.50	$ 139,230.00	
100000		Caterpillar Finl Svcs 4.5% 2/17/15	$ 98,889.50	$ 110,530.00	
150000		Covidien Intl 2.80% 6/15/15	$ 150,934.50	$ 156,128.00	
200000		Marshall Isley Note 4.85% 6/16/15	$ 205,500.00	$ 211,110.00	
100000		Agilent Tech Inc 5.50% 9/14/15	$ 108,117.00	$ 110,117.00	
150000		JP Morgan Chase & Co 5.150% 10/1/15	$ 145,008.00	$ 159,207.00	
100000		El Paso Pipeline Note 4.10% 11/15/15	$ 100,852.00	$ 102,250.00	
100000		Medtronic Inc 2.625% 3/15/16	$ 99,965.00	$ 103,574.00	
200000		GM Note 7.70 (Exchanged)	$ -	$ -	
150000		YUM Brands Inc 6.25% 4/15/16	$ 174,507.00	$ 173,433.00	
100000		Abbott Labs Note 5.875% 5/15/16	$ 100,465.00	$ 117,311.00	
150000		Time Warner Inc Note 5.875% 11/15/16	$ 147,555.00	$ 173,135.00	
150000		Simon Property Grp 5.25% 12/1/16	$ 105,787.50	$ 165,597.00	
100000		Marriott Intl Inc 6.375% 6/15/17	$ 107,135.00	$ 115,118.00	
100000		JP Morgan Chase Bank 6.00% 7/5/17	$ 101,852.70	$ 107,708.00	
100000		Hasbro Inc 6.30% 9/15/17	$ 109,950.00	$ 114,966.00	
150000		Avery Dennison Corp 6.875% 10/1/17	$ 154,108.95	$ 172,943.00	
100000		Glaxosmithkline Cap 5.65% 5/15/18	$ 100,859.00	$ 120,361.00	
100000		News America Inc 7.250% 5/18/18	$ 97,046.00	$ 120,681.00	
200000		Alcoa Inc Note 6.750% 7/15/18	$ 155,050.00	$ 220,714.00	
100000		Altria Group Inc 9.70% 11/10/18	$ 102,284.00	$ 134,541.00	
100000		Intl Paper Co 9.375% 5/15/19	$ 99,375.00	$ 129,946.00	
166000		WR Berkley Corp 7.375% 9/15/19	$ 180,564.74	$ 193,237.00	
100000		Halliburton Note 6.15% 9/15/19	$ 107,835.00	$ 122,868.00	
100000		Goldman Sachs Note 5.375% 3/15/20	$ 104,841.00	$ 98,285.00	
100000		Alcoa Inc 6.15% 8/15/20	$ 103,999.00	$ 103,898.00	
100000		Weatherford Note 5.125% 9/15/20	$ 99,785.00	$ 103,918.00	
150000		Washington REIT Bond 4.95% 10/1/20	$ 152,815.50	$ 156,888.00	
150000		Constellation Energy Grp 5.15% 12/1/20	$ 148,500.00	$ 162,546.00	
100000		Energy Transfer Note 4.65% 6/1/21	$ 95,507.40	$ 97,960.00	
100000		Centurylink Inc 6.45% 6/15/21	$ 93,497.00	$ 100,184.00	
200000		Ford Motor Credit Co 5.876% 8/2/21	$ 200,360.00	$ 208,442.00	
225000		JP Morgan Chase & Co 7.90% 4/29/49	$ 208,187.50	$ 239,555.00	
100000		General Elect Cap 6.375% 11/15/67	$ 88,250.00	$ 98,250.00	
		TOTAL CORP BONDS AND NOTES	**$ 6,448,372.67**	**$ 6,894,637.00**	
		TOTAL PORTFOLIO - ACCOUNT 064	**$ 19,978,544.63**	**$ 21,808,963.91**	
	Ch	Held in Chase Broker Account			
12/31/2011					*

DeROY TESTAMENTARY FOUNDATION #38-2208833

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2011

	CASH		Cost Basis	Market Value
	Pershing - Money Market Fund		$ 7,854.94	$ 7,854.94
	Schwab - Money Market Fund		$ 440,002.82	$ 440,002.82
		TOTAL CASH	$ 447,857.76	$ 447,857.76
	STOCKS			
# of Shares	Security		Cost Basis	Market Value
10200	AT&T Inc		$ 337,709.50	$ 308,448.00
5000	Abbott Laboratories		$ 257,152.00	$ 281,150.00
7500	Agilent Technologies Inc		$ 217,790.15	$ 261,975.00
2700	Air Products & Chemicals Inc		$ 206,787.15	$ 230,013.00
11500	Allstate Corp		$ 455,877.25	$ 315,215.00
14600	American Eagle Outfitters Inc		$ 164,684.80	$ 223,234.00
700	Apple Inc		$ 62,589.28	$ 283,500.00
4600	Avnet Inc		$ 117,631.66	$ 143,014.00
2200	Becton Dickinson & Co		$ 159,364.82	$ 164,384.00
3600	Chevron Corp		$ 223,545.92	$ 383,040.00
11700	Comerica Inc		$ 419,483.34	$ 301,860.00
7000	Covidien PLC		$ 332,407.97	$ 315,070.00
5300	Diageo PLC		$ 297,593.76	$ 463,326.00
10800	Walt Disney Co		$ 329,482.00	$ 405,000.00
6000	Emerson Electric Co		$ 234,173.56	$ 279,540.00
3900	Exxon Mobil Corp		$ 251,409.89	$ 330,564.00
11500	Gannett Company Inc		$ 145,219.70	$ 153,755.00
16600	Glatfelter		$ 222,519.34	$ 234,392.00
7800	Halliburton Co		$ 266,338.60	$ 269,178.00
7200	Hasbro Inc		$ 264,672.85	$ 229,608.00
11900	HealthSouth Corp		$ 211,540.04	$ 210,273.00
3000	Hess Corp		$ 211,191.10	$ 170,400.00
7700	Hewlett Packard Company		$ 353,080.00	$ 198,352.00
4300	Illinois Tool Works Inc		$ 220,113.13	$ 200,853.00
3900	Inter Parfumes Inc		$ 71,807.06	$ 60,684.00
10000	JP Morgan Chase & Co		$ 307,996.20	$ 332,500.00
2600	KBR Inc		$ 64,767.79	$ 100,332.00
12100	Kroger Co		$ 265,256.61	$ 293,062.00
7800	Lazard Ltd		$ 195,171.59	$ 203,658.00
7800	MDU Resources Group Inc		$ 168,240.56	$ 167,388.00
2700	McDonalds Corp		$ 152,051.00	$ 270,891.00
4300	McKesson Corp		$ 219,043.00	$ 335,013.00
7350	Marathon Oil Corp		$ 183,740.62	$ 215,135.00
4300	Marathon Petroleum Corp		$ 152,014 29	$ 143,147.00
11300	Meadwestvaco Corp		$ 172,178.89	$ 338,435.00
6200	Medtronic Inc		$ 307,944.93	$ 237,150.00

DeROY TESTAMENTARY FOUNDATION #38-2208833

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2011

15300		Microsoft Corp	$ 397,734.45	$ 397,188.00	
19000		NV Energy Inc	$ 239,917.95	$ 310,650.00	
4100		Nestle SA	$ 152,999.66	$ 236,611.00	
17500		News Corp	$ 308,952.55	$ 312,200.00	
3500		Northeast Utilities	$ 96,807.90	$ 126,245.00	
3800		Occidental Petroleum Corp	$ 269,906.27	$ 356,060.00	
7000		Oshkosh Truck Corp	$ 241,823.47	$ 149,660.00	
4800		PNC Financial Services Group Inc	$ 255,487.38	$ 276,816.00	
18250		Peoples United Financial Inc	$ 303,838.68	$ 234,513.00	
8000		Raytheon Company	$ 391,152.40	$ 387,040.00	
31500		Southwest Airlines Co	$ 313,215.15	$ 269,640.00	
3100		Stryker Corp	$ 117,093 00	$ 154,101.00	
4000		TJX Companies Inc	$ 122,922.00	$ 258,200.00	
5200		TRW Automotive Holdings Corp	$ 271,381.88	$ 169,520.00	
29100		Tenet Healthcare Corp	$ 125,004.97	$ 149,283.00	
7500		Tyco International Ltd	$ 316,127.08	$ 350,325.00	
10000		US Bancorp	$ 216,543.00	$ 270,500.00	
11500		Vodafone Group PLC	$ 266,549.86	$ 322,345.00	
4200		Waddell & Reed Financial Inc	$ 99,482.00	$ 104,034.00	
10000		Waste Management Inc	$ 351,325.64	$ 327,100.00	
		TOTAL STOCKS	**$ 13,080,835.64**	**$ 14,215,570.00**	
		PREFERRED/CONVERTIBLE SECURITIES			
6000		Aegon NV 7.25% Pfd	$ 146,497.60	$ 132,600.00	
5500		Kimco Realty 6.90% Cl H Pfd	$ 135,967.68	$ 150,590.00	
1000		Merrill Lynch 7% Pfd	$ 23,222.40	$ 19,920.00	
110		Well Fargo 7.50% Series L Pfd	$ 108,570.00	$ 116,160.00	
		TOTAL PFD/CONV SECURITIES	**$ 414,257.68**	**$ 419,270.00**	
		CORP BONDS AND NOTES			
Par		**Security**	**Cost Basis**	**Market Value**	
250000		Sovereign Bank 5.125% 3/15/13	$ 221,475.00	$ 250,678 00	
225000		Medtronic Inc 1.625% 4/15/13	$ 225,562.50	$ 226,688.00	
250000		Morgan Stanley Global 4.75% 4/1/14	$ 243,465.00	$ 246,273.00	
150000		Ingersoll Rand Global 9.50% 4/15/14	$ 153,562.50	$ 174,356.00	
150000		Xerox Corp Note 8.250% 5/15/14	$ 153,241.50	$ 169,257.00	
150000		May Dept Stores 5.75% 7/15/14	$ 148,953.00	$ 159,557.00	

DeROY TESTAMENTARY FOUNDATION #38-2208833

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2011

200000		Boston Scientific Note 4.50% 1/15/15	$	197,001.50	$	209,882.00	
250000		New York Times Co 5.00% 3/15/15	$	236,932.50	$	247,500.00	
250000		Washington REIT Note 5.350% 5/1/15	$	225,515.00	$	266,490.00	
150000		Telecom Italia Note 5.25% 10/1/15	$	153,498.50	$	137,600.00	
143084		Federal Express Corp 7.02% 1/15/16	$	162,367.19	$	155,962.00	
225000		Sprint Nextel Corp 6.00% 12/1/16	$	189,852.75	$	186,750.00	
100000		Qwest Corporation Note 6.50% 6/1/17	$	106,980.00	$	109,250.00	
125000		Tesoro Bond 6.50% 6/1/17	$	127,062.50	$	128,125.00	
250000		Lehman Bros Hldgs Note 6.50% 7/19/17	$	244,742.50	$	25.00	
150000		Merrill Lynch Co 6.40% 8/28/17	$	150,175.50	$	145,245.00	
150000		Exelon Generation Co 6.20% 10/1/17	$	149,839 50	$	172,253.00	
150000		McGraw-Hill Cos Inc 5.90% 11/15/17	$	149,796.00	$	163,224.00	
200000		Motorola Inc Note 6.00% 11/15/17	$	186,233.00	$	224,174.00	
225000		Suntrust Banks 5.45% 12/1/17	$	227,888.50	$	239,717.00	
125000		Pioneer Natural Res Co 6.875% 5/1/18	$	127,187.50	$	141,373.00	
150000		Alcoa Inc Note 6.75% 7/15/18	$	117,787.50	$	165,535.00	
150000		Lincoln National Corp 8.75% 7/1/19	$	157,195.50	$	182,454.00	
150000		Altria Group Inc 9.250% 8/6/19	$	154,695.00	$	201,414.00	
150000		HCA Inc Note 6.50% 2/15/20	$	151,160.00	$	155,625.00	
150000		US Steel Corp 7.375% 4/1/20	$	153,125.00	$	146,250.00	
150000		JC Penney Corp 5.65% 6/1/20	$	143,716.20	$	147,000.00	
125000		Tenet Healthcare Note 8.00% 8/1/20	$	124,650.00	$	125,156.00	
125000		Goodyear Tire & Rubber 8.25% 8/15/20	$	134,647.50	$	136,250.00	
175000		NV Energy Inc Note 6.25% 11/15/20	$	178,718.75	$	181,326.00	
200000		Constellation Energy Grp 5.15% 12/1/20	$	199,561.25	$	216,728.00	
100000		Arcelormittal Note 5.50% 3/1/21	$	90,660.00	$	91,791.00	
175000		Centurylink Inc 6.45% 6/15/21	$	167,617.00	$	175,322.00	
150000		Ford Motor Credit Co 5.875% 8/2/21	$	149,800.00	$	156,332.00	
225000		Bank of America Corp 8.00% 12/29/49	$	203,812.50	$	201,474.00	
175000		Citigroup Cap XXI 8.30% 12/21/57	$	182,112.50	$	174,781.00	
150000		General Elect Cap 6.375% 11/15/67	$	132,937.50	$	147,375.00	
175000		Enterprise Products 7.034% 1/15/68	$	165,437.50	$	182,000.00	
100000		Wells Fargo & Co 7.98% 12/31/99	$	79,706.25	$	107,125.00	
		TOTAL CORP BONDS AND NOTES	**$**	**6,468,671.89**	**$**	**6,648,317.00**	
		US TREASURY NOTES					
100000		Us Treas Note 2.625% 11/15/20	$	96,800.77	$	107,656.00	
		TOTAL US TREASURY NOTES	**$**	**96,800.77**	**$**	**107,656.00**	
		TOTAL BONDS AND NOTES	**$**	**6,565,472.66**	**$**	**6,755,973.00**	
		TOTAL PORTFOLIO - ACCOUNT 056	**$**	**20,411,622.97**	**$**	**21,731,014.76**	
12/31/2011							*

DeROY TESTAMENTARY FOUNDATION #38-2208833

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 12/31/2011

	CASH	Cost Basis	Market Value	
	Pershing - Money Market Fund	$ 42,096.32	$ 42,096.32	
	TOTAL CASH	$ 42,096.32	$ 42,096.32	
	STOCKS			
# of Shares	Security	Cost Basis	Market Value	
600	Agilent Technologies	$ 21,606.00	$ 20,958.00	
750	Allstate Corp	$ 20,658.95	$ 20,558.00	
1400	American Eagle Outfitters Inc	$ 14,602.00	$ 21,406.00	
700	Avnet Inc	$ 17,900.47	$ 21,763.00	
300	Becton Dickinson & Co	$ 20,673.51	$ 22,416.00	
500	Cardinal Health Inc	$ 20,508.55	$ 20,305.00	
1000	Comerica Inc	$ 35,643.42	$ 25,800.00	
1600	Convergys Corp	$ 19,253.00	$ 20,432.00	
400	Cullen Frost Bankers	$ 16,418.00	$ 21,164.00	
1700	DR Horton Inc	$ 22,838.48	$ 21,437.00	
470	Eaton Corp	$ 20,746.24	$ 20,459.00	
300	Erie Indemnity Co	$ 12,486.00	$ 23,448.00	
1500	Gannett Company Inc	$ 19,273.01	$ 20,055.00	
1400	Glatfelter	$ 19,460.42	$ 19,768.00	
600	Harris Corp	$ 24,069.12	$ 21,624.00	
600	Hasbro Inc	$ 18,435.18	$ 19,134.00	
1300	Healthsouth Corp	$ 24,081.98	$ 22,971.00	
1100	Inter Parfumes Inc	$ 20,354.20	$ 17,116.00	
800	KBR Inc	$ 14,392.84	$ 22,296.00	
570	Kennametal Inc	$ 20,714.79	$ 20,816.00	
850	Kroger Co	$ 20,803 31	$ 20,587.00	
900	Lazard Ltd	$ 22,466.61	$ 23,499.00	
1100	Lincoln National Corp	$ 20,181.92	$ 21,362.00	
1000	MDU Resources Group Inc	$ 22,562.10	$ 21,460.00	
500	Marathon Petroleum Corp	$ 16,049.00	$ 16,645.00	
700	Meadwestvaco Corp	$ 8,363.11	$ 20,965.00	
700	Meredith Corp	$ 21,960.12	$ 22,855.00	
1300	NV Energy Inc	$ 16,080.48	$ 21,255.00	
1200	Nabors Industries Ltd	$ 15,882.80	$ 20,808.00	
1300	Newell Rubbermaid Inc	$ 26,650.00	$ 20,995.00	
600	Northeast Utilities	$ 16,595.64	$ 21,642.00	
500	Nucor Corp	$ 19,349.05	$ 19,785.00	
1000	Oshkosh Truck Corp	$ 32,564.80	$ 21,380.00	
1700	Peoples United Financial Inc	$ 24,038.00	$ 21,845.00	
670	Raymond James Financial Inc	$ 20,546.53	$ 20,743.00	
430	Raytheon Co	$ 20,741.85	$ 20,803.00	
5000	Regions Financial Corp	$ 20,400.00	$ 21,500.00	

DeROY TESTAMENTARY FOUNDATION #38-2208833

2011 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 12/31/2011

750		Republic Services Inc	$ 20,756.45	$ 20,663.00	
2500		Southwest Airlines Co	$ 27,582.00	$ 21,400.00	
620		Southwestern Energy Co	$ 20,563.59	$ 19,803.00	
400		Stryker Corp	$ 16,449.32	$ 19,884.00	
600		TRW Automotive Holdings Corp	$ 33,459.90	$ 19,560.00	
4500		Tenet Healthcare Corp	$ 19,255.95	$ 23,085.00	
1100		Toll Brothers Inc	$ 22,968.00	$ 22,462.00	
1000		Valero Energy Corp	$ 21,450.00	$ 21,050.00	
800		Waddell & Reed Financial	$ 20,870.00	$ 19,816.00	
2500		Xerox Corporation	$ 20,539.00	$ 19,900.00	
		TOTAL STOCKS	**$ 973,245.69**	**$ 989,678.00**	
		TOTAL PORTFOLIO - ACCOUNT 771	**$ 1,015,342.01**	**$ 1,031,774.32**	
12/31/2011					*