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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
SERRA FAMILY FOUNDATION

A Employer identification number
38-3352324

Number and street (or P O box number if mail is not delivered to street address)
3118 E HILL RD

Room/suite

B Telephone number (see instructions)
(810) 694-1720

City or town, state, and ZIP code
GRAND BLANC, MI 48439

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)* ▶$ 4,299,277

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)	25,550			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	73,640	73,640		
	4	Dividends and interest from securities.	77,465	77,465		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	177,601			
	b	Gross sales price for all assets on line 6a 1,764,591				
	7	Capital gain net income (from Part IV, line 2) . . .		177,601		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	354,256	328,706		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).	2,390	2,390		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	411	411		
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings	777	777		
	22	Printing and publications				
	23	Other expenses (attach schedule)	27,890	27,890		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	31,468	31,468		0
	25	Contributions, gifts, grants paid	231,500			231,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	262,968	31,468		231,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	91,288			
	b	**Net investment income** (if negative, enter -0-)		297,238		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,691	1,976	1,976
	2	Savings and temporary cash investments	349,342	390,498	390,498
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)	523,115	578,206	582,477
	b	Investments—corporate stock (attach schedule)	1,852,656	1,964,657	2,211,677
	c	Investments—corporate bonds (attach schedule)	1,067,551	965,250	1,060,632
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	66,794	51,850	52,017
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,861,149	3,952,437	4,299,277
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 ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	3,674,955	3,674,955	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	186,194	277,482	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,861,149	3,952,437	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,861,149	3,952,437	

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	3,861,149
2	Enter amount from Part I, line 27a	2	91,288
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,952,437
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,952,437

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	177,601
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	-5,669

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 page 18 of 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	197,513	3,874,608	0 050976
2010	196,632	3,219,203	0 061081
2009	141,900	3,746,137	0 037879
2008	224,185	4,366,602	0 051341
2007	257,946	5,046,676	0 051112

2	**Total** of line 1, column (d).	2	0 252389
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 050478
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	4,104,237
5	Multiply line 4 by line 3.	5	207,174
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,972
7	Add lines 5 and 6.	7	210,146
8	Enter qualifying distributions from Part XII, line 4.	8	231,500

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 page 18 of the 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 ▶ ☑ and enter 1% of Part I, line 27b			1	2,972
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	2,972
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,972
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,853		
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	2,853
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	119
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	Yes	

Website address ▶NONE

14 The books are in care of ▶LYNNE A PARKER Telephone no ▶(810) 694-1720

Located at ▶3118 E HILL ROAD GRAND BLANC MI ZIP +4 ▶48439

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | |

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		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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 page 20 of the instructions)?		1b		
	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		
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 ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
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		
	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? ☐ 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
	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		

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
See Additional Data Table				

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

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	4,046,602
b	Average of monthly cash balances	1b	120,136
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,166,738
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	4,166,738
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62,501
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,104,237
6	**Minimum investment return.** Enter 5% of line 5	6	205,212

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	205,212
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,972		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,972
3	Distributable amount before adjustments Subtract line 2c from line 1			3	202,240
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	202,240
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	202,240

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	231,500
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	231,500
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	2,972
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	228,528

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				202,240
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			21,562	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 231,500				
a Applied to 2011, but not more than line 2a			21,562	
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.				202,240
e Remaining amount distributed out of corpus	7,698			
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	7,698			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	7,698			
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. . . . 7,698				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

SERRA FAMILY FD - LYNNE PARKER
3118 E HILL ROAD
GRAND BLANC, MI 48439
(810) 694-1720

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

LETTER FORM

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

NONE

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* See Additional Data Table				
Total . . . . ▶ 3a				231,500
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	73,640	
4 Dividends and interest from securities. . . .			14	77,465	
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	177,601	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				328,706	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 328,706

(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)

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)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-05-10	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MICHAEL T TRIBBLE	MICHAEL T TRIBBLE	2013-05-12		
Firm's name ▶	YEO & YEO PC		Firm's EIN ▶	
Firm's address ▶	PO BOX 3275 SAGINAW, MI 48605		Phone no (989) 793-9830	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SEE ATTACHED WF 0427 ST COVERED	P	2012-10-22	2012-12-11
SEE ATTACHED WF 0427 ST NONCOVERED	P	2011-08-25	2012-01-27
SEE ATTACHED WF 0427 LT COVERED	P	2011-05-04	2012-07-09
SEE ATTACHED WF 0427 LT NONCOVERED	P	2010-11-17	2012-12-24
PRT SALE ADJUSTMENT	P	2011-07-18	2012-12-31
PTP DISTRIBUTIONS	P	2012-12-31	2012-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
248,255		257,191	-8,936
560,000		562,142	-2,142
235,546		211,592	23,954
714,600		556,065	158,535
722			722
5,409			5,409

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-8,936
			-2,142
			23,954
			158,535
			722
			5,409

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ANN LOWNEY 3118 E HILL ROAD GRAND BLANC, MI 48439	DIRECTOR, VP 1 00	0	0	0
LYNNE PARKER 3118 E HILL ROAD GRAND BLANC, MI 48439	TREASURER 1 00	0	0	0
ALICE SERRA REID 3118 E HILL ROAD GRAND BLANC, MI 48439	DIRECTOR, VP 1 00	0	0	0
MARY MCMAHON 3118 E HILL ROAD GRAND BLANC, MI 48439	DIRECTOR, VP 1 00	0	0	0
AMY ALBRIGHT 3118 E HILL ROAD GRAND BLANC, MI 48439	DIRECTOR, VP 1 00	0	0	0

Form 990PF Part XV Line 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*				
ALBION COLLEGE 611 E PORTER ST ALBION, MI 49224	NONE	EDUCATION	GENERAL USE	30,000
ALBION COLLEGE 611 E PORTER ST ALBION, MI 49224	NONE	EDUCATION	GENERAL USE	5,000
ARC OF OAKLAND COUNTY 1641 W BIG BEAVER RD TROY, MI 48084	NONE	CHARITABLE	GENERAL USE	200
BENDLE PUBLIC SCHOOLS 3420 COLUMBINE AVE BURTON, MI 48529	NONE	EDUCATION	GENERAL USE	2,000
CAPUCHIN - SOLANUS CASEY CENTER 1820 MT ELLIOTT DETROIT, MI 48207	NONE	CHARITABLE	GENERAL USE	100
CAPUCHIN SOUP KITCHEN 1820 MT ELLIOTT DETROIT, MI 48207	NONE	CHARITABLE	GENERAL USE	100
CHRISTMAS IN ACTION PO BOX 1781 CANTON, MI 48187	NONE	CHARITABLE	GENERAL USE	5,000
CONSERVATION RESOURCE ALL 10850 E TRAVERSE HWY TRAVERSE CITY, MI 49684	NONE	CHARITABLE	GENERAL USE	2,000
COVENANT COMMUNITY CTR 559 W GRAND BLVD DETROIT, MI 48216	NONE	CHARITABLE	GENERAL USE	2,000
CROSSROADS FOR YOUTH 930 EAST DRAHNER PO BOX 9 OXFORD, MI 48371	NONE	CHARITABLE	GENERAL USE	2,500
EVEREST ACADEMY 5935 CLARKSTON RD CLARKSTON, MI 48348	NONE	EDUCATION	GENERAL USE	29,000
FISH INC OF GRAND BLANC 11723 S SAGINAW ST GRAND BLANC, MI 48439	NONE	CHARITABLE	GENERAL USE	5,000
FRIENDSHIP CIRCLE OF MICHIGAN 6892 W MAPLE RD WEST BLOOMFIELD, MI 48322	NONE	CHARITABLE	GENERAL USE	5,000
FURNITURE BANK OF SE MI 333 NORTH PERRY ST PONTIAC, MI 48342	NONE	CHARITABLE	GENERAL USE	1,000
GENESEE COUNTY PARKS 5045 E STANLEY RD FLINT, MI 48506	NONE	CHARITABLE	GENERAL USE	5,000

Form 990PF Part XV Line 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*				
HILLSDALE COLLEGE 33 E COLLEGE HILLSDALE, MI 49242	NONE	EDUCATION	GENERAL USE	5,000
HILLSDALE COLLEGE 33 E COLLEGE HILLSDALE, MI 49242	NONE	EDUCATION	GENERAL USE	5,000
HOLY FAMILY SCHOOL 215 ORCHARD ST GRAND BLANC, MI 48439	NONE	EDUCATION	GENERAL USE	2,000
IHM SISTERS 610 W ELM AVE MONROE, MI 48162	NONE	CHARITABLE	GENERAL USE	100
INTERLOCHEN CENTER FOR THE ARTS 4000 HIGHWAY M-137 INTERLOCHEN, MI 49643	NONE	CHARITABLE	GENERAL USE	1,000
JOHN PAUL II CATHOLIC SCHOOL 1590 RIVERBANK ST LINCOLN PARK, MI 48146	NONE	EDUCATION	GENERAL USE	10,000
JUNCTION OF HOPE 4136 PEET ROAD CHESANING, MI 48616	NONE	CHARITABLE	GENERAL USE	1,000
LIGHTHOUSE OF OAKLAND COUNTY 46156 WOODWARD AVE PONTIAC, MI 48342	NONE	CHARITABLE	GENERAL USE	200
LOURDES INC 2300 WATKINS LAKE ROAD WATERFORD, MI 48328	NONE	HEALTHCARE	GENERAL USE	10,000
LUKE M POWERS CATHOLIC HIGH SCHOOL G-2040 W CARPENTER RD FLINT, MI 48505	NONE	EDUCATION	GENERAL USE	20,000
MARIA MENCIA CAREGIVERS 220 W MAIN ST STE 205 MIDLAND, MI 48640	NONE	HEALTHCARE	GENERAL USE	2,500
NORTHWOOD UNIVERSITY 3225 COOK RD MIDLAND, MI 48640	NONE	EDUCATION	GENERAL USE	10,000
OPEN DOOR - WATERFORD AVE 7170 COOLEY LAKE ROAD WATERFORD, MI 48237	NONE	CHARITABLE	GENERAL USE	10,000
ORTONVILLE COMMUNITY EMERGENCY FUND PO BOX 282 ORTONVILLE, MI 48462	NONE	CHARITABLE	GENERAL USE	1,000
OUR LADY OF THE LAKES 1234 WASHINGTON DETROIT, MI 48228	NONE	EDUCATION	GENERAL USE	5,000

Form 990PF Part XV Line 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*				
OUR LADY OF THE LAKES 1234 WASHINGTON DETROIT, MI 48228	NONE	EDUCATION	GENERAL USE	20,000
OUR LADY OF THE LAKES CSA 1234 WASHINGTON DETROIT, MI 48228	NONE	CHARITABLE	GENERAL USE	550
OUR LADY OF THE ROSARY 5930 WOODWARD AVE DETROIT, MI 48202	NONE	CHARITABLE	GENERAL USE	1,000
OUR LADY OF THE ROSARY CSA 5930 WOODWARD AVE DETROIT, MI 48202	NONE	CHARITABLE	GENERAL USE	1,000
SPECIAL OLYMPICS OF MI CENTRAL MICHIGAN UNIV MT PLEASANT, MI 48859	NONE	CHARITABLE	GENERAL USE	1,000
ST VINCENT DEPAUL 2929 EAST GRAND BLV DETROIT, MI 48202	NONE	CHARITABLE	GENERAL USE	10,000
ST JOSEPH MERCY OAKLAND 44405 WOODWARD AVE PONTIAC, MI 48341	NONE	CHARITABLE	GENERAL USE	5,000
ST VINCENT DEPAUL 2929 EAST GRAND BLV DETROIT, MI 48202	NONE	CHARITABLE	GENERAL USE	15,000
YMCA OF GREATER FLINT 411 EAST THIRD STREET FLINT, MI 48503	NONE	CHARITABLE	GENERAL USE	1,250
Total . . . . ▶ **3a**				231,500

TY 2012 Accounting Fees Schedule

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
YEO & YEO PC - ACCOUNTING & TAX	2,390	2,390		

TY 2012 Compensation Explanation

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Person Name	Explanation
ANN LOWNEY	
LYNNE PARKER	
ALICE SERRA REID	
MARY MCMAHON	
AMY ALBRIGHT	

TY 2012 Investments Corporate Bonds Schedule

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS SENIOR NOTES	51,964	57,659
AT&T SENIOR GLOBAL NOTES	53,806	60,260
BEAR STEARNS SUB NOTES	32,550	33,821
COMCAST CORP NOTES	52,101	60,160
CREDIT SUISSE FB USA INC. GLOBAL NOT	80,102	78,483
DAIMLER CHRYSLER GLOBAL NOTES		
FORTUNE BRANDS INC. DEBENTURE		
GENERAL ELECTRIC MEDIUM TERM NOTES	50,828	59,324
GOLDMAN SACHS GLOBAL BONDS	73,582	72,852
GOLDMAN SACHS GROUP INC. NOTES		
HOME DEPOT SENIOR NOTES	52,295	57,099
INT'L PAPER CO SR UNSECURED	51,835	65,254
KINDER MORGAN ENERGY SR UNSECURED	56,683	63,143
LINCOLN NATIONAL NOTE	51,874	60,324
MICROSOFT SR UNSECURED	49,599	57,885
MORGAN STANLEY NOTES	24,809	27,224
OHIO POWER COMPANY SENIOR NOTES	53,679	51,666
SOUTHWEST AIRLINES NOTES	48,766	55,019
UNITED HEALTH GROUP BONDS	51,775	54,508
WESTINGHOUSE ELEC CORP NOTES	51,445	66,844
WYETH CALLABLE NOTES	77,557	79,107

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TY 2012 Investments Corporate Stock Schedule

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO.	95,137	102,692
ACCENTURE PLC IRELAND		
ADP	97,582	102,474
AFLAC, INC.		
AIR PRODUCTS & CHEMICALS		
ALLERGEN INC		
AMERICAN TOWER CORP		
AMGEN INC		
ANALOG DEVICES, INC.	84,915	103,005
APACHE CORP.		
APPLE INC.		
AT&T, INC.	81,574	102,815
BAKER HUGHES		
BANK MONTREAL QUEBEC		
BB&T CORP		
BECTON DICKINSON & CO.		
BLACKROCK INC.		
BOEING CO.		
BROADCOM CORP.		
BUCKEYE PARTNERS LP		
CAMERON INT'L CRP		
CATERPILLAR, INC.		
CHEVRON CORP.	74,116	102,841
CISCO SYSTEMS, INC.		
CLIFFS NATURAL RESOURCES		
COCA-COLA COMPANY	79,184	102,044
COGNIZANT TECHNOLOGY SOLUTIONS CORP		
COLGATE-PALMOLIVE CO.		
CONAGRA FOODS INC.		
CONOCOPHILLIPS	98,175	102,584

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COOPER INDUSTRIES PLC		
CVS CAREMARK CORP.		
DIRECTV		
DOMINION RES INC.		
DU PONT EI DE NEMOURS AND COMPANY	98,216	103,945
EL PASO PIPELINE PARTNERS LP	26,658	26,064
EMC CORP. MASS		
EMERSON ELECTRIC CO.	99,721	103,590
ENTERPRISE PRODUCTS PARTNERS	92,828	103,115
EXXON MOBIL CORP.		
FAMILY DOLLAR STORES INC.		
FIFTH THIRD BANCORP		
FISERV INC.		
FMC CORP.		
FRANKLIN RESOURCES INC.		
FREESCALE SEMICONDUCTOR HOLDINGS		
GENERAL ELECTRIC COMPANY		
GENERAL MILLS INC.		
GENL DYNAMICS CORP.		
GENUINE PARTS CO.		
GOLDMAN SACHS GROUP INC.		
GRAINGER W W INC.		
HALLIBURTON COMPANY		
HARRIS CORP DEL		
HESS CORPORATION		
HOME DEPOT INC.		
HONEYWELL INT'L INC.		
HUMANA INC.		
ILLUMINA INC.		
INTEL CORP.	104,652	103,121

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTERNATIONAL BUSINESS MACHINE CORP		
JOHNSON & JOHNSON	94,605	103,397
JOHNSON CONTROLS INC.		
JP MORGAN CHASE & CO.	82,019	103,767
KINDER MORGAN ENERGY	30,293	30,480
KOHLS CORP.		
LOCKHEED MARTIN CORP.		
M&T BANK CORP.	83,286	102,803
MARATHON OIL CORP.		
MARATHON PETROLEUM CORP.		
MCDONALDS CORP.	81,231	102,235
MCKESSON CORPORATION		
MEDCO HEALTH SOLUTIONS		
MERCK & CO, INC.		
METLIFE INC.		
NICOR, INC.		
NIKE INC.		
NORDSTROM INC.		
NORFOLK SOUTHERN CORP.		
NORTHROP GRUMMAN CORP.	83,129	101,775
NOVARTIS AG	104,630	103,939
NVIDIA CORP.		
NYSE EURONEXT		
OCCIDENTAL PETE CORP.		
ORACLE CORPORATION		
P P G INDUSTRIES INC.		
PEPSICO INCORPORATED		
PETROCHINA CO. LTD.		
PLAINS ALL AMERICAN	25,411	25,606
PROCTER & GAMBLE CO.	93,240	102,514

Name of Stock	End of Year Book Value	End of Year Fair Market Value
QUALCOMM INC.		
ROSS STORES INC.		
ROYAL DUTCH SHELL PLC	87,580	103,563
SCHLUMBERGER LTD.		
STARBUCKS CORP.		
T ROWE PRICE GROUP INC.		
TERADATA CORP.		
TEXAS INSTRUMENTS INC.		
THERMO FISHER SCIENTIFIC INC.		
TIFFANY & CO.	114,428	101,951
TJX COS INC.		
TOYOTA MTR CORP.		
TRAVELERS COS INC.		
UNITED TECHNOLOGIES CORP.		
UNITEDHEALTH GROUP INC.		
UNIVERSAL HEALTH SVCS INC.		
US BANCORP		
V F CORPORATION		
VALERO ENERGY CORP.		
VANGUARD REIT	24,584	42,112
VISA INC.		
WAL-MART STORES INC.		
WASHINGTON REAL ESTATE REIT		
WELLPOINT INC.		
WESTERN GAS PARTNERS LP	27,463	29,245
WESTLAKE CHEMICAL CORP.		
XILINX INC.		
YUM BRANDS INC.		

TY 2012 Investments Government Obligations Schedule

Name:	SERRA FAMILY FOUNDATION
EIN:	38-3352324
US Government Securities - End of Year Book Value:	527,325
US Government Securities - End of Year Fair Market Value:	526,593
State & Local Government Securities - End of Year Book Value:	50,881
State & Local Government Securities - End of Year Fair Market Value:	55,884

TY 2012 Investments - Other Schedule

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BP CAPITAL MARKETS FOREIGN BONDS	FMV	51,850	52,017
EAGLE SMALL CAP GROWTH FUND	FMV		

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TY 2012 Other Expenses Schedule

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ANNUAL REPORT	20	20		
BANK FEES				
WELLS FARGO ADR FEES				
WELLS FARGO ADVISORY FEES	27,870	27,870		
ROUNDING ADJUSTMENT				

TY 2012 Taxes Schedule

Name: SERRA FAMILY FOUNDATION

EIN: 38-3352324

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	411	411		

WELLS FARGO

Amended Date: 2/22/13

SERRA FAMILY FOUNDATION
9978 PEBBLE CREEK CT
DAVISBURG MI 48350-2052

Your Financial Advisor :
JOHNSON/HANSEN/HANLEY/TADDER/
GILBERT
PO BOX 606
RANCHO SANTA FE CA 92067
(858) 673-4800

Account Number: 5831-0427

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For non covered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
AFLAC INC CUSIP 001055102	56.0000	42 42520	VARIOUS	07/09/12	2,375.77	2,384 30	-8 53	SALE
AMERICAN TOWER CORP REIT CUSIP 03027X100	24.0000	75.20000	10/22/12	12/11/12	1,804.77	1,753.44	51.33	SALE
AUTOMATIC DATA PROCESSING CUSIP 053015103	139 0000	57 24500	02/16/12	12/24/12	7,956.88	7,520 88	436.00	SALE
BOEING CO CUSIP 097023105	4 0000	72.39000	05/04/11	04/23/12	289.56	315 36	-25.80	SALE
CATERPILLAR INC CUSIP 149123101	31 0000	113 64540	02/03/12	02/16/12	3,522.95	3,498 66	24 29	SALE
	40 0000	87 21000	02/03/12	12/11/12	3,488.32	4,514 40	-1,026 08	SALE
Subtotal	**71.0000**				**7,011.27**	**8,013.06**	**-1,001.79**	
CHESAPEAKE ENERGY CORP CUSIP 165167107	87 0000	17.73000	05/25/12	06/18/12	1,542.48	1,387 65	154.83	SALE
CIGNA CORPORATION CUSIP 125509109	80 0000	53 12000	11/14/12	12/11/12	4,249.50	4,090 40	159.10	SALE
CLIFFS NATURAL RESOURCES CUSIP 18683K101	10.0000	48.03640	10/26/11	07/06/12	480.36	620.00	-139.64	SALE
CME GROUP INC CUSIP 12572Q105	80 0000	52 69000	02/06/12	12/11/12	4,215.11	4,358.45	-143.34	SALE

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13

SERRA FAMILY FOUNDATION
9978 PEBBLE CREEK CT
DAVISBURG MI 48350-2052

Your Financial Advisor :
JOHNSON/HANSEN/HANLEY/TADDER/
GILBERT
PO BOX 606
RANCHO SANTA FE CA 92067
(858) 673-4800

Account Number: 5831-0427

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
EAGLE SMALL CAP GROWTH FUND CLASS I CUSIP 269858304	463 8220	43.33000	02/06/12	12/11/12	20,097.41	20,000.00	97.41	SALE
EATON CORP PLC CUSIP G29183103	35 0000	52.42000	12/03/12	12/11/12	1,834 66	1,816.69	17.97	SALE
EATON CORPORATION CUSIP 278058102	35 0000	N/A	04/23/12	12/03/12	1,816 69	1,660.29	156.40	MERGER
EXPRESS SCRIPTS HLDG CO CUSIP 30219G108	0 0790	N/A	VARIOUS	04/03/12	4.52	4 45	0.07	CASH IN LIEU
FAMILY DOLLAR STORES INC CUSIP 307000109	26 0000	53 85200	VARIOUS	01/13/12	1,400 12	1,302 47	97 65	SALE
FREESCALE SEMICONDUCTOR LTD CUSIP G3727Q101	20.0000	9.46110	08/05/11	07/09/12	189 22	257 80	-68 58	SALE
	149 0000	8.72740	08/05/11	07/12/12	1,300 35	1,920.61	-620.26	SALE
Subtotal	**169 0000**				**1,489.57**	**2,178.41**	**-688.84**	
GOLDMAN SACHS GROUP INC CUSIP 38141G104	18 0000	118 85000	12/21/11	12/11/12	2,139.25	1,630 08	509 17	SALE
HALLIBURTON COMPANY CUSIP 406216101	15.0000	28 00330	10/26/11	06/06/12	420.05	532.95	-112 90	SALE
JPMORGAN CHASE & CO CUSIP 46625H100	16 0000	43.21100	12/21/11	12/12/12	691 36	513.17	178.19	SALE
	100 0000	43.75070	06/15/12	12/24/12	4,374 98	3,475.40	899 58	SALE
Subtotal	**116.0000**				**5,066.34**	**3,988.57**	**1,077.77**	

2012 SUMMARY AMENDMENT

WELLS FARGO

Amended Date: 2/22/13

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
LORD ABBETT SECS TR VALUE OPPTYS FUND CLASS F CUSIP 54400A605	2,439 0240	16.44000	02/06/12	12/11/12	40,097 55	40,000.00	97.55	SALE
MEDCO HEALTH SOLUTION INC CUSIP 58405U102	13 0000	N/A	VARIOUS	04/03/12	374.41	179.99	194 41	MERGER
MERCK & CO INC NEW CUSIP 58933Y105	125 0000	42.03500	02/03/12	12/20/12	5,254.27	4,788 10	466.17	SALE
METLIFE INC CUSIP 59156R108	22.0000	37 11130	VARIOUS	03/14/12	816.44	981.16	-164.72	SALE
NATIONAL OILWELL VARCO INC CUSIP 637071101	36.0000	67.95000	06/06/12	12/11/12	2,446.15	2,431.98	14.17	SALE
NORFOLK SOUTHERN CORP CUSIP 655844108	9.0000	68.52430	05/04/11	03/15/12	616.71	651.15	-34.44	SALE
NYSE EURONEXT CUSIP 629491101	4.0000	25.72660	10/26/11	07/13/12	102.91	100.36	2 55	SALE
PANERA BREAD COMPANY CL A CUSIP 69840W108	12.0000	160.29000	VARIOUS	12/11/12	1,923.44	1,881.52	41.92	SALE
PEPSICO INCORPORATED CUSIP 713448108	3.0000	66 53350	05/04/11	02/06/12	199.60	209.25	-9.65	SALE
PETROCHINA CO LTD CUSIP 71646E100	9.0000	127.06700	08/05/11	05/25/12	1,143.59	1,197 00	-53 41	SALE
PHILLIPS 66 CUSIP 718546104	0.0693	N/A	VARIOUS	04/30/12	2 34	2 24	0 10	CASH IN LIEU
	99.9343	40.85860	02/03/12	08/22/12	4,083.10	3,226.16	856.94	SALE

2012 SUMMARY AMENDMENT

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
Subtotal	**100.0036**				**4,085.44**	**3,228.40**	**857.04**	
RELIANCE STEEL & ALUMINUM CO CUSIP 759509102	36.0000	58.19000	07/06/12	12/11/12	2,094.79	1,844.42	250.37	SALE
THERMO FISHER SCIENTIFIC INC CUSIP 883556102	25 0000	56 15370	VARIOUS	04/03/12	1,403 82	1,401 00	2.82	SALE
TIFFANY & CO NEW CUSIP 886547108	279 0000	57 47800	VARIOUS	12/12/12	16,036 02	17,835 16	-1,799.14	SALE
	161.0000	58.15500	05/09/12	12/24/12	9,362 75	10,361.61	-998.86	SALE
Subtotal	**440.0000**				**25,398.77**	**28,196.77**	**-2,798.00**	
TRAVELERS COS INC/ THE CUSIP 89417E109	6 0000	59.31300	05/04/11	02/06/12	355.88	381 48	-25 60	SALE
UNITED PARCEL SERVICE-B CUSIP 911312106	34 0000	73.77000	10/26/12	12/11/12	2,508.12	2,484.38	23 74	SALE
WASHINGTON REAL ESTATE REIT INVESTMENT TRUST CUSIP 939653101	3,452.0000	27.59000	VARIOUS	06/15/12	95,238 55	103,676.67	-8,438.12	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**248,254.75**	**257,191.08**	**-8,936.34**	

2012 SUMMARY AMENDMENT

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Amended Date: 2/22/13

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
FEDERAL HOME LN MTG CORP MULTI STEP UP CPN MEDIUM TERM NOTE CALLABLE CPN 2 250% DUE 07/27/21 CUSIP 3134G2RM6	120,000 0000	N/A	08/25/11	01/27/12	120,000.00	120,420 00	-420.00	REDEMPTION
FEDERAL HOME LOAN BANK BONDS CALLABLE CPN 2 300% DUE 04/02/20 CUSIP 313378KK6	40,000 0000	N/A	05/24/12	07/18/12	40,000.00	40,050 00	-50.00	REDEMPTION
FEDERAL HOME LOAN BANK MULTI STEP UP CPN BONDS SER 0000-CALLABLE CPN 2 250% DUE 11/23/21 CUSIP 313376BZ7	200,000.0000	N/A	11/08/11	05/23/12	200,000 00	199,500.00	500.00	REDEMPTION
FEDERAL NATL MTG ASSN MULTI STEP UP CPN NOTES CALLABLE CPN 2 000% DUE 10/19/26 CUSIP 3136FTAH2	50,000 0000	N/A	03/15/12	10/19/12	50,000 00	49,625.00	375 00	REDEMPTION
FEDERAL NATL MTG ASSN NOTES CALLABLE CPN 1 400% DUE 10/05/16 CUSIP 3136FR4P5	50,000.0000	N/A	05/24/12	10/05/12	50,000 00	50,025 00	-25 00	REDEMPTION

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
GOLDMAN SACHS GROUP INC NOTES SEMI-ANNUAL PAY CPN 5 700% DUE 09/01/12 CUSIP 38141GCG7	100,000 0000	N/A	10/11/11	09/04/12	100,000 00	102,522 00	-2,522.00	REDEMPTION
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**560,000.00**	**562,142.00**	**-2,142.00**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ACCENTURE PLC IRELAND SHARES CLASS A CUSIP G1151C101	37 0000	70.73000	VARIOUS	12/11/12	2,616 95	2,105 93	511.02	SALE
AFLAC INC CUSIP 001055102	21.0000	42 42520	05/04/11	07/09/12	890 90	1,166 55	-275.65	SALE
AIR PRODUCTS & CHEMICALS INC CUSIP 009158106	15.0000	83 26000	VARIOUS	12/11/12	1,248.87	1,323.33	-74.46	SALE
ALLERGAN INC CUSIP 018490102	16 0000	93 41000	VARIOUS	12/11/12	1,494 53	1,202 02	292 51	SALE
AMERICAN TOWER CORP REIT CUSIP 03027X100	24.0000	75 20000	VARIOUS	12/11/12	1,804.75	1,243 26	561 49	SALE
AMGEN INC CUSIP 031162100	24 0000	90 03100	08/05/11	12/11/12	2,160 69	1,243 68	917 01	SALE

2012 SUMMARY AMENDMENT

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WELLS FARGO

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
APACHE CORP COMMON CUSIP 037411105	18 0000	76.26000	VARIOUS	12/11/12	1,372.65	2,209.74	-837.09	SALE
APPLE INC CUSIP 037833100	5.0000	541 25000	VARIOUS	12/11/12	2,706.19	1,733 76	972 43	SALE
BAKER HUGHES INC CUSIP 057224107	24.0000	42.88000	05/19/11	12/11/12	1,029.10	1,687 38	-658 28	SALE
BANK MONTREAL QUEBEC CUSIP 063671101	48.0000	60.71100	VARIOUS	12/11/12	2,914.06	2,900.88	13.18	SALE
BB&T CORP CUSIP 054937107	80.0000	28 45000	VARIOUS	12/11/12	2,275.95	2,180 32	95.63	SALE
BECTON DICKINSON & CO CUSIP 075887109	16.0000	78 17000	VARIOUS	12/11/12	1,250.69	1,355.79	-105.10	SALE
BLACKROCK INC CUSIP 09247X101	21.0000	199.12000	VARIOUS	12/11/12	4,181.43	4,106.24	75.19	SALE
BOEING CO CUSIP 097023105	19.0000	72 39000	01/26/11	04/23/12	1,375.37	1,325.44	49.93	SALE
BROADCOM CORP CL A CUSIP 111320107	49 0000	34 38000	VARIOUS	12/11/12	1,684.58	2,061.29	-376.71	SALE
CAMERON INTERNATINL CRP CUSIP 13342B105	28.0000	55.15000	11/03/11	12/11/12	1,544.17	1,432.73	111.44	SALE
CISCO SYSTEMS INC CUSIP 17275R102	86.0000	19 75000	VARIOUS	12/11/12	1,698.46	1,688.95	9.51	SALE
CLIFFS NATURAL RESOURCES CUSIP 18683K101	29.0000	48 03640	VARIOUS	07/06/12	1,393.02	2,480 91	-1,087.89	SALE

YT115056 017301 056180701115 YNNNN NNNNN NNNNNN 000006

2012 SUMMARY AMENDMENT

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A CUSIP 192446102	27.0000	72.22000	VARIOUS	12/11/12	1,949 90	1,927.75	22 15	SALE
COLGATE-PALMOLIVE CO CUSIP 194162103	26.0000	107.69080	VARIOUS	12/11/12	2,799.90	2,116.00	683.90	SALE
CONAGRA FOODS INC CUSIP 205887102	43 0000	29.73000	VARIOUS	12/11/12	1,278 36	1,024.15	254 21	SALE
CONOCOPHILLIPS CUSIP 20825C104	165 0000	58 51500	02/01/11	12/12/12	9,654.76	9,109 96	544 80	SALE
	139 0000	58.42400	02/01/11	12/24/12	8,120.76	7,674.45	446.31	SALE
Subtotal	**304.0000**				**17,775.52**	**16,784.41**	**991.11**	
COOPER INDUSTRIES PLC CLASS A CUSIP G24140108	34.0000	73 84100	VARIOUS	10/25/12	2,510 53	2,063.58	446 95	SALE
CVS CAREMARK CORP CUSIP 126650100	29.0000	47.64000	VARIOUS	12/11/12	1,381.53	1,042.54	338.99	SALE
DIRECTV CUSIP 25490A309	32.0000	50.28000	VARIOUS	12/11/12	1,608 92	1,396.90	212.02	SALE
DOMINION RES INC VA NEW CUSIP 25746U109	26.0000	51 53000	VARIOUS	12/11/12	1,339.75	1,150 42	189.33	SALE
E M C CORP MASS CUSIP 268648102	78 0000	25 34000	VARIOUS	12/11/12	1,976 48	1,958.70	17.78	SALE
EXPRESS SCRIPTS HLDG CO CUSIP 30219G108	0.2310	N/A	01/26/11	04/03/12	13.22	12 98	0.24	CASH IN LIEU
	41 0000	54 82000	VARIOUS	12/11/12	2 247 57	2.316.09	-68 52	SALE
Subtotal	**41.2310**				**2,260.79**	**2,329.07**	**-68.28**	

WELLS FARGO

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Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
EXXON MOBIL CORP CUSIP 30231G102	51.0000	89 04500	VARIOUS	12/11/12	4,541 20	4,093 93	447.27	SALE
FIFTH THIRD BANCORP CUSIP 316773100	99 0000	14 52000	10/26/11	12/11/12	1,437 45	1,186.02	251 43	SALE
FISERV INC CUSIP 337738108	36.0000	80.60000	VARIOUS	12/11/12	2,901.54	2,252 16	649 38	SALE
FMC CORP NEW CUSIP 302491303	92 0000	54.05000	VARIOUS	12/11/12	4,972 49	3,608.57	1,363 92	SALE
FRANKLIN RESOURCES INC CUSIP 354613101	17.0000	127 11000	VARIOUS	12/11/12	2,160.82	2,079.78	81.04	SALE
GENERAL ELECTRIC COMPANY CUSIP 369604103	307 0000	21 52300	VARIOUS	12/11/12	6,607.41	6,156.65	450.76	SALE
GENERAL MILLS INC CUSIP 370334104	34 0000	41 33000	VARIOUS	12/11/12	1,405 19	1,236.78	168 41	SALE
GENL DYNAMICS CORP COM CUSIP 369550108	24.0000	68.83500	VARIOUS	12/11/12	1,652.00	1,770.46	-118.46	SALE
GENUINE PARTS CO COM CUSIP 372460105	24.0000	63.52000	VARIOUS	12/11/12	1,524 45	1,244 58	279.87	SALE
GRAINGER W W INC CUSIP 384802104	22 0000	193.60000	VARIOUS	12/11/12	4,259.10	2,970.45	1,288 65	SALE
HALLIBURTON COMPANY CUSIP 406216101	73 0000	28.00330	VARIOUS	06/06/12	2,044 18	3,175.83	-1,131.65	SALE
HARRIS CORP DEL CUSIP 413875105	43.0000	49.32000	VARIOUS	12/11/12	2,120.71	2,096 32	24.39	SALE
HESS CORPORATION CUSIP 42809H107	24 0000	50.49000	VARIOUS	12/11/12	1,211 73	1,884.56	-672.83	SALE

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HOME DEPOT INC CUSIP 437076102	39.0000	62 90000	VARIOUS	12/11/12	2,453.05	1,459 62	993 43	SALE
HONEYWELL INTERNATIONAL INC CUSIP 438516106	35.0000	61.53000	VARIOUS	12/11/12	2,153 50	1,982 39	171 11	SALE
HUMANA INC CUSIP 444859102	17.0000	67.85000	09/08/11	12/11/12	1,153 42	1,289 62	-136.20	SALE
ILLUMINA INC CUSIP 452327109	72 0000	53 25330	VARIOUS	11/30/12	3,834.15	2,704.89	1,129 26	SALE
INTERNATIONAL BUSINESS MACHINE CORP CUSIP 459200101	20 0000	194 19080	VARIOUS	12/11/12	3,883 73	3,230 33	653 40	SALE
JOHNSON CONTROLS INC CUSIP 478366107	36.0000	28.71000	VARIOUS	12/11/12	1,033 54	1,400 76	-367 22	SALE
JPMORGAN CHASE & CO CUSIP 46625H100	126.0000	43 75070	12/21/11	12/24/12	5,512 46	4,041.20	1,471.26	SALE
KOHLS CORP CUSIP 500255104	24.0000	44.12790	VARIOUS	12/05/12	1,059 05	1,257 64	-198.59	SALE
LOCKHEED MARTIN CORP CUSIP 539830109	24.0000	91.97000	VARIOUS	12/11/12	2,207.23	1,875 41	331 82	SALE
MARATHON OIL CORP CUSIP 565849106	36.0000	30.21000	VARIOUS	12/11/12	1,087.54	993 67	93.87	SALE
MARATHON PETROLEUM CORP CUSIP 56585A102	18 0000	61 38010	VARIOUS	12/11/12	1,104 82	668 15	436.67	SALE
MCKESSON CORPORATION CUSIP 58155Q103	16.0000	97 42000	VARIOUS	12/11/12	1,558 69	1,221.11	337.58	SALE

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13

WELLS FARGO

SERRA FAMILY FOUNDATION
9978 PEBBLE CREEK CT
DAVISBURG MI 48350-2052

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GILBERT
PO BOX 606
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(858) 673-4800

Account Number: 5831-0427

Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
MEDCO HEALTH SOLUTION INC CUSIP 58405U102	38.0000	N/A	01/26/11	04/03/12	1,094.39	646.11	448 28	MERGER
MERCK & CO INC NEW CUSIP 58933Y105	50.0000	42.03500	01/26/11	12/20/12	2,101.70	1,665 50	436.20	SALE
METLIFE INC CUSIP 59156R108	40.0000	37.11130	01/26/11	03/14/12	1,484.42	1,867.48	-383.06	SALE
NIKE INC CLASS B CUSIP 654106103	12.0000	99.31050	09/08/11	12/11/12	1,191 70	1,031.52	160.18	SALE
NORDSTROM INC CUSIP 655664100	28.0000	51.83000	VARIOUS	12/11/12	1,451.21	1,198 70	252 51	SALE
NORFOLK SOUTHERN CORP CUSIP 655844108	37.0000	68.52430	01/26/11	03/15/12	2,535.35	2,331 00	204.35	SALE
NVIDIA CORP CUSIP 67066G104	141.0000	11.72180	VARIOUS	11/14/12	1,652.73	2,000 55	-347.82	SALE
NYSE EURONEXT CUSIP 629491101	72.0000	25.72660	VARIOUS	07/13/12	1,852 27	2,308 83	-456.56	SALE
OCCIDENTAL PETE CORP CUSIP 674599105	21.0000	76 02000	VARIOUS	12/11/12	1,596.38	2,051 70	-455.32	SALE
ORACLE CORPORATION CUSIP 68389X105	74.0000	32.27000	VARIOUS	12/11/12	2,387.93	2,439.69	-51.76	SALE
P P G INDUSTRIES INC CUSIP 693506107	17 0000	125.03000	VARIOUS	12/11/12	2,125.46	1,457.96	667.50	SALE
PEPSICO INCORPORATED CUSIP 713448108	12 0000	66.53350	01/26/11	02/06/12	798.38	789.46	8.92	SALE
PETROCHINA CO LTD CUSIP 71646E100	2.0000	127.06700	05/04/11	05/25/12	254 12	277.52	-23 40	SALE

2012 SUMMARY AMENDMENT

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
PHILLIPS 66 CUSIP 718546104	0 4307	N/A	02/01/11	04/30/12	14 53	14 13	0.40	CASH IN LIEU
	661 0657	40.85860	VARIOUS	08/22/12	27,009.67	21,699 08	5,310.59	SALE
Subtotal	**661.4964**				**27,024.20**	**21,713.21**	**5,310.99**	
QUALCOMM INC CUSIP 747525103	37 0000	64.33300	VARIOUS	12/11/12	2,380.27	1,943.38	436 89	SALE
ROSS STORES INC (CALIF) CUSIP 778296103	34 0000	54.63500	10/26/11	12/11/12	1,857.55	1,460 64	396.91	SALE
SCHLUMBERGER LTD CUSIP 806857108	43 0000	72.62000	VARIOUS	12/11/12	3,122 59	3,609.78	-487 19	SALE
STARBUCKS CORP CUSIP 855244109	36.0000	53 17000	10/26/11	12/11/12	1,914.08	1,488.24	425.84	SALE
T ROWE PRICE GROUP INC CUSIP 74144T108	39.0000	65.37000	VARIOUS	12/11/12	2,549 37	2,568.54	-19 17	SALE
TERADATA CORP CUSIP 88076W103	34 0000	60.94010	VARIOUS	12/11/12	2,071.91	1,854.70	217.21	SALE
TEXAS INSTRUMENTS INC CUSIP 882508104	194 0000	30.98100	VARIOUS	12/11/12	6,010.18	6,648.74	-638.56	SALE
THERMO FISHER SCIENTIFIC INC CUSIP 883556102	63 0000	56 15370	01/26/11	04/03/12	3,537 60	3,610.86	-73.26	SALE
TIFFANY & CO NEW CUSIP 886547108	18.0000	57 47800	VARIOUS	12/12/12	1,034.57	1,092 88	-58.31	SALE
TJX COS INC NEW CUSIP 872540109	92 0000	42 62000	VARIOUS	12/11/12	3,920 95	2,273.66	1,647.29	SALE

WELLS FARGO

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
TOYOTA MTR CORP ADR NEW 3/82 CUSIP 892331307	21 0000	86.00000	VARIOUS	12/11/12	1,805.96	1,648.74	157.22	SALE
TRAVELERS COS INC/ THE CUSIP 89417E109	28.0000	59.31300	01/26/11	02/06/12	1,660.72	1,583.96	76.76	SALE
UNITED TECHNOLOGIES CORP CUSIP 913017109	20.0000	81.11000	VARIOUS	12/11/12	1,622.16	1,646 78	-24 62	SALE
UNITEDHEALTH GROUP INC CUSIP 91324P102	27.0000	54 72500	VARIOUS	12/11/12	1,477.55	1,133.33	344 22	SALE
UNIVERSAL HEALTH SVCS INC CL B CUSIP 913903100	32.0000	46.21000	VARIOUS	12/11/12	1,478.69	1,433.34	45.35	SALE
US BANCORP NEW CUSIP 902973304	208.0000	32 00500	VARIOUS	12/11/12	6,656 89	5,513.83	1,143.06	SALE
VALERO ENERGY CORP NEW (VALERO REFNG & MKTING) CUSIP 91913Y100	61 0000	32.62000	VARIOUS	12/11/12	1,989 78	1,550 01	439 77	SALE
VISA INC CLASS A CUSIP 92826C839	13.0000	149 00000	VARIOUS	12/11/12	1,936.96	951.25	985 71	SALE
WAL-MART STORES INC CUSIP 931142103	24.0000	71 97410	VARIOUS	08/17/12	1,727.34	1,357.60	369.74	SALE
WELLPOINT INC CUSIP 94973V107	15 0000	58.95500	VARIOUS	12/11/12	884.31	967 36	-83.05	SALE
WESTLAKE CHEMICAL CORP CUSIP 960413102	29 0000	77 10280	08/05/11	12/11/12	2,235 93	1,279 19	956.74	SALE

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
XILINX INC CUSIP 983919101	55.0000	35 64000	VARIOUS	12/11/12	1,960 16	1,794 41	165.75	SALE
YUM BRANDS INC CUSIP 988498101	26 0000	67 55000	VARIOUS	12/11/12	1,756 26	1,278.92	477.34	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					**235,545.51**	**211,591.97**	**23,953.54**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ANALOG DEVICES INC CUSIP 032654105	19.0000	42 35000	11/17/10	12/12/12	804 63	646 86	157.77	SALE
	192 0000	42 16010	11/17/10	12/24/12	8,094 56	6,536 64	1,557 92	SALE
Subtotal	**211.0000**				**8,899.19**	**7,183.50**	**1,715.69**	
AT & T INC CUSIP 00206R102	312 0000	34 61900	08/24/09	12/12/12	10,800 89	8,186.28	2,614.61	SALE
	183 0000	33 81350	08/24/09	12/24/12	6,187.73	4,801.56	1,386.17	SALE
Subtotal	**495.0000**				**16,988.62**	**12,987.84**	**4,000.78**	
BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INT CUSIP 118230101	20.0000	51 07410	VARIOUS	08/20/12	1,021 46	1,323.80	-302.34	SALE
CATERPILLAR INC CUSIP 149123101	869 0000	113.64540	VARIOUS	02/16/12	98,756 07	58,181 43	40,574.64	SALE
CHEVRON CORPORATION CUSIP 166764100	137.0000	108 87000	07/27/10	12/12/12	14,914.86	10,243 41	4,671 45	SALE
	75 0000	108 55000	07/27/10	12/24/12	8,141 07	5,607 71	2,533.36	SALE

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
Subtotal	**212.0000**				**23,055.93**	**15,851.12**	**7,204.81**	
COCA-COLA COMPANY CUSIP 191216100	199 0000	37.81100	VARIOUS	12/12/12	7,524.22	5,478.34	2,045.88	SALE
	142.0000	36 67500	07/27/10	12/24/12	5,207 73	3,912.60	1,295.13	SALE
Subtotal	**341.0000**				**12,731.95**	**9,390.94**	**3,341.01**	
DU PONT E I DE NEMOURS AND COMPANY CUSIP 263534109	186.0000	44.73300	07/27/10	12/24/12	8,320.16	7,499 15	821.01	SALE
EAGLE SMALL CAP GROWTH FUND CLASS I CUSIP 269858304	433.5220	43.33000	09/22/11	12/11/12	18,784.51	14,943.50	3,841.01	SALE
EMERSON ELECTRIC CO CUSIP 291011104	193.0000	52.80450	06/18/10	12/24/12	10,191.04	9,144.34	1,046.70	SALE
ENTERPRISE PRODUCTS PARTNERS CUSIP 293792107	198.0000	50 13010	07/18/11	12/24/12	9,925.54	8,470 36	1,455.18	SALE
FEDERAL HOME LN MTG CORP MULTI STEP UP CPN MEDIUM TERM NOTE CALLABLE CPN 2 000% DUE 11/23/18 CUSIP 3134G24T6	100,000.0000	N/A	11/04/11	11/23/12	100,000.00	99,945 00	55.00	REDEMPTION
INTEL CORP CUSIP 458140100	394.0000	20.66400	08/24/09	12/24/12	8,141.44	7,453.30	688.14	SALE
JOHNSON & JOHNSON CUSIP 478160104	72.0000	71 26300	11/02/10	12/12/12	5,130 83	4,604.81	526.02	SALE
	95 0000	69.99000	11/02/10	12/24/12	6,648.90	6,075 78	573 12	SALE
Subtotal	**167.0000**				**11,779.73**	**10,680.59**	**1,099.14**	

2012 SUMMARY AMENDMENT

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
M & T BANK CORP CUSIP 55261F104	183 0000	98 56300	11/03/10	12/12/12	18,036.63	14,488 05	3,548.58	SALE
	89.0000	98 96320	11/03/10	12/24/12	8,807.53	7,046 10	1,761 43	SALE
Subtotal	**272.0000**				**26,844.16**	**21,534.15**	**5,310.01**	
MCDONALDS CORP CUSIP 580135101	1 0000	89 75000	07/27/10	12/12/12	89 75	70 09	19.66	SALE
	85.0000	89 14000	07/27/10	12/24/12	7,576 73	5,957.40	1,619 33	SALE
Subtotal	**86.0000**				**7,666.48**	**6,027.49**	**1,638.99**	
MERCK & CO INC NEW CUSIP 58933Y105	324 0000	45 43400	07/27/10	12/12/12	14,720.29	11,433 48	3,286.81	SALE
	2,288.0000	42.03500	07/27/10	12/20/12	96,173 92	80,740.07	15,433 85	SALE
Subtotal	**2,612.0000**				**110,894.21**	**92,173.55**	**18,720.66**	
NORTHROP GRUMMAN CORP NEW CUSIP 666807102	176 0000	68 74500	07/27/10	12/12/12	12,098 85	9,267.15	2,831.70	SALE
	120.0000	68.58980	07/27/10	12/24/12	8,230 60	6,318.51	1,912.09	SALE
Subtotal	**296.0000**				**20,329.45**	**15,585.66**	**4,743.79**	
PROCTER & GAMBLE CO CUSIP 742718109	104.0000	70.96480	08/24/09	12/12/12	7,380 17	5,589 89	1,790.28	SALE
	66.0000	68.36000	08/24/09	12/24/12	4,511.66	3,547 43	964.23	SALE
Subtotal	**170.0000**				**11,891.83**	**9,137.32**	**2,754.51**	
ROYAL DUTCH SHELL PLC ADR CL A CUSIP 780259206	121 0000	68.76740	07/27/10	12/24/12	8,320 67	6,852 35	1,468 32	SALE

2012 SUMMARY AMENDMENT

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US TREASURY NOTES 02/12 CPN 4 875% DUE 02/15/12 DTD 02/15/02 FC 08/15/02 CUSIP 9128277L0	50,000.0000	N/A	07/03/02	02/15/12	50,000.00	52,368.75	-2,368.75	REDEMPTION
V F CORPORATION CUSIP 918204108	1,000 0000	140.07280	07/27/10	05/09/12	140,069.67	80,039.48	60,030.19	SALE
3M CO CUSIP 88579Y101	14.0000	93.14000	07/27/10	12/12/12	1,303.93	1,215.66	88.27	SALE
	93 0000	93 38000	07/27/10	12/24/12	8,684.15	8,075 45	608.70	SALE
Subtotal	**107.0000**				**9,988.08**	**9,291.11**	**696.97**	
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**714,600.19**	**556,064.73**	**158,535.46**	

*Box 2a Sales price less commissions and option premiums