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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
CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

A Employer identification number
38-6556893

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3023 DAVENPORT ST PO BOX 3275

B Telephone number (see instructions)
(989) 793-9830

City or town, state, and ZIP code
SAGINAW, MI 48605

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)* ▶$ 954,381

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	1,092	1,092		
	4	Dividends and interest from securities	19,557	19,557		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	28,382			
	b	Gross sales price for all assets on line 6a 247,394				
	7	Capital gain net income (from Part IV, line 2)		28,382		
	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)	54	54		
	12	**Total.** Add lines 1 through 11	49,085	49,085		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	900	300	300	600
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,295	6,838	6,838	457
	c	Other professional fees (attach schedule)	10,175	10,175	10,175	
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,136	1,136	1,136	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,925	1,925	1,925	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	21,431	20,374	20,374	1,057
	25	Contributions, gifts, grants paid	47,445			47,445
	26	**Total expenses and disbursements.** Add lines 24 and 25	68,876	20,374	20,374	48,502
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-19,791			
	b	**Net investment income** (if negative, enter -0-)		28,711		
	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		4,028	4,028
	2	Savings and temporary cash investments	117,851	118,792	118,792
	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)			
	b	Investments—corporate stock (attach schedule)	622,966	606,393	683,234
	c	Investments—corporate bonds (attach schedule)	150,055	141,868	148,327
	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 ▶ 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)	890,872	871,081	954,381
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	890,872	871,081	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	890,872	871,081	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	890,872	871,081	

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	890,872
2	Enter amount from Part I, line 27a	2	-19,791
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	871,081
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	871,081

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	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	28,382
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	5,360

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	43,819	958,096	0 045736
2010	40,934	903,926	0 045285
2009	27,772	814,710	0 034088
2008	54,123	985,133	0 054940
2007	41,680	1,146,977	0 036339

2	**Total** of line 1, column (d).	2	0 216388
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 043278
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	952,991
5	Multiply line 4 by line 3.	5	41,244
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	287
7	Add lines 5 and 6.	7	41,531
8	Enter qualifying distributions from Part XII, line 4.	8	48,502

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	287
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	287
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	287
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 700		
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	700
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	413
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 413	**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		No
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)*

			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		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 ▶DAVID A BEYERLEIN Telephone no ▶(989) 793-9830

Located at ▶3023 DAVENPORT SAGINAW MI ZIP +4 ▶48602

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 |

			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		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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
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)*

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
JANE BARTH 180 E 9TH COLLEGEVILLE, PA 19426	PRESIDENT 1 00	600	0	0
JUDY WELDY 1185 GLENDALE SAGINAW, MI 48603	TRUSTEE 0 10	300	0	0
DAVID BEYERLEIN 4388 BROOKSTONE SAGINAW, MI 48603	TREASURER 0 50	0	0	0
RICHARD STRINGER 104 CANTERBURY CT SAGINAW, MI 48638	TRUSTEE 0 10	0	0	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
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	848,676
b	Average of monthly cash balances	1b	118,828
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	967,504
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	967,504
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,513
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	952,991
6	**Minimum investment return.** Enter 5% of line 5	6	47,650

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	47,650
2a	Tax on investment income for 2012 from Part VI, line 5	2a	287		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	287
3	Distributable amount before adjustments Subtract line 2c from line 1			3	47,363
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	47,363
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	47,363

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	48,502
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	48,502
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	287
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	48,215

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				47,363
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008. 2,101				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.	2,101			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 48,502				
a Applied to 2011, but not more than line 2a				
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.				47,363
e Remaining amount distributed out of corpus	1,139			
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	3,240			
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	3,240			
10 Analysis of line 9				
a Excess from 2008. . . . 2,101				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . . 1,139				

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))

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

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

DAVID A BEYERLEIN
3023 DAVENPORT
PO BOX 3275
SAGINAW, MI 48605
(989) 793-9830

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

LETTER FORM - NO FORMAL REQUIREMENTS

c Any submission deadlines

ONGOING

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**				47,445
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	1,092	
4 Dividends and interest from securities. . . .			14	19,557	
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.			18	54	
8 Gain or (loss) from sales of assets other than inventory			18	28,382	
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). .				49,085	

13 Total. Add line 12, columns (b), (d), and (e). 13 49,085

(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

******	2013-05-14	******
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
DAVID A BEYERLEIN	DAVID A BEYERLEIN	2013-05-14		
Firm's name ▶	YEO & YEO PC		Firm's EIN ▶	
	PO BOX 3275			
Firm's address ▶	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)
BIG LOTS INC COM	P	2011-06-16	2012-01-10
COOPER TIRE RUBBER	P	2010-06-10	2012-01-10
SAKS INC	P	2011-05-20	2012-01-10
COOPER TIRE RUBBER	P	2011-07-14	2012-02-24
TIMKEN COMPANY	P	2011-08-10	2012-02-23
MOLINA HEALTHCARE INC	P	2009-08-25	2012-03-09
GAMESTOP CORP NEW CL A	P	2011-05-19	2012-04-11
ENERSYS	P	2011-07-14	2012-05-03
LEAR CORP SHS	P	2011-06-22	2012-05-08
POLYONE CORP COM	P	2012-03-08	2012-06-11
ENDURANCE SPECIALTY HLDG	P	2009-07-08	2012-07-11
COVENTRY HEALTH CARE INC	P	2012-05-21	2012-08-21
TESORO CORP	P	2011-07-27	2012-08-15
AVERY DENNISON CORP	P	2010-11-16	2012-09-13
HOME PROPERTIES INC	P	2011-08-24	2012-09-24
FORTUNE BRANDS HOME AND	P	2012-01-05	2012-10-25
FERRO CORP	P	2011-07-15	2012-11-02
PORTLAND GEN ELEC CO	P	2009-03-03	2012-11-02
CHILDRENS PL RETL STRS	P	2011-07-15	2012-12-11
TEEKAY CORP	P	2010-05-18	2012-12-04
MICROSOFT CORP	P	2009-11-02	2012-01-03
JOHNSON AND JOHNSON COM	P	2007-02-02	2012-02-06
DR PEPPER SNAPPLE GROUP	P	2010-06-28	2012-04-25
COACH INC	P	2010-01-26	2012-06-25
AMERISOURCEBERGEN CORP	P	2011-06-06	2012-07-10
CONOCOPHILLIPS	P	2008-08-18	2012-07-11
APACHE CORP	P	2012-04-23	2012-10-15
EXPRESS SCRIPTS HLDG CO	P	2012-07-10	2012-11-14
GAP INC DELAWARE	P	2008-05-12	2012-12-21
CULLEN HIGH	P	2011-09-14	2012-10-31

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BIG LOTS INC COM	P	2011-06-16	2012-01-25
DEAN FOODS CO NEW	P	2011-09-28	2012-01-04
SIGNET JEWELERS LTD SHS	P	2010-09-29	2012-01-10
COOPER TIRE RUBBER	P	2011-07-15	2012-02-24
TYSON FOODS INC CL A	P	2011-04-19	2012-01-31
MOLINA HEALTHCARE INC	P	2011-11-04	2012-03-09
GAMESTOP CORP NEW CL A	P	2011-07-13	2012-04-11
ENERSYS	P	2011-07-15	2012-05-04
POLYONE CORP COM	P	2010-06-15	2012-05-17
PLATINUM UNDRWRITRS HLDG	P	2010-07-09	2012-06-11
ENDURANCE SPECIALTY HLDG	P	2009-07-09	2012-07-11
COVENTRY HEALTH CARE INC	P	2012-06-05	2012-08-21
WESTERN REFNG INC	P	2012-01-05	2012-08-10
BRE PPTYS INC MARYLAND A	P	2010-08-05	2012-08-29
HOME PROPERTIES INC	P	2012-07-12	2012-09-24
MID AMERICA APT CMNTYS	P	2011-08-24	2012-10-25
FERRO CORP	P	2011-07-18	2012-11-02
PORTLAND GEN ELEC CO	P	2009-11-04	2012-11-02
CHILDRENS PL RETL STRS	P	2011-07-18	2012-12-11
TEEKAY CORP	P	2010-06-30	2012-12-04
MICROSOFT CORP	P	2009-11-03	2012-01-03
MEADWESTVACO CORP	P	2010-01-11	2012-02-06
ALTERA CORP COM	P	2010-11-08	2012-04-30
COACH INC	P	2010-01-27	2012-06-25
AMERISOURCEBERGEN CORP	P	2011-06-06	2012-07-11
CONOCOPHILLIPS	P	2008-08-18	2012-07-12
APACHE CORP	P	2012-04-24	2012-10-15
EXPRESS SCRIPTS HLDG CO	P	2012-07-11	2012-11-14
GAP INC DELAWARE	P	2008-05-12	2012-12-26
ETFS WHITE METALS BASKET	P	2011-01-18	2012-10-31

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BIG LOTS INC COM	P	2011-07-13	2012-01-25
ENERSYS	P	2008-09-24	2012-01-05
TYSON FOODS INC CL A	P	2008-04-16	2012-01-26
COOPER TIRE RUBBER	P	2011-08-05	2012-02-24
TYSON FOODS INC CL A	P	2011-04-29	2012-01-31
MOLINA HEALTHCARE INC	P	2011-11-04	2012-03-12
GAMESTOP CORP NEW CL A	P	2011-07-13	2012-04-12
ENERSYS	P	2011-08-23	2012-05-04
POLYONE CORP COM	P	2011-05-13	2012-05-17
PLAINS EXPL AND PRODCTN	P	2011-11-03	2012-05-30
ENDURANCE SPECIALTY HLDG	P	2009-09-22	2012-07-11
COVENTRY HEALTH CARE INC	P	2012-06-06	2012-08-21
WESTERN REFNG INC	P	2012-01-05	2012-08-17
BRE PPTYS INC MARYLAND A	P	2010-11-09	2012-08-29
PNM RESOURCES INC	P	2011-05-13	2012-09-06
NEWELL RUBBERMAID INC	P	2011-08-19	2012-10-25
FERRO CORP	P	2011-07-19	2012-11-02
PORTLAND GEN ELEC CO	P	2009-11-04	2012-11-14
CHILDRENS PL RETL STRS	P	2011-07-19	2012-12-11
TEEKAY CORP	P	2010-10-18	2012-12-04
MICROSOFT CORP	P	2009-11-04	2012-01-03
MEADWESTVACO CORP	P	2010-01-11	2012-02-07
ALTERA CORP COM	P	2010-11-09	2012-04-30
COACH INC	P	2011-01-31	2012-06-25
AMERISOURCEBERGEN CORP	P	2011-06-06	2012-07-12
ENGILITY HOLDINGS INC	P	2012-07-23	2012-07-24
APACHE CORP	P	2012-04-25	2012-10-15
HARLEY DAVIDSON INC WIS	P	2010-06-14	2012-10-31
GAP INC DELAWARE	P	2009-07-06	2012-12-26
HARBOR INTL INSTL CL	P	2009-03-26	2012-10-31

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)
CMS ENERGY CORP	P	2009-06-11	2012-01-05
HEALTH NET INC	P	2010-10-29	2012-01-13
TYSON FOODS INC CL A	P	2008-12-26	2012-01-26
ENERSYS	P	2008-09-24	2012-02-23
WESTLAKE CHEM CORP	P	2011-09-28	2012-02-03
SIGNET JEWELERS LTD SHS	P	2010-09-29	2012-02-27
GAMESTOP CORP NEW CL A	P	2011-08-03	2012-04-12
FLEXTRONICS INTL LTD	P	2009-02-11	2012-05-09
TRW AUTOMOTIVE HLDGS CRP	P	2009-10-26	2012-05-08
STONE ENERGY CORP COM	P	2011-04-28	2012-05-30
ENDURANCE SPECIALTY HLDG	P	2009-09-22	2012-07-26
CONSTELLATION BRANDS INC	P	2009-10-14	2012-08-16
WESTERN REFNG INC	P	2012-01-25	2012-08-23
BRE PPTYS INC MARYLAND A	P	2010-11-09	2012-09-19
TESORO CORP	P	2011-07-27	2012-09-06
PLATINUM UNDRWRITRS HLDG	P	2010-07-09	2012-10-25
FERRO CORP	P	2011-07-20	2012-11-02
PORTLAND GEN ELEC CO	P	2010-04-01	2012-11-14
CHILDRENS PL RETL STRS	P	2011-07-19	2012-12-12
ALTERA CORP COM	P	2010-11-08	2012-01-03
NATIONAL-OILWELL VARCO	P	2009-11-23	2012-01-09
MEADWESTVACO CORP	P	2010-01-12	2012-02-07
LORILLARD INC	P	2010-06-04	2012-05-21
COACH INC	P	2011-02-01	2012-06-25
AMERISOURCEBERGEN CORP	P	2011-06-06	2012-07-13
LIMITED BRANDS INC	P	2010-03-08	2012-06-27
AUTOZONE INC NEVADA COM	P	2011-10-10	2012-10-15
SYMANTEC CORP COM	P	2010-09-27	2012-11-13
MC GRAW HILL COMPANIES	P	2011-02-14	2012-12-03
ISHARES GOLD TRUST	P	2011-01-18	2012-10-31

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

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CMS ENERGY CORP	P	2009-06-11	2012-01-10
NISOURCE INC	P	2009-08-11	2012-01-04
TYSON FOODS INC CL A	P	2008-12-29	2012-01-26
ENERSYS	P	2009-03-03	2012-02-23
ARRIS GROUP INC	P	2011-05-25	2012-03-08
SIGNET JEWELERS LTD SHS	P	2010-10-18	2012-02-27
JONES (THE) GROUP INC	P	2010-12-21	2012-04-04
FLEXTRONICS INTL LTD	P	2009-03-03	2012-05-09
TIMKEN COMPANY	P	2011-08-10	2012-05-03
STONE ENERGY CORP COM	P	2011-04-29	2012-05-30
ENDURANCE SPECIALTY HLDG	P	2011-06-22	2012-07-26
CONSTELLATION BRANDS INC	P	2009-10-14	2012-08-17
WESTERN REFNG INC	P	2012-02-02	2012-08-23
BRE PPTYS INC MARYLAND A	P	2010-11-10	2012-09-19
TESORO CORP	P	2011-07-27	2012-09-12
ROYAL CARIBBEAN CRUISES	P	2010-01-08	2012-09-26
FERRO CORP	P	2011-11-04	2012-11-02
PORTLAND GEN ELEC CO	P	2012-02-24	2012-11-14
CHILDRENS PL RETL STRS	P	2012-03-09	2012-12-12
ALTERA CORP COM	P	2010-11-08	2012-01-04
NATIONAL-OILWELL VARCO	P	2009-11-24	2012-01-09
MEADWESTVACO CORP	P	2010-01-12	2012-02-08
LORILLARD INC	P	2011-09-19	2012-05-21
DIRECTV GROUP HLDNGS CLA	P	2010-07-12	2012-06-19
BAXTER INTERNTL INC	P	2011-06-13	2012-07-09
CF INDS HLDGS INC	P	2011-08-29	2012-08-13
INTEL CORP	P	2010-06-14	2012-10-15
WESTERN UN CO	P	2010-09-13	2012-11-13
SYMANTEC CORP COM	P	2010-09-27	2012-12-03
ISHARES TR	P	2011-01-18	2012-10-31

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

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CMS ENERGY CORP	P	2009-08-11	2012-01-10
NISOURCE INC	P	2009-08-11	2012-01-10
UGI CORP NEW	P	2010-07-23	2012-01-09
MOLINA HEALTHCARE INC	P	2009-06-04	2012-02-23
ARRIS GROUP INC	P	2011-05-25	2012-03-09
SIGNET JEWELERS LTD SHS	P	2011-02-17	2012-02-28
WESTLAKE CHEM CORP	P	2011-09-28	2012-04-12
GENERAL CABLE CORP	P	2009-12-15	2012-05-07
TIMKEN COMPANY	P	2011-08-10	2012-05-04
AMTR FINL SRVS INC	P	2010-12-15	2012-07-11
MERITAGE HOMES CORP	P	2012-01-20	2012-06-27
DEAN FOODS CO NEW	P	2011-09-28	2012-08-20
ANN INC SHS	P	2010-06-30	2012-08-29
BRE PPTYS INC MARYLAND A	P	2011-05-05	2012-09-19
TESORO CORP	P	2011-08-11	2012-09-12
ROYAL CARIBBEAN CRUISES	P	2010-02-03	2012-09-26
FERRO CORP	P	2012-01-31	2012-11-02
PORTLAND GEN ELEC CO	P	2012-05-18	2012-11-14
CHILDRENS PL RETL STRS	P	2012-05-03	2012-12-12
AMGEN INC COM PV 0 0001	P	2008-11-24	2012-01-03
NATIONAL-OILWELL VARCO	P	2011-09-06	2012-01-09
AGILENT TECHNOLOGIES INC	P	2010-04-12	2012-03-05
LIMITED BRANDS INC	P	2010-03-08	2012-05-07
DIRECTV GROUP HLDNGS CLA	P	2011-12-27	2012-06-19
BAXTER INTERNTL INC	P	2011-06-13	2012-07-10
NVIDIA	P	2011-05-02	2012-08-27
INTEL CORP	P	2010-06-28	2012-10-15
WESTERN UN CO	P	2010-09-13	2012-11-14
SYMANTEC CORP COM	P	2010-09-28	2012-12-03
MAINSTAY	P	2012-06-25	2012-10-31

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

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CMS ENERGY CORP	P	2009-08-11	2012-01-18
NISOURCE INC	P	2009-08-11	2012-01-19
UGI CORP NEW	P	2010-07-26	2012-01-09
NCR CORP NEW	P	2009-04-16	2012-02-23
ARRIS GROUP INC	P	2011-05-27	2012-03-09
SIGNET JEWELERS LTD SHS	P	2011-06-01	2012-02-28
WESTLAKE CHEM CORP	P	2011-10-18	2012-04-12
GENERAL CABLE CORP	P	2010-04-07	2012-05-07
WESCO INTERNATIONAL INC	P	2009-12-07	2012-05-09
CONVERGYS CORP	P	2008-08-21	2012-06-27
MERITAGE HOMES CORP	P	2012-01-20	2012-06-28
ENDURANCE SPECIALTY HLDG	P	2011-06-22	2012-08-01
ANN INC SHS	P	2010-10-18	2012-08-29
BRE PPTYS INC MARYLAND A	P	2012-02-27	2012-09-19
TESORO CORP	P	2012-05-16	2012-09-12
SUSQUEHANNA BANCSHRS INC	P	2010-03-10	2012-09-26
FERRO CORP	P	2012-01-31	2012-11-05
ROYAL CARIBBEAN CRUISES	P	2010-02-03	2012-11-14
CHILDRENS PL RETL STRS	P	2012-05-04	2012-12-12
BRISTOL-MYERS SQUIBB CO	P	2010-08-09	2012-01-03
NVIDIA	P	2011-05-02	2012-01-09
AUTOZONE INC NEVADA COM	P	2011-10-10	2012-03-26
PHILLIPS 66 SHS	P	2008-08-11	2012-05-07
HUMANA INC	P	2009-02-17	2012-06-11
BAXTERBAXTER INTERNTLINTERNTL INCINC	P	2011-06-14	2012-07-10
NVIDIA	P	2011-05-09	2012-08-27
INTEL CORP	P	2010-07-19	2012-10-15
WESTERN UN CO	P	2010-09-20	2012-11-14
PENTAIR LTD	P	2011-09-06	2012-12-03
MARKET VECTORS ETF TR	P	2012-09-17	2012-10-31

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CMS ENERGY CORP	P	2010-01-21	2012-01-18
NISOURCE INC	P	2010-04-01	2012-01-19
WESCO INTERNATIONAL INC	P	2009-07-22	2012-01-24
POLYONE CORP COM	P	2010-06-15	2012-02-08
ARRIS GROUP INC	P	2011-05-27	2012-03-12
WESTLAKE CHEM CORP	P	2011-09-28	2012-03-08
WESTLAKE CHEM CORP	P	2011-10-18	2012-04-13
GENERAL CABLE CORP	P	2010-04-07	2012-05-08
DEAN FOODS CO NEW	P	2011-09-28	2012-06-15
CONSTELLATION BRANDS INC	P	2009-10-14	2012-06-27
WESCO INTERNATIONAL INC	P	2009-12-07	2012-07-11
ENDURANCE SPECIALTY HLDG	P	2011-07-01	2012-08-01
ANN INC SHS	P	2011-02-03	2012-08-29
BRISTOW GROUP INC	P	2011-01-20	2012-09-17
TESORO CORP	P	2012-05-16	2012-09-19
UGI CORP NEW	P	2010-07-26	2012-10-10
FERRO CORP	P	2012-02-23	2012-11-05
WASHINGTON FEDL INC	P	2008-10-13	2012-11-14
CONSTELLATION BRANDS INC	P	2009-10-19	2012-12-21
BRISTOL-MYERS SQUIBB CO	P	2010-08-10	2012-01-03
STARBUCKS CORP	P	2011-01-10	2012-01-03
LORILLARD INC	P	2010-03-17	2012-03-05
PHILLIPS 66 SHS	P	2008-08-18	2012-05-07
LIMITED BRANDS INC	P	2010-03-08	2012-06-25
BAXTERBAXTER INTERNTLINTERNTL INCINC	P	2011-06-14	2012-07-11
NABORS INDUSTRIES LTD	P	2009-11-16	2012-08-27
LOCKHEED MARTIN CORP	P	2006-09-01	2012-10-15
WESTERN UN CO	P	2010-11-01	2012-11-14
ISHARES TR	P	2011-01-18	2012-06-25
NUVEEN REAL ESTATE	P	2009-03-26	2012-10-31

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)
CELESTICA SUB VTG SHS	P	2011-07-25	2012-01-23
PEOPLES UNITED FNL INC	P	2010-07-12	2012-01-18
ATLAS AIR WORLDWIDE HLDS	P	2011-12-16	2012-02-08
RELIANCE STL & ALUM CO	P	2008-05-15	2012-02-08
ASSOCIATED BANC CRP 01	P	2009-08-28	2012-03-23
ANN INC SHS	P	2010-06-30	2012-04-23
WESTERN REFNG INC	P	2012-01-05	2012-04-03
HUNTSMAN CORP	P	2009-11-20	2012-05-08
JONES (THE) GROUP INC	P	2010-12-21	2012-06-15
CON-WAY INC	P	2011-11-30	2012-06-27
WESCO INTERNATIONAL INC	P	2011-07-25	2012-07-11
ENDURANCE SPECIALTY HLDG	P	2012-01-31	2012-08-01
AMTR FINL SRVS INC	P	2010-12-15	2012-09-14
CHILDRENS PL RETL STRS	P	2011-07-14	2012-09-06
WEBSTER FINL CP PV 0 01	P	2007-07-31	2012-09-17
UGI CORP NEW	P	2010-08-04	2012-10-10
FERRO CORP	P	2012-09-17	2012-11-05
WASHINGTON FEDL INC	P	2009-04-16	2012-11-14
GANNETT CO	P	2010-08-23	2012-12-21
HERSHEY COMPANY	P	2010-04-05	2012-01-03
STARBUCKS CORP	P	2011-01-18	2012-01-03
LORILLARD INC	P	2010-06-04	2012-03-05
ROSS STORES INC COM	P	2009-12-29	2012-05-21
LIMITED BRANDS INC	P	2010-03-08	2012-06-26
BAXTER INTERNTL INC	P	2011-06-15	2012-07-11
NABORS INDUSTRIES LTD	P	2009-11-17	2012-08-27
LOCKHEED MARTIN CORP	P	2006-09-07	2012-10-15
WESTERN UN CO	P	2010-11-01	2012-11-15
NATIXIS FUNDS TRUST II	P	2011-01-18	2012-06-25
OPPENHEIMER DISCOVERY	P	2007-06-27	2012-10-31

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)
CELESTICA SUB VTG SHS	P	2011-07-26	2012-01-23
PORTLAND GEN ELEC CO	P	2008-09-17	2012-01-05
ATLAS AIR WORLDWIDE HLDS	P	2011-12-16	2012-02-08
RELIANCE STL & ALUM CO	P	2008-12-15	2012-02-08
ENERSYS	P	2009-03-03	2012-02-29
DANA HLDG CORP	P	2009-12-16	2012-04-12
ATLAS AIR WORLDWIDE HLDS	P	2011-12-16	2012-05-09
HUNTSMAN CORP	P	2009-11-23	2012-05-08
JONES (THE) GROUP INC	P	2010-12-22	2012-06-15
CON-WAY INC	P	2011-12-01	2012-06-27
WESCO INTERNATIONAL INC	P	2011-07-27	2012-07-11
NCR CORP NEW	P	2009-04-16	2012-08-14
AMTR FINL SRVS INC	P	2011-05-25	2012-09-17
DEAN FOODS CO NEW	P	2011-09-28	2012-09-06
WEBSTER FINL CP PV 0 01	P	2008-05-22	2012-09-17
WASHINGTON FEDL INC	P	2008-07-31	2012-10-25
LIFEPOINT HOSPS INC COM	P	2007-12-07	2012-11-19
WASHINGTON FEDL INC	P	2010-10-18	2012-11-14
LEGG MASON INC	P	2011-09-12	2012-12-12
HERSHEY COMPANY	P	2010-04-06	2012-01-03
TRIPADVISOR INC SHS	P	2010-05-17	2012-01-03
MEDCO HEALTH SOLUTIONS I	P	2012-01-09	2012-02-27
AETNA INC NEW	P	2007-02-02	2012-06-11
VERIZON COMMUNICATNS COM	P	2012-01-30	2012-06-25
BAXTER INTERNTL INC	P	2011-06-15	2012-07-12
NABORS INDUSTRIES LTD	P	2009-12-14	2012-08-27
LOCKHEED MARTIN CORP	P	2012-01-03	2012-10-15
WESTERN UN CO	P	2010-11-02	2012-11-15
NATIXIS FUNDS TRUST II	P	2011-04-13	2012-06-25
PIMCO ALL	P	2012-06-25	2012-10-31

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)
CELESTICA SUB VTG SHS	P	2011-07-27	2012-01-23
PORTLAND GEN ELEC CO	P	2009-01-28	2012-01-05
ATLAS AIR WORLDWIDE HLDS	P	2011-12-16	2012-02-08
SMITHFILDS FOODS PV0 50	P	2008-06-17	2012-01-31
HANCOCK HOLDING CO	P	2009-05-26	2012-03-19
DANA HLDG CORP	P	2009-12-16	2012-04-13
CON-WAY INC	P	2011-11-30	2012-05-03
HUNTSMAN CORP	P	2009-11-23	2012-05-09
POLYONE CORP COM	P	2011-05-13	2012-06-05
CON-WAY INC	P	2011-12-01	2012-06-28
WESCO INTERNATIONAL INC	P	2011-10-20	2012-07-11
NCR CORP NEW	P	2009-11-16	2012-08-14
AMTR FINL SRVS INC	P	2011-05-27	2012-09-17
DEAN FOODS CO NEW	P	2011-10-05	2012-09-06
CAMDEN PPTY TR COM SBI	P	2010-05-12	2012-10-25
WASHINGTON FEDL INC	P	2008-10-13	2012-10-25
LIFEPOINT HOSPS INC COM	P	2009-09-24	2012-11-19
WASHINGTON FEDL INC	P	2012-04-23	2012-11-14
LEGG MASON INC	P	2011-09-13	2012-12-12
HERSHEY COMPANY	P	2010-04-07	2012-01-03
TRIPADVISOR INC SHS	P	2010-05-18	2012-01-03
MEDCO HEALTH SOLUTIONS I	P	2012-01-09	2012-03-12
AETNA INC NEW	P	2009-03-02	2012-06-11
WELLPOINT INC	P	2009-03-09	2012-06-11
BAXTER INTERNTL INC	P	2011-08-01	2012-07-12
NABORS INDUSTRIES LTD	P	2009-12-15	2012-08-27
LOCKHEED MARTIN CORP	P	2012-01-04	2012-10-15
ADT CORP SHS	P	2011-09-06	2012-12-03
NATIXIS FUNDS TRUST II	P	2011-04-13	2012-06-25
PUTNAM VOYAGER	P	2011-04-29	2012-10-31

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)
CELESTICA SUB VTG SHS	P	2011-07-28	2012-01-23
RELIANCE STL & ALUM CO	P	2008-01-29	2012-01-10
ATLAS AIR WORLDWIDE HLDS	P	2011-12-16	2012-02-09
SMITHFILDS FOODS PV0 50	P	2008-07-11	2012-01-31
HANCOCK HOLDING CO	P	2009-10-14	2012-03-19
DANA HLDG CORP	P	2009-12-16	2012-04-20
CON-WAY INC	P	2011-11-30	2012-05-04
HUNTSMAN CORP	P	2009-11-23	2012-05-21
POLYONE CORP COM	P	2011-05-13	2012-06-06
DEAN FOODS CO NEW	P	2011-09-28	2012-06-27
WESTERN REFNG INC	P	2012-01-05	2012-06-27
NCR CORP NEW	P	2012-01-25	2012-08-14
AMTR FINL SRVS INC	P	2011-05-27	2012-09-17
DEAN FOODS CO NEW	P	2011-11-04	2012-09-06
CONSTELLATION BRANDS INC	P	2009-10-14	2012-10-18
CAMDEN PPTY TR COM SBI	P	2010-05-12	2012-11-02
LIFEPOINT HOSPS INC COM	P	2009-09-25	2012-11-19
ATMOS ENERGY CORP COM	P	2010-12-01	2012-12-12
NEWELL RUBBERMAID INC	P	2011-08-19	2012-12-03
MEADWESTVACO CORP	P	2010-01-11	2012-01-03
ANALOG DEVICES INC COM	P	2011-01-31	2012-01-30
APPLIED MATERIAL INC	P	2010-12-13	2012-04-09
BED BATH & BEYOND INC	P	2011-11-07	2012-05-29
WELLPOINT INC	P	2009-03-09	2012-06-26
BAXTER INTERNTL INC	P	2011-08-01	2012-07-13
AETNA INC NEW	P	2009-03-02	2012-09-10
ACCENTURE PLC SHS	P	2012-03-05	2012-10-31
CF INDS HLDGS INC	P	2011-08-29	2012-12-03
LORD ABBETT VALUE	P	2011-04-29	2012-09-13
TOUCHSTONE MID CAP	P	2012-09-13	2012-10-31

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)
CELESTICA SUB VTG SHS	P	2011-08-15	2012-01-23
RELIANCE STL & ALUM CO	P	2008-05-15	2012-01-10
COOPER TIRE RUBBER	P	2010-06-10	2012-02-23
SMITHFILDS FOODS PV0 50	P	2010-05-13	2012-01-31
HANCOCK HOLDING CO	P	2009-10-14	2012-03-20
DANA HLDG CORP	P	2010-04-07	2012-04-20
DEAN FOODS CO NEW	P	2011-09-28	2012-05-21
HUNTSMAN CORP	P	2009-12-07	2012-05-21
POLYONE CORP COM	P	2011-06-16	2012-06-06
DEAN FOODS CO NEW	P	2011-09-28	2012-06-28
WESTERN REFNG INC	P	2012-01-05	2012-06-28
TESORO CORP	P	2011-03-04	2012-08-10
AMTR FINL SRVS INC	P	2012-09-20	2012-09-17
DOLE FOOD COMPANY INC	P	2010-12-13	2012-09-13
EXPRESS INC	P	2012-06-15	2012-10-10
CAMDEN PPTY TR COM SBI	P	2010-05-18	2012-11-02
MID AMERICA APT CMNTYS	P	2011-08-24	2012-11-02
ATMOS ENERGY CORP COM	P	2010-12-02	2012-12-12
NEWELL RUBBERMAID INC	P	2011-08-22	2012-12-03
MEADWESTVACO CORP	P	2010-01-11	2012-01-04
BALL CORP COM	P	2009-08-17	2012-01-30
APPLIED MATERIAL INC	P	2011-02-07	2012-04-09
BED BATH & BEYOND INC	P	2011-11-07	2012-06-25
WELLPOINT INC	P	2009-03-09	2012-06-26
CONOCOPHILLIPS	P	2008-08-11	2012-07-09
ENGILITY HOLDINGS INC	P	2007-07-25	2012-07-24
EXPEDIA INC	P	2010-05-17	2012-10-31
CLIFFS NATURAL RESOURCES	P	2011-02-28	2012-12-03
LORD ABBETT VALUE	P	2011-11-23	2012-09-13
WISDOMTREE TRUST	P	2011-09-21	2012-10-31

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)
CELESTICA SUB VTG SHS	P	2011-08-16	2012-01-23
SAKS INC	P	2011-01-06	2012-01-10
COOPER TIRE RUBBER	P	2010-06-30	2012-02-23
THOMAS&BETTS CP TENN NPV	P	2009-08-20	2012-01-30
MOLINA HEALTHCARE INC	P	2009-06-04	2012-03-08
DANA HLDG CORP	P	2011-11-04	2012-04-20
ENDURANCE SPECIALTY HLDG	P	2009-07-08	2012-05-21
HUNTSMAN CORP	P	2011-03-30	2012-05-21
POLYONE CORP COM	P	2011-06-16	2012-06-11
DIAMONDROCK HOSPITALITY	P	2010-04-30	2012-06-27
AMKOR TECH INC	P	2011-08-01	2012-08-01
TESORO CORP	P	2011-03-04	2012-08-15
AVERY DENNISON CORP	P	2010-11-15	2012-09-12
GANNETT CO	P	2010-08-23	2012-09-17
EXPRESS INC	P	2012-07-03	2012-10-10
CHILDRENS PL RETL SIRS	P	2011-07-15	2012-11-02
NEWELL RUBBERMAID INC	P	2011-08-19	2012-11-21
AVERY DENNISON CORP	P	2010-11-17	2012-12-12
REINSURNCE GROUP AMERICA	P	2008-10-28	2012-11-29
MEADWESTVACO CORP	P	2010-01-11	2012-01-05
COACH INC	P	2010-01-25	2012-01-30
DR PEPPER SNAPPLE GROUP	P	2010-06-28	2012-04-23
BED BATH & BEYOND INC	P	2011-11-28	2012-06-25
WELLPOINT INC	P	2009-03-12	2012-06-26
CONOCOPHILLIPS	P	2008-08-11	2012-07-10
ENGILITY HOLDINGS INC	P	2012-07-23	2012-07-24
EXPRESS SCRIPTS HLDG CO	P	2012-07-09	2012-11-13
CLIFFS NATURAL RESOURCES	P	2011-03-01	2012-12-03
ISHARES TR	P	2011-01-18	2012-09-17
WISDOMTREE TRUST	P	2011-09-21	2012-11-27

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)
CELESTICA SUB VTG SHS	P	2011-11-03	2012-01-23
SAKS INC	P	2011-02-17	2012-01-10
COOPER TIRE RUBBER	P	2011-07-14	2012-02-23
THOMAS&BETTS CP TENN NPV	P	2010-04-07	2012-01-30
MOLINA HEALTHCARE INC	P	2009-08-25	2012-03-08
GAMESTOP CORP NEW CL A	P	2011-05-19	2012-04-10
ENERSYS	P	2009-03-03	2012-05-03
HUNTSMAN CORP	P	2012-02-23	2012-05-21
POLYONE CORP COM	P	2012-01-11	2012-06-11
DIAMONDROCK HOSPITALITY	P	2010-04-30	2012-06-28
AMKOR TECH INC	P	2011-08-01	2012-08-14
TESORO CORP	P	2011-06-01	2012-08-15
AVERY DENNISON CORP	P	2010-11-16	2012-09-12
HOME PROPERTIES INC	P	2011-08-19	2012-09-24
EXPRESS INC	P	2012-08-29	2012-10-10
CAPITALSOURCE INC	P	2010-07-14	2012-11-21
PORTLAND GEN ELEC CO	P	2009-01-28	2012-11-02
AVERY DENNISON CORP	P	2010-11-18	2012-12-12
REINSURNCE GROUP AMERICA	P	2009-06-04	2012-11-29
MICROSOFT CORP	P	2008-02-19	2012-01-03
COACH INC	P	2010-01-26	2012-01-30
DR PEPPER SNAPPLE GROUP	P	2010-06-28	2012-04-24
COACH INC	P	2010-01-26	2012-05-29
AMERISOURCEBERGEN CORP	P	2011-06-06	2012-07-09
CONOCOPHILLIPS	P	2008-08-11	2012-07-11
APACHE CORP	P	2012-04-09	2012-10-15
EXPRESS SCRIPTS HLDG CO	P	2012-07-09	2012-11-14
CLIFFS NATURAL RESOURCES	P	2011-05-16	2012-12-03
ARTISAN MID	P	2006-10-13	2012-10-31

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)
347		291	56
245		301	-56
317		378	-61
156		191	-35
528		361	167
231		95	136
191		239	-48
140		142	-2
249		305	-56
134		130	4
72		61	11
1,884		1,335	549
38		25	13
153		180	-27
376		385	-9
525		311	214
72		367	-295
327		183	144
92		93	-1
98		76	22
1,046		1,086	-40
1,240		1,268	-28
706		678	28
58		35	23
311		324	-13
214		241	-27
426		454	-28
503		549	-46
376		219	157
8,432		7,278	1,154

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)
205		161	44
249		217	32
310		225	85
93		116	-23
428		443	-15
297		188	109
148		174	-26
167		180	-13
466		347	119
259		264	-5
397		337	60
209		154	55
445		243	202
202		169	33
627		637	-10
193		207	-14
69		364	-295
82		56	26
323		328	-5
228		188	40
241		249	-8
270		257	13
249		236	13
288		174	114
393		405	-12
323		361	-38
426		455	-29
151		167	-16
368		219	149
940		953	-13

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)
739		612	127
131		103	28
285		268	17
420		322	98
19		20	-1
531		334	197
300		347	-47
67		41	26
65		73	-8
255		233	22
397		389	8
251		188	63
244		129	115
202		179	23
279		206	73
366		220	146
66		353	-287
432		319	113
231		240	-9
358		312	46
161		166	-5
30		29	1
853		807	46
519		484	35
352		364	-12
30		30	
341		370	-29
1,725		1,021	704
153		75	78
2,997		1,814	1,183

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)
452		253	199
275		214	61
95		42	53
306		185	121
297		192	105
96		64	32
407		432	-25
412		163	249
169		73	96
93		135	-42
104		106	-2
285		150	135
661		404	257
98		89	9
359		221	138
326		264	62
66		350	-284
381		295	86
92		96	-4
643		574	69
356		219	137
479		460	19
628		360	268
519		490	29
158		162	-4
495		282	213
1,494		1,321	173
1,358		1,174	184
587		414	173
1,205		957	248

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)
44		24	20
352		199	153
457		191	266
34		10	24
199		193	6
624		430	194
122		159	-37
33		11	22
228		144	84
70		107	-37
450		530	-80
256		133	123
291		191	100
244		220	24
81		49	32
238		206	32
140		386	-246
305		299	6
138		153	-15
671		608	63
570		349	221
418		402	16
879		780	99
1,823		1,439	384
429		465	-36
1,455		1,306	149
1,286		1,238	48
667		880	-213
561		464	97
6,739		6,150	589

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)
392		235	157
388		225	163
198		195	3
745		355	390
79		75	4
573		539	34
183		115	68
93		93	
163		108	55
538		319	219
254		204	50
356		208	148
36		17	19
488		501	-13
323		154	169
30		27	3
72		183	-111
280		269	11
275		286	-11
962		836	126
998		874	124
1,073		855	218
754		353	401
957		908	49
324		348	-24
707		981	-274
937		874	63
201		266	-65
673		557	116
1,012		968	44

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)
539		326	213
116		66	50
368		368	
256		119	137
191		193	-2
143		138	5
305		189	116
155		145	10
497		211	286
275		274	1
256		204	52
145		163	-18
359		222	137
391		395	-4
81		45	36
498		389	109
8		20	-12
308		246	62
92		95	-3
735		556	179
685		941	-256
1,135		990	145
119		147	-28
316		167	149
108		117	-9
563		765	-202
784		766	18
352		485	-133
289		175	114
2,061		2,097	-36

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)
345		256	89
787		546	241
236		106	130
166		106	60
291		295	-4
654		423	231
484		303	181
278		260	18
572		330	242
414		317	97
55		26	29
145		166	-21
180		110	70
210		187	23
966		545	421
255		227	28
73		186	-113
212		212	
350		168	182
455		345	110
504		358	146
257		154	103
149		179	-30
903		517	386
54		59	-5
15		23	-8
463		419	44
75		107	-32
9,158		8,811	347
1,468		579	889

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)
203		228	-25
725		763	-38
102		76	26
54		67	-13
138		99	39
254		150	104
362		271	91
30		18	12
116		190	-74
70		55	15
222		226	-4
182		187	-5
458		301	157
234		186	48
72		132	-60
223		190	33
107		167	-60
212		174	38
334		221	113
368		260	108
871		628	243
900		505	395
657		238	419
901		517	384
536		589	-53
275		402	-127
648		584	64
226		321	-95
10,442		11,337	-895
941		773	168

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)
203		226	-23
245		247	-2
202		152	50
163		69	94
444		129	315
196		132	64
942		722	220
195		116	79
319		523	-204
141		112	29
277		271	6
138		60	78
213		154	59
101		57	44
575		630	-55
84		93	-9
213		189	24
212		200	12
358		359	-1
552		389	163
727		655	72
1,007		919	88
43		43	
1,655		1,423	232
108		118	-10
244		334	-90
1,018		908	110
164		231	-67
37		40	-3
1,069		981	88

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)
203		225	-22
221		175	46
257		190	67
873		940	-67
397		373	24
172		113	59
147		111	36
205		124	81
224		263	-39
173		140	33
277		212	65
506		228	278
186		140	46
755		394	361
260		204	56
167		163	4
178		137	41
457		479	-22
230		237	-7
552		389	163
269		251	18
1,910		1,715	195
129		63	66
138		63	75
377		408	-31
138		190	-52
1,111		972	139
628		358	270
23		25	-2
8,819		10,159	-1,340

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)
178		195	-17
160		147	13
152		114	38
246		204	42
144		93	51
155		104	51
210		166	44
210		142	68
144		161	-17
214		123	91
175		114	61
391		304	87
11		8	3
151		90	61
293		133	160
68		51	17
213		165	48
36		31	5
44		24	20
245		228	17
1,170		1,164	6
1,138		1,278	-140
664		561	103
554		253	301
218		233	-15
733		400	333
1,619		1,454	165
1,478		1,306	172
9,575		10,017	-442
1,742		1,803	-61

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)
235		245	-10
374		469	-95
405		490	-85
358		298	60
502		325	177
254		227	27
243		160	83
236		194	42
78		87	-9
211		123	88
174		114	60
211		152	59
27		27	
465		380	85
568		897	-329
203		144	59
259		276	-17
431		370	61
458		268	190
391		371	20
1,332		854	478
616		855	-239
776		810	-34
70		32	38
218		247	-29
30		48	-18
712		257	455
57		193	-136
37		33	4
1,271		1,252	19

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)
178		186	-8
205		247	-42
218		279	-61
783		297	486
99		48	51
56		57	-1
116		91	25
157		213	-56
295		318	-23
359		396	-37
120		122	-2
154		102	52
184		222	-38
261		184	77
307		495	-188
366		279	87
573		329	244
204		217	-13
153		110	43
328		314	14
753		376	377
640		603	37
537		539	-2
487		241	246
161		185	-24
30		30	
515		544	-29
228		769	-541
11,357		9,876	1,481
5,601		5,530	71

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)
170		181	-11
317		438	-121
47		57	-10
427		243	184
230		95	135
366		452	-86
140		40	100
432		442	-10
509		470	39
277		308	-31
680		669	11
230		146	84
31		36	-5
815		797	18
171		236	-65
479		324	155
163		117	46
170		185	-15
307		225	82
456		485	-29
205		104	101
686		641	45
697		347	350
389		405	-16
53		62	-9
1,534		1,702	-168
101		109	-8
200		609	-409
1,668		1,624	44

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	
			56
			-56
			-61
			-35
			167
			136
			-48
			-2
			-56
			4
			11
			549
			13
			-27
			-9
			214
			-295
			144
			-1
			22
			-40
			-28
			28
			23
			-13
			-27
			-28
			-46
			157
			1,154

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	
			44
			32
			85
			-23
			-15
			109
			-26
			-13
			119
			-5
			60
			55
			202
			33
			-10
			-14
			-295
			26
			-5
			40
			-8
			13
			13
			114
			-12
			-38
			-29
			-16
			149
			-13

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	
			127
			28
			17
			98
			-1
			197
			-47
			26
			-8
			22
			8
			63
			115
			23
			73
			146
			-287
			113
			-9
			46
			-5
			1
			46
			35
			-12
			-29
			704
			78
			1,183

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	
			199
			61
			53
			121
			105
			32
			-25
			249
			96
			-42
			-2
			135
			257
			9
			138
			62
			-284
			86
			-4
			69
			137
			19
			268
			29
			-4
			213
			173
			184
			173
			248

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	
			20
			153
			266
			24
			6
			194
			-37
			22
			84
			-37
			-80
			123
			100
			24
			32
			32
			-246
			6
			-15
			63
			221
			16
			99
			384
			-36
			149
			48
			-213
			97
			589

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	
			157
			163
			3
			390
			4
			34
			68
			55
			219
			50
			148
			19
			-13
			169
			3
			-111
			11
			-11
			126
			124
			218
			401
			49
			-24
			-274
			63
			-65
			116
			44

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	
			213
			50
			137
			-2
			5
			116
			10
			286
			1
			52
			-18
			137
			-4
			36
			109
			-12
			62
			-3
			179
			-256
			145
			-28
			149
			-9
			-202
			18
			-133
			114
			-36

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	
			89
			241
			130
			60
			-4
			231
			181
			18
			242
			97
			29
			-21
			70
			23
			421
			28
			-113
			182
			110
			146
			103
			-30
			386
			-5
			-8
			44
			-32
			347
			889

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	
			-25
			-38
			26
			-13
			39
			104
			91
			12
			-74
			15
			-4
			-5
			157
			48
			-60
			33
			-60
			38
			113
			108
			243
			395
			419
			384
			-53
			-127
			64
			-95
			-895
			168

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	
			-23
			-2
			50
			94
			315
			64
			220
			79
			-204
			29
			6
			78
			59
			44
			-55
			-9
			24
			12
			-1
			163
			72
			88
			232
			-10
			-90
			110
			-67
			-3
			88

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	
			-22
			46
			67
			-67
			24
			59
			36
			81
			-39
			33
			65
			278
			46
			361
			56
			4
			41
			-22
			-7
			163
			18
			195
			66
			75
			-31
			-52
			139
			270
			-2
			-1,340

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	
			-17
			13
			38
			42
			51
			51
			44
			68
			-17
			91
			61
			87
			3
			61
			160
			17
			48
			5
			20
			17
			6
			-140
			103
			301
			-15
			333
			165
			172
			-442
			-61

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	
			-10
			-95
			-85
			60
			177
			27
			83
			42
			-9
			88
			60
			59
			85
			-329
			59
			-17
			61
			190
			20
			478
			-239
			-34
			38
			-29
			-18
			455
			-136
			4
			19

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
			-42
			-61
			486
			51
			-1
			25
			-56
			-23
			-37
			-2
			52
			-38
			77
			-188
			87
			244
			-13
			43
			14
			377
			37
			-2
			246
			-24
			-29
			-541
			1,481
			71

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	
			-11
			-121
			-10
			184
			135
			-86
			100
			-10
			39
			-31
			11
			84
			-5
			18
			-65
			155
			46
			-15
			82
			-29
			101
			45
			350
			-16
			-9
			-168
			-8
			-409
			44

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*				
DELTA COLLEGE FOUNDATION 1961 DELTA RD UNIVERSITY CENTER, MI 48710	NONE	COLLEGE	EDUCATION	5,000
EAST SIDE SOUP KITCHEN 940 EAST GENESEE AVE SAGINAW, MI 48607	NONE	NON-PROFIT	PROVIDE MEALS FOR INDIGENT	1,000
GIRL SCOUTS 5470 DAVIS RD SAGINAW, MI 48604	NONE	NON-PROFIT	LEADERSHIP FOR GIRLS	500
JUNIOR ACHEIVEMENT 1781 FORDNEY ST SAGINAW, MI 48601	NONE	NON-PROFIT	FINANCIAL LITERACY FOR CHILDREN	1,000
MI SPECIAL OLYMPICS 6624 TIMBER RIDGE DR BLOOMFIELD, MI 48301	NONE	NON-PROFIT	ATHLETIC OPPORTUNITES FOR DISABLED	1,000
OLD TOWN SOUP KITCHEN 600 GRATIOT AVE SAGINAW, MI 48602	NONE	NON-PROFIT	PROVIDE MEALS FOR INDIGENT	1,000
PIT & BALCONY 805 N HAMILTON ST SAGINAW, MI 48602	NONE	NON-PROFIT	ENTERTAINMENT & EDUCATION LITERATURE	1,000
READ ASSOCIATION 100 S JEFFERSON STE 401 SAGINAW, MI 48607	NONE	NON-PROFIT	EDUCATE CHILDREN	2,830
SAGIANW VALLEY CONCERT A 875 WAUKEE LN SAGINAW, MI 48604	NONE	NON-PROFIT	NATIONAL AND INTERNATIONAL ARTISTS	1,000
SAGINAW ART MUSEUM 1126 N MICHIGAN AVE SAGINAW, MI 48602	NONE	NON-PROFIT	EDUCATION AND PRESERVATION OF ART	1,000
SAGINAW BAY SYMPHONY 201 N WASHINGTON AVE SAGINAW, MI 48607	NONE	NON-PROFIT	ANNUAL CONCERT SERIES	1,000
SAGINAW CHILDREN'S ZOO 1730 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	HOMES FOR ANIMALS	5,115
SAGINAW CHILDREN'S ZOO 1730 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	JUNGLE PLAY PARK PROJECT	10,000
SAGINAW CHILDREN'S ZOO 1730 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	CELEBRATE NATURE, WILDLIFE, DISCOVER	1,500
SAGINAW CHORAL SOCIETY 201 N WASHINGTON AVE SAGINAW, MI 48607	NONE	NON-PROFIT	MEANINGFUL, CREATIVE MUSICAL EXPERIE	1,000

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*				
SVRC INDUSTRIES INC 919 VETERANS MEMORIAL PK SAGINAW, MI 48601	NONE	NON-PROFIT	RAMPS FOR LOW INCOME DISABLED	1,500
UNDERGROUND RAILROAD 1230 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	SUPPORT VICTIM OF VIOLENCE & ASSAULT	10,000
UNITED WAY OF SAGINAW 100 S JEFFERSON AVE FL 3 SAGINAW, MI 48607	NONE	NON-PROFIT	PROMOTE VOLUNTEERISM	1,000
YMCA 1915 FORDNEY ST SAGINAW, MI 48601	NONE	NON-PROFIT	ENHANCED OPPORTUNITIES FOR CHILDREN	1,000
Total . . . . ▶ **3a**				47,445

TY 2012 Accounting Fees Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	1,829	1,372	1,372	457
ACCOUNTING	5,466	5,466	5,466	

TY 2012 Compensation Explanation

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Person Name	Explanation
JANE BARTH	
JUDY WELDY	
DAVID BEYERLEIN	
RICHARD STRINGER	

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TY 2012 Investments Corporate Bonds Schedule

Name: CHARLES F& ADELINE BARTH CHARITABLE FOUNDATION

EIN: 38-6556893

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JMS 7355-8282	141,868	148,327

TY 2012 Investments Corporate Stock Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ML 696-02019	151,596	166,935
ML 696-02020	108,577	133,272
BANK OF AMERICA	184,468	203,509
JMS 2537-5845	161,752	179,518

TY 2012 Other Expenses Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MICHIGAN ANNUAL REPORT	20	20	20	
COUNCIL OF MI FOUNDATIONS	280	280	280	
INSURANCE	1,595	1,595	1,595	
BANK CHARGE	30	30	30	

TY 2012 Other Income Schedule

Name: CHARLES F& ADELINE BARTH CHARITABLE FOUNDATION

EIN: 38-6556893

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NON DIVIDEND DISTRIBUTIONS	54	54	

TY 2012 Other Professional Fees Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	10,175	10,175	10,175	

TY 2012 Taxes Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	989	989	989	
FOREIGN TAXES	147	147	147	