Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

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

Name of foundation
EDWIN E. AND JANET L. BRYANT FOUNDATION, INC.

A Employer identification number
39-1746858

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 600

B Telephone number
608-873-4378

City or town, state, and ZIP code
STOUGHTON, WI 53589-0600

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: [X] 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)* ▶$ 59,088,488.

J Accounting method: ☐ Cash [X] 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).)

		(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	1,048,618.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,381,893.	1,356,162.		STATEMENT 1
	5a Gross rents	12,000.	12,000.		STATEMENT 2
	b Net rental income or (loss) 9,646.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	1,924,631.			
	b Gross sales price for all assets on line 6a 20,435,732.				
	7 Capital gain net income (from Part IV, line 2)		1,924,631.		
	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)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	4,367,142.	3,292,793.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	264,754.	5,000.	0.	259,754.
	14 Other employee salaries and wages	16,164.	0.	0.	16,164.
	15 Pension plans, employee benefits	30,918.	500.	0.	30,418.
	16a Legal fees				
	b Accounting fees STMT 4	7,937.	0.	0.	7,937.
	c Other professional fees STMT 5	268,931.	268,931.	0.	0.
	17 Interest				
	18 Taxes STMT 6	87,429.	27,662.	0.	0.
	19 Depreciation and depletion	30,075.	0.	0.	
	20 Occupancy	50,093.	0.	0.	50,448.
	21 Travel, conferences, and meetings	1,655.	0.	0.	1,689.
	22 Printing and publications				
	23 Other expenses STMT 7	168,616.	2,354.	0.	164,959.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	926,572.	304,447.	0.	531,369.
	25 Contributions, gifts, grants paid	1,458,895.			1,303,895.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,385,467.	304,447.	0.	1,835,264.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,981,675.			
	b **Net investment income** (if negative, enter -0-)		2,988,346.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

SCANNED MAY 2 1 2013

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	36,995.	187,776.	187,776.
	2 Savings and temporary cash investments	6,127,762.	2,498,032.	2,498,032.
	3 Accounts receivable ▶ 146,125.			
	Less: allowance for doubtful accounts ▶	156,520.	146,125.	146,125.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	18,219.	5,653.	5,653.
	10a Investments - U.S. and state government obligations STMT 8	6,283,371.	9,709,140.	9,921,199.
	b Investments - corporate stock STMT 9	30,845,883.	32,043,519.	36,652,854.
	c Investments - corporate bonds STMT 10	6,048,607.	6,549,466.	6,875,945.
	11 Investments - land, buildings, and equipment: basis ▶ 320,000.			
	Less accumulated depreciation ▶	320,000.	320,000.	320,000.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 1,727,605.			
	Less accumulated depreciation STMT 11▶ 46,918.	1,164,157.	1,680,687.	2,061,687.
	15 Other assets (describe ▶ STATEMENT 12)	419,217.	419,217.	419,217.
	16 **Total assets** (to be completed by all filers)	51,420,731.	53,559,615.	59,088,488.
Liabilities	17 Accounts payable and accrued expenses	2,352.	4,561.	
	18 Grants payable	36,000.	191,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	38,352.	195,561.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	51,382,379.	53,364,054.	
	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			
	30 **Total net assets or fund balances**	51,382,379.	53,364,054.	
	31 **Total liabilities and net assets/fund balances**	51,420,731.	53,559,615.	

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	51,382,379.
2	Enter amount from Part I, line 27a	2	1,981,675.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	53,364,054.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	53,364,054.

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	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS			
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	20,207,918.		18,511,101.	1,696,817.
b	227,814.			227,814.
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				1,696,817.
b				227,814.
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** 1,924,631.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	944,882.	35,758,399.	.026424
2010	368,726.	7,466,939.	.049381
2009	313,419.	6,688,064.	.046862
2008	516,258.	7,762,419.	.066507
2007	497,460.	8,949,153.	.055587

2	**Total** of line 1, column (d)	2	.244761
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	.048952
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	54,677,514.
5	Multiply line 4 by line 3	5	2,676,574.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	29,883.
7	Add lines 5 and 6	7	2,706,457.
8	Enter qualifying distributions from Part XII, line 4	8	2,369,871.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		1	59,767.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	59,767.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	59,767.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 59,845.		
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	59,845.
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	78.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	78. **Refunded** ▶	11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WI			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ EDWINANDJANETBRYANTFOUNDATION.ORG

14 The books are in care of ▶ JUNE C. BUNTING Telephone no. ▶608-873-4378
Located at ▶P.O. BOX 600, STOUGHTON, WI ZIP+4 ▶53589-0600

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

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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.

			Line	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 instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ ______, ______, ______, ______				
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ 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	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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 STATEMENT 13		264,754.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 PURCHASE OF PROPERTIES PLUS ARCHITECTURAL FEES RELATED TO THE DEVELOPMENT OF A NORWEGIAN HERITAGE FACILITY IN STOUGHTON, WI.	534,607.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	534,607.

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	54,913,315.
b	Average of monthly cash balances	1b	110,296.
c	Fair market value of all other assets	1c	486,555.
d	**Total** (add lines 1a, b, and c)	1d	55,510,166.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	55,510,166.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	832,652.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,677,514.
6	**Minimum investment return.** Enter 5% of line 5	6	2,733,876.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	2,733,876.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	59,767.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	59,767.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,674,109.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,674,109.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,674,109.

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	1,835,264.
b	Program-related investments - total from Part IX-B	1b	534,607.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,369,871.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	***Adjusted qualifying distributions.*** Subtract line 5 from line 4	6	2,369,871.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,674,109.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			596,112.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 2,369,871.				
a Applied to 2011, but not more than line 2a			596,112.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,773,759.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				900,350.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

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:

SEE STATEMENT 14

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

c Any submission deadlines:

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

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				
STOUGHTON HOSPITAL FOUNDATION 900 RIDGE STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	MEDICAL SUPPORT EQUIPMENT	171,000.
SKAALEN HOME, INC. 400 N. MORRIS ST. STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	RESIDENT IN HOUSE PHONE SYSTEM	40,000.
STOUGHTON AREA SENIOR CENTER 248 W. MAIN ST. STOUGHTON, WI 53589	NONE	TAX EXEMPT MUNICIPALITY	PROGRAM IMPROVEMENT/SUPPORT	30,000.
ALDO LEOPOLD NATURE CENTER 300 FEMRITE DRIVE MADISON, WI 53716	NONE	501(C)3 CHARITABLE	EDUCATION MATERIALS	20,000.
STOUGHTON SENIORS-IN-NEED 248 W. MAIN ST. STOUGHTON, WI 53589	NONE	TAX EXEMPT MUNICIPALITY	PROGRAM SUPPORT	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,303,895.
b Approved for future payment				
SCHOLARSHIPS APPROVED FOR FUTURE SEMESTERS VARIOUS STOUGHTON, WI 53589	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIPS	155,000.
Total			▶ 3b	155,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,381,893.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	9,646.	
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	1,924,631.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,316,170.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,316,170.

(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).

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

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

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

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

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
N/A		

Sign Here

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

[signature] 5/14/13 TREASURER

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
KEITH H. BAUMGARTNER	Keith Baumgartner, CPA	5/6/13		P00187845

Firm's name ▶ SMITH & GESTELAND, LLP — Firm's EIN ▶ 39-0857178

Firm's address ▶ P.O. BOX 1764, MADISON, WI 53701 — Phone no. (608) 836-7500

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
EDWIN E. AND JANET L. BRYANT FOUNDATION, INC.

Employer identification number
39-1746858

Organization type (check one).

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
EDWIN E. AND JANET L. BRYANT FOUNDATION, INC.	39-1746858

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JANET L. BRYANT ESTATE C/O M&I TRUST 1 WEST MAIN ST. MADISON, WI 53703	$ 1,048,618.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
EDWIN E. AND JANET L. BRYANT FOUNDATION, INC.	39-1746858

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

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

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

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

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

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

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

Name of organization	Employer identification number
EDWIN E. AND JANET L. BRYANT FOUNDATION, INC.	39-1746858

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MARTIN LUTHER CHRISTIAN SCHOOL 840 EAST MAIN STREET STOUGHTON, WI 53589	NONE	TAX EXEMPT EDUCATIONAL	ADMINISTRATIVE & CLASSROOM MATERIALS	50,000.
STOUGHTON AREA EMS 381 E. MAIN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	EQUIPMENT/PROGRAM SUPPORT	69,000.
ST. ANN SCHOOL 324 HARRISON STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	EQUIPMENT/PROGRAM SUPPORT	50,000.
AMERICAN CANCER SOCIETY REALAY FOR LIFE STOUGHTON AREA 812 TRUMAN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	1,000.
STOUGHTON AREA YOUTH CENTER 381 E. MAIN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	CENTER DEVELOPMENT	75,000.
STOUGHTON AREA RESOURCE TEAM 248 W. MAIN ST. STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	CENTER DEVELOPMENT	20,000.
STOUGHTON AREA FIRE DEPARTMENT 381 E. MAIN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	31,500.
MARC CENTER 932 NORTH PAGE STREET STOUGHTON, WI 53589	NONE	TAX EXEMPT MUNICIPALITY	EQUIPMENT/PROGRAM SUPPORT	20,000.
FRIENDS OF NORWEGIAN CULTURE P.O. BOX 314 STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	50,000.
MANDT COMMUNITY CENTER 400 MANDT PARKWAY STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	26,500.
Total from continuation sheets				1,032,895.

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05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
STOUGHTON WELLNESS COALITION 900 RIDGE STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	4,500.
DANE COUNTY FRIENDS OF SCANDINAVIAN CULTURE 1124 E. MAIN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	3,800.
FRIENDS OF RUTLAND CENTER CHURCH 4177 OLD STAGE ROAD BROOKLYN, WI 53521	NONE	MUNICIPALITY	PROGRAM SUPPORT	5,000.
THREE GAITS, INC. 3741 HWY 138 STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	25,200.
ASSN. OF SMALL FOUNDATIONS P.O. BOX 247 WINOSKI, VT 05404	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	2,500.
STOUGHTON PUBLIC LIBRARY 304 SOUTH 4TH STREET STOUGHTON, WI 53589	NONE	TAX EXEMPT	PROGRAM SUPPORT	20,000.
CITY HALL PARK 381 E. MAIN STREET STOUGHTON, WI 53589	NONE	MUNICIPALITY	COMMUNITY PROJECT	40,000.
COLLINS FIELD 825 VIRGIN LAKE DRIVE STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	STOUGHTON SCHOOLS IMPROVEMENT	35,500.
WISCONSIN HISTORICAL SOCIETY 816 STATE STREET P.O. BOX 260050, WI 53726-0050	NONE	501(C)3 CHARITABLE	GENERAL SUPPORT	10,000.
STOUGHTON OPERA HOUSE 1124 E. MAIN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	FACILITY IMPROVEMENT	20,000.
Total from continuation sheets				

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05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SONS OF NORWAY 317 SOUTH PAGE STREET STOUGHTON, WI 53589	NONE	501(C)8	PROGRAM AND FACILITY SUPPORT	86,400.
STOUGHTON MIDDLE SCHOOL ORCHESTRA 235 N. FORREST STREET STOUGHTON, WI 53589	NONE	PUBLIC MIDDLE SCHOOL	PROGRAM SUPPORT	24,995.
STOUGHTON HIGH SCHOOL FAB LAB 320 NORTH STREET STOUGHTON, WI 53589	NONE	PUBLIC HIGH SCHOOL	SCIENCE TECHNOLOGY SUPPORT	50,000.
VESTERHEIM NORWEGIAN-AMERICAN MUSEUM 523 W. WATER STREET DECORAH, IA 52101	NONE	501(C)3 CHARITABLE	NORWEGIAN HERITAGE PROGRAM SUPPORT	10,000.
STOUGHTON VILLAGE PLAYERS 255 E. MAIN STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	10,000.
STOUGHTON POLICE DEPARTMENT 321 S. FOURTH STREET STOUGHTON, WI 53589	NONE	MUNICIPALITY	PROGRAM SUPPORT	21,000.
STOUGHTON RECREATION DEPARTMENT 381 E. MAIN STREET STOUGHTON, WI 53589	NONE	MUNICIPALITY	PROGRAM SUPPORT	23,000.
AMERICAN LEGION P.O. BOX 16 STOUGHTON, WI 53589	NONE	501(C)19	PROGRAM SUPPORT	30,000.
NORWEGIAN-AMERICAN GENEALOGICAL CENTER AND NAESETH LIBRARY 415 W. MAIN STREET MADISON, WI 53703-3116	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	20,000.
WISCONSIN BADGER CAMP P.O. BOX 723 PLATTEVILLE, WI 53818	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	4,000.
Total from continuation sheets				

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
STOUGHTON HISTORICAL SOCIETY 324 SOUTH PAGE STREET STOUGHTON, WI 53589	NONE	501(C)3 CHARITABLE	PROGRAM SUPPORT	45,000.
CONCORDIA UNIVERSITY 12800 NORTH LAKE SHORE DR. MEQUON, WI 53097	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
WESTERN GOVERNORS UNIVERSITY 4001 E. 700 SOUTH SALT LAKE CITY, UT 84107	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
UW MADISON 500 LINCOLN DRIVE MADISON, WI 53706	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	6,000.
MADISON AREA TECHNICAL COLLEGE 1701 WRIGHT ST. MADISON, WI 53704	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	2,000.
UW PLATTEVILLE 1 UNIVERSITY PLACE PLATTEVILLE, WI 53818	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	10,000.
UW MADISON 500 LINCOLN DRIVE MADISON, WI 53706	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	18,000.
CALVIN COLLEGE 106 DIVISION AVENUE SOUTH GRAND RAPIDS, MI 49546	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
MADISON AREA TECHNICAL COLLEGE 1701 WRIGHT ST. MADISON, WI 53704	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	4,000.
UW-STEVES POINT 2100 MAIN ST. STEVENS POINT, WI 54481	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RUTGERS STATE UNIVERSITY 303 COOPER ST. CAMDEN, NJ 08102	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
UW PLATTEVILLE 1 UNIVERSITY PLACE PLATTEVILLE, WI 53818	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
CHICAGO STATE UNIVERSITY 9501 S. KING DRIVE CHICAGO, IL 60628	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	9,000.
UNIVERSITY OF WISCONSIN MILWAUKEE 2200 E. KENWOOD BLVD MILWAUKEE, WI 53201	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
MILWAUKEE AREA TECHNICAL COLLEGE 700 WEST STATE ST. MILWAUKEE, WI 53233	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	4,000.
MILWAUKEE SCHOOL OF ENGINEERING 1025 NORTH BROADWAY MILWAUKEE, WI 53202	NONE	INDIVIDUAL	COLLEGE SCHOLARSHIP	12,000.
Total from continuation sheets				

223631
05-01-12

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
11	BUILDINGS	03/31/11	SL	40.00		16	735,000.				735,000.	29,094.		18,375.	47,469.
12	BUILDING IMPROVEMENTS	03/31/12	SL	10.00		16	11,998.				11,998.	1,200.		900.	2,100.
13	LAND	03/31/11	L				381,000.				381,000.			0.	
14	HERITAGE CENTER	12/30/12	SL	40.00		16	534,607.				534,607.			0.	
15	EQUIPMENT	03/31/11	SL	5.00		16	40,000.				40,000.	12,666.		8,000.	20,666.
16	FURNITURE & FIXTURES	03/31/11	SL	10.00		16	25,000.				25,000.	3,958.		2,500.	6,458.
	* TOTAL 990-PF PG 1 DEPR						1,727,605.				1,727,605.	46,918.		29,775.	76,693.

228111
05-01-12

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BMO HARRIS TRUST	1,609,707.	227,814.	1,381,893.
TOTAL TO FM 990-PF, PART I, LN 4	1,609,707.	227,814.	1,381,893.

FORM 990-PF	RENTAL INCOME	STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
HOUSING OBTAINED FROM ESTATE	1	12,000.
TOTAL TO FORM 990-PF, PART I, LINE 5A		12,000.

FORM 990-PF	RENTAL EXPENSES	STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
MAINTENANCE		2,132.	
INSURANCE		222.	
- SUBTOTAL -	1		2,354.
TOTAL RENTAL EXPENSES			2,354.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			9,646.

FORM 990-PF	ACCOUNTING FEES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SMITH & GESTELAND LLP	7,937.	0.	0.	7,937.
TO FORM 990-PF, PG 1, LN 16B	7,937.	0.	0.	7,937.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BMO/SCOUT ADVISOR FEES	28,105.	28,105.	0.	0.
CURRENCY CONVERSION	2,928.	2,928.	0.	0.
BMO TRUST MANAGEMENT	237,898.	237,898.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	268,931.	268,931.	0.	0.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES 2012	59,767.	0.	0.	0.
FOREIGN TAXES	19,641.	19,641.	0.	0.
INVESTMENT BUILDING-PROPERTY TAXES	8,021.	8,021.	0.	0.
TO FORM 990-PF, PG 1, LN 18	87,429.	27,662.	0.	0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MAINTENANCE	112,982.	0.	0.	115,560.
INSURANCE	13,057.	0.	0.	10,815.
ASSOCIATION OF SMALL FOUNDATIONS	695.	0.	0.	695.
BANK CHARGES, FILING FEES, NOTICE FEES AND SUPPLIES	320.	0.	0.	320.
SUPPLIES	18,424.	0.	0.	16,733.
SCHOLARSHIP PROGRAM FEES	6,102.	0.	0.	6,102.
MISC. HERITAGE CENTER	7,862.	0.	0.	7,914.
OTHER MISCELLANEOUS ITEMS	6,820.	0.	0.	6,820.
MAINTENANCE	2,132.	2,132.		0.
INSURANCE	222.	222.		0.
TO FORM 990-PF, PG 1, LN 23	168,616.	2,354.		164,959.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT BONDS	X		8,200,036.	8,353,293.
MUNICIPAL BONDS		X	395,102.	417,843.
MARKETABLE CDS	X		1,114,002.	1,150,063.
TOTAL U.S. GOVERNMENT OBLIGATIONS			9,314,038.	9,503,356.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			395,102.	417,843.
TOTAL TO FORM 990-PF, PART II, LINE 10A			9,709,140.	9,921,199.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PERKINS SMALL CAP VALUE FUND CLASS 1 #1165	2,045,000.	1,949,418.
LAZARD EMERGING MARKETS PORTFOLIO-IN #638	985,342.	1,088,596.
T. ROWE PRICE MID-CAP GROWTH FD INC COM	1,600,000.	1,683,356.
I SHARES INC. MSGI JAPAN INDEX	0.	0.
SEE ATTACHED DETAIL	27,331,525.	31,830,531.
HENKEL AG & CO	55,620.	73,722.
BANKCOLUMBIA	26,032.	27,231.
TOTAL TO FORM 990-PF, PART II, LINE 10B	32,043,519.	36,652,854.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED DETAIL	5,631,374.	5,910,175.
SEE ATTACHED DETAIL	918,092.	965,770.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,549,466.	6,875,945.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDINGS	735,000.	47,469.	687,531.
BUILDING IMPROVEMENTS	11,998.	2,100.	9,898.
LAND	381,000.	0.	381,000.
HERITAGE CENTER	534,607.	0.	534,607.
EQUIPMENT	40,000.	20,666.	19,334.
FURNITURE & FIXTURES	25,000.	6,458.	18,542.
TOTAL TO FM 990-PF, PART II, LN 14	1,727,605.	76,693.	1,650,912.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTIFACTS AND COLLECTIBLES	419,217.	419,217.	419,217.
TO FORM 990-PF, PART II, LINE 15	419,217.	419,217.	419,217.

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
MONEY MARKET FUNDS					
2,498,031.640	BMO PRIME MONEY MARKET CL I #90	2,498,031.64	2,498,031.64	0.09	2,148
	TOTAL MONEY MARKET FUNDS	2,498,031.64	2,498,031.64	0.09	2,148
BONDS					
GOVERNMENT BONDS					
300,000	US TREASURY NOTE 2.125% DTD 05/31/2010 DUE 05/31/2015	303,328.66	313,056.00	2.04	6,375
185,000	US TREASURY NOTE 4.500% DTD 11/15/05 DUE 11/15/2015	175,515.63	206,883.65	4.02	8,325
200,000	US TREASURY NOTE 2.125% DTD 12/31/2010 DUE 12/31/2015	201,189.71	210,486.00	2.02	4,250
150,000	US TREASURY NOTE 5.125% DTD 05/15/06 DUE 05/15/2016	148,579.33	173,461.50	4.43	7,687
135,000	US TREASURY NOTE 0.625% DTD 05/31/2012 DUE 05/31/2017	134,225.26	135,232.20	0.62	843
115,000	US TREASURY NOTE 1.875% DTD 10/31/2010 DUE 10/31/2017	113,450.65	121,496.35	1.77	2,156
100,000	US TREASURY NOTE 3.500% DTD 02/15/08 DUE 02/15/2018	100,464.48	113,883.00	3.07	3,500
200,000	US TREASURY NOTE 2.375% DTD 05/31/2011 DUE 05/31/2018	200,410.68	216,720.00	2.19	4,750
585,000	US TREASURY NOTE 1.375% DTD 09/30/2011 DUE 09/30/2018	577,627.54	601,456.05	1.34	8,043

BMO Financial Group
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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
175,000	FINANCING CORP PRINCIPAL FICO STRIPS SER 13 PRIN PMT ON 9.60% 2018 BD DTD 01/03/1989 DUE 12/27/2018	162,312.50	161,255.50	0.00	NOT AVAIL
200,000	US TREASURY NOTE 1.25% DTD 01/31/2012 DUE 01/31/2019	199,117.99	203,658.00	1.23	2,500
300,000	US TREASURY NOTE 1.50% DTD 04/02/2012 DUE 03/31/2019	302,529.60	309,471.00	1.45	4,500
200,000	US TREASURY NOTE 1.00% DTD 08/31/2012 DUE 08/31/2019	197,797.67	198,860.00	1.01	2,000
375,000	US TREASURY NOTE 1.00% DTD 09/30/2012 DUE 09/30/2019	370,507.35	372,483.75	1.01	3,750
200,000	US TREASURY NOTE 3.50% DTD 05/15/2010 DUE 05/15/2020	204,240.74	232,236.00	3.01	7,000
15,059.910	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #J03500 6.000% DTD 09/01/06 DUE 10/01/2021 IPD14	15,917.85	16,556.87	5.46	903
100,000	US TREASURY NOTE 2.00% DTD 02/15/2012 DUE 02/15/2022	99,742.58	103,430.00	1.93	2,000
425,000	US TREASURY NOTE 1.625% DTD 08/15/2012 DUE 08/15/2022	421,976.31	422,280.00	1.64	6,906
10,323.480	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #C90675 5.000% DTD 05/01/03 DUE 05/01/2023 IPD14	11,499.31	11,108.68	4.65	516
8,909.190	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #C90690 5.000% DTD 07/01/2003 DUE 07/01/2023 IPD14	9,957.41	9,586.82	4.65	445

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
9,991.960	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #C90706 5.000% DTD 09/01/03 DUE 09/01/2023 IPD14	11,133.65	10,751.95	4.65	499
8,085.130	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #C90823 5.000% DTD 04/01/2004 DUE 04/01/2024 IPD14	9,001.78	8,826.46	4.58	404
109,471.090	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AQ5325 2.500% DTD 11/01/2012 DUE 11/01/2027 IPD24	114,585.44	114,557.12	2.39	2,736
1,548.390	GNMA II GTD PASS THRU CTF POOL #2659 7.000% DTD 10/01/98 DUE 10/20/2028	5,095.90	1,851.75	5.85	108
497.850	GNMA GTD PASS THRU CTF POOL #511734 7.500% DTD 10/01/00 DUE 10/15/2030	1,665.04	548.66	6.81	37
136,309.580	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #MA1107 3.500% DTD 06/01/12 DUE 07/01/2032 IPD24	144,462.08	145,739.48	3.27	4,770
172,996.410	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AP6360 3.000% DTD 09/01/2012 DUE 09/01/2032 IPD24	183,387.03	182,673.83	2.84	5,189
1,188.790	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2640 CL WA 3.50% DTD 07/01/2003 DUE 03/15/2033 IPD14	69.73	1,209.73	3.44	41
6,634.940	FEDERAL NATL MTG ASSN GTD REMIC PASSTHRU TR 3.25% DTD 06/01/2003 DUE 07/25/2033 IPD24	3,300.52	6,963.18	3.10	215
3,382.650	FEDERAL NATL MTG ASSN GTD REMIC PASSTHRU TR 3.50% DTD 06/01/2003 DUE 07/25/2033 IPD24	1,396.66	3,560.11	3.33	118

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
7,339.700	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A13480 5.500% DTD 09/01/03 DUE 09/01/2033 IPD14	7,913.34	7,986.25	5.05	403
172,334.940	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #725423 5.500% DTD 04/01/04 DUE 05/01/2034 IPD24	195,692.19	189,401.27	5.00	9,478
3,258.030	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #789344 5.500% DTD 06/01/04 DUE 07/01/2034 IPD24	3,367.35	3,637.17	4.93	179
128,715.320	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G01805 4.500% DTD 03/01/05 DUE 04/01/2035 IPD14	139,845.26	139,236.51	4.16	5,792
60,293.280	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A46987 5.500% DTD 09/01/2005 DUE 07/01/2035 IPD14	66,887.32	65,604.52	5.05	3,316
199,403.130	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #735925 5.000% DTD 09/01/2005 DUE 10/01/2035 IPD24	225,104.68	215,965.55	4.62	9,970
134,365.160	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #995112 5.500% DTD 11/01/08 DUE 07/01/2036 IPD24	151,568.64	146,999.52	5.03	7,390
193,966.720	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G02667 5.000% DTD 02/01/2007 DUE 01/01/2037 IPD14	218,670.18	209,447.20	4.63	9,698
68,116.910	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #889893 5.500% DTD 09/01/2008 DUE 08/01/2037 IPD24	77,291.37	74,436.80	5.03	3,746

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
92,042.360	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #889579 6.000% DTD 05/01/08 DUE 05/01/2038 IPD24	107,401.70	100,804.79	5.48	5,522
177,657.730	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AE0103 6.000% DTD 06/01/2010 DUE 05/01/2039 IPD24	204,758.76	196,006.22	5.44	10,659
119,345.240	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A90019 5.000% DTD 11/01/2009 DUE 12/01/2039 IPD14	131,120.93	128,422.64	4.65	5,967
33,314.170	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A91161 4.500% DTD 02/01/2010 DUE 02/01/2040 IPD14	36,115.28	35,874.03	4.18	1,499
34,753.960	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A91259 4.500% DTD 02/01/2010 DUE 02/01/2040 IPD14	37,599.42	37,424.45	4.18	1,563
125,432.060	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A93093 4.500% DTD 07/01/10 DUE 07/01/2040 IPD14	137,245.04	138,401.74	4.08	5,644
75,864.100	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AE0313 4.500% DTD 08/01/2010 DUE 09/01/2040 IPD24	82,257.07	81,948.40	4.17	3,413
131,280.670	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A95083 4.000% DTD 11/01/2010 DUE 11/01/2040 IPD14	133,239.14	142,652.20	3.68	5,251
118,714.500	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AE4680 4.000% DTD 10/01/2010 DUE 11/01/2040 IPD24	126,691.98	127,387.78	3.73	4,748

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
168,978.470	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #A95289 4.000% DTD 12/01/2010 DUE 12/01/2040 IPD14	178,255.87	183,615.39	3.68	6,759
61,902.120	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AH2367 4.000% DTD 12/01/2010 DUE 01/01/2041 IPD24	66,579.79	66,424.69	3.73	2,476
126,154.780	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AH4404 4.000% DTD 01/01/2011 DUE 01/01/2041 IPD24	134,786.45	135,371.65	3.73	5,046
47,535.190	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G06252 4.000% DTD 02/01/2011 DUE 02/01/2041 IPD14	50,117.76	51,652.69	3.68	1,901
18,281.470	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AJ5302 4.000% DTD 11/01/2011 DUE 11/01/2041 IPD24	19,698.27	19,622.78	3.73	731
151,834.070	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #C03805 3.500% DTD 04/01/2012 DUE 04/01/2042 IPD14	157,609.03	163,482.78	3.25	5,314
400,000	US TREASURY BOND 3.00% DTD 05/15/2012 DUE 05/15/2042	418,708.71	407,564.00	2.94	12,000
398,301.100	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #C09004 3.500% DTD 07/01/2012 DUE 07/01/2042 IPD14	417,136.42	424,752.28	3.28	13,940
129,595.320	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AB6617 3.500% DTD 10/01/2012 DUE 10/01/2042 IPD24	138,763.01	138,560.72	3.27	4,535
104,832.790	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AB7272 3.000% DTD 11/01/2012 DUE 12/01/2042 IPD24	111,122.76	110,324.98	2.85	3,144

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
	TOTAL GOVERNMENT BONDS	8,200,036.80	8,353,292.64	2.88	240,650
CORPORATE BONDS					
10,000	PRUDENTIAL FINL INC MEDIUM TERM NTS TRANCHE # TR 00002 4.50% DTD 07/07/2003 DUE 07/15/2013	9,565.20	10,199.30	4.41	450
25,000	ROPER INDS INC NEW 6.625% DTD 08/04/2008 DUE 08/15/2013 CALLABLE	24,994.00	25,890.50	6.40	1,656
100,000	AMERICAN EXPRESS CR CORP MEDIUM TERM NTS TRANCHE # TR 00071 7.30% DTD 08/20/2008 DUE 08/20/2013	105,292.00	104,296.00	7.00	7,300
100,000	XEROX CORP SR NT FLT VAR RATE DTD 03/15/2012 DUE 09/13/2013 NON-CALLABLE	100,000.00	100,656.00	1.70	1,710
15,000	BANK AMER FDG CORP SR NT FLT VAR RATE DTD 02/02/2011 DUE 01/30/2014 NON-CALLABLE	15,000.00	15,125.25	1.72	259
140,000	VERIZON WIRELESS CAP LLC SR NT 5.55% DTD 08/01/2009 DUE 02/01/2014 CALLABLE	149,690.80	146,963.60	5.29	7,770
20,000	CME GROUP INC NT 5.75% DTD 02/09/2009 DUE 02/15/2014 CALLABLE	19,967.80	21,121.00	5.44	1,150
500,000	NATIONAL RURAL UTILS COOP FIN CORP COLL TR BD 4.75% DTD 02/25/2004 DUE 03/01/2014 CALLABLE	498,815.00	524,025.00	4.53	23,750

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
15,000	VERIZON COMMUNICATIONS INC NT FLTG RATE DTD 03/28/2011 DUE 03/28/2014	15,000.00	15,088.80	0.91	138
15,000	BB&T CORPORATION SR NT A 2.05% DTD 04/28/2011 DUE 04/28/2014 CALLABLE	14,993.10	15,283.50	2.01	307
105,000	ANHEUSER BUSCH INBEV WORLDWIDE GTD NT 1.50% DTD 07/14/2011 DUE 07/14/2014 CALLABLE	104,996.85	106,516.20	1.48	1,575
15,000	WELLS FARGO CO MTN SR NT 3.75% DTD 10/01/2009 DUE 10/01/2014 NON-CALLABLE	14,975.55	15,815.70	3.56	562
95,000	ALLIANT ENERGY CORP SR NT 4.00% DTD 10/02/2009 DUE 10/15/2014 CALLABLE	97,997.25	100,109.10	3.80	3,800
145,000	AMGEN INC SR NT 1.875% DTD 11/10/2011 DUE 11/15/2014 CALLABLE	144,969.55	148,287.15	1.83	2,718
155,000	TOYOTA MTR CR CORP MEDIUM TERM NTS 1.25% DTD 11/17/2011 DUE 11/17/2014	154,659.00	157,190.15	1.23	1,937
125,000	DEERE JOHN CAP CORP MTNS SR NT 1.25% DTD 12/02/2011 DUE 12/02/2014 NON-CALLABLE	124,838.75	126,661.25	1.23	1,562
15,000	BERKSHIRE HATHAWAY INC DEL SR NT 3.20% DTD 02/11/2010 DUE 02/11/2015 CALLABLE	15,054.15	15,791.70	3.04	480
15,000	DOW CHEM CO SR NT 5.90% DTD 08/07/2009 DUE 02/15/2015 CALLABLE	15,784.65	16,548.45	5.35	885

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STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
20,000	GATX CORP SR NT 4.75% DTD 02/05/2010 DUE 05/15/2015 CALLABLE	19,841.60	21,369.80	4.45	950
15,000	APPALACHIAN PWR CO SR NT 3.40% DTD 05/24/2010 DUE 05/24/2015 CALLABLE	14,959.05	15,848.25	3.22	510
15,000	ENTERGY CORP NEW SR NT 3.625% DTD 09/16/2010 DUE 09/15/2015 CALLABLE	14,988.45	15,697.35	3.46	543
125,000	MEDCO HEALTH SOLUTIONS INC SR NT 2.75% DTD 09/10/2010 DUE 09/15/2015 CALLABLE	128,337.50	130,297.50	2.64	3,437
55,000	CITIGROUP INC SR NT 3.953% DTD 06/15/2011 DUE 06/15/2016 NON-CALLABLE	54,638.65	59,199.80	3.67	2,174
20,000	COMCAST CORP NEW NT 4.95% DTD 06/09/2005 DUE 06/15/2016 CALLABLE	19,920.80	22,544.40	4.39	990
15,000	WELLS FARGO & CO NEW NT STEP CPN DTD 09/15/2010 DUE 06/15/2016	15,075.45	16,216.50	3.40	551
20,000	CRH AMER INC NT 6.00% DTD 09/14/2006 DUE 09/30/2016 CALLABLE	20,282.70	22,472.60	5.34	1,200
130,000	GENERAL ELEC CAP CORP MTN NT 3.35% DTD 10/17/2011 DUE 10/17/2016 NON-CALLABLE	129,845.30	139,540.70	3.12	4,355

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

A

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
110,000	U S BANCORP MTNS BK ENT SR NT 2.20% DTD 11/03/2011 DUE 11/15/2016 CALLABLE	109,718.40	114,610.10	2.11	2,420
100,000	UNITEDHEALTH GROUP INC NT 1.875% DTD 11/10/2011 DUE 11/15/2016	99,118.00	102,979.00	1.82	1,875
165,000	WELLS FARGO & CO NEW MEDIUM TERM SR NTS 2.625% DTD 12/12/2011 DUE 12/15/2016	164,577.60	174,136.05	2.49	4,331
10,000	SOUTHWESTERN ELEC PWR CO SR NT SER E 5.55% DTD 01/11/2007 DUE 01/15/2017 CALLABLE	10,406.90	11,279.50	4.92	555
105,000	AMERICAN EXPRESS CR CORP MTNBE SR NT 2.375% DTD 03/26/2012 DUE 03/24/2017 NON-CALLABLE	104,715.45	109,863.60	2.27	2,493
70,000	DUKE ENERGY CORP NEW SR NT 1.625% DTD 08/16/2012 DUE 08/15/2017 CALLABLE	69,769.70	70,182.70	1.62	1,137
110,000	HEWLETT PACKARD CO GLBL NT 2.60% DTD 03/12/2012 DUE 09/15/2017 CALLABLE	109,983.50	107,157.60	2.67	2,860
105,000	AMAZON COM INC SR NT 1.20% DTD 11/29/2012 DUE 11/29/2017 CALLABLE	104,488.65	104,422.50	1.21	1,260
70,000	THERMO FISHER SCIENTIFIC INC SR NT 1.85% DTD 08/22/2012 DUE 01/15/2018 CALLABLE	69,989.50	70,958.30	1.83	1,295
20,000	ENTERGY GULF STS LA LLC 1ST MTG BD 6.00% DTD 11/01/2008 DUE 05/01/2018 CALLABLE	21,967.60	23,727.40	5.06	1,200

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
20,000	REINSURANCE GROUP AMER INC 6.45% DTD 11/06/2009 DUE 11/15/2019	19,966.00	23,318.60	5.53	1,290
15,000	TD AMERITRADE HLDG CORP SR NT 5.60% DTD 11/25/2009 DUE 12/01/2019 CALLABLE	15,215.90	17,802.30	4.72	840
10,000	GOLDMAN SACHS GROUP INC MEDIUM TERM NTS TRANCHE # TR 00580 5.375% DTD 03/08/2010 DUE 03/15/2020	9,286.40	11,460.30	4.69	537
250,000	SCHWAB CHARLES CORP NEW SR NT 4.45% DTD 07/22/2010 DUE 07/22/2020 CALLABLE	252,177.50	282,515.00	3.94	11,125
250,000	GENERAL ELEC CAP CORP MTN SR NT A 4.625% DTD 01/07/2011 DUE 01/07/2021 NON-CALLABLE	247,967.50	283,575.00	4.08	11,562
100,000	TIME WARNER INC NT 4.75% DTD 04/01/2011 DUE 03/29/2021 CALLABLE	102,294.00	114,921.00	4.13	4,750
25,000	WELLS FARGO & CO NEW MEDIUM TERM SR NTS TRANCHE # SR 00116 4.60% DTD 03/29/2011 DUE 04/01/2021	24,948.25	28,756.00	4.00	1,150
105,000	GENERAL DYNAMICS CORP NT 3.875% DTD 07/12/2011 DUE 07/15/2021 CALLABLE	104,826.75	117,781.65	3.45	4,068
95,000	GILEAD SCIENCES INC SR NT 4.40% DTD 12/13/2011 DUE 12/01/2021 CALLABLE	94,781.50	108,296.20	3.86	4,180
110,000	JPMORGAN CHASE & CO SR NT 3.25% DTD 09/24/2012 DUE 09/23/2022	109,331.20	113,275.80	3.16	3,575

BMO Financial Group

BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
150,000	GENERAL ELEC CO NT 2.70% DTD 10/09/2012 DUE 10/09/2022	149,647.50	152,896.50	2.65	4,050
145,000	ORACLE CORP SR NT 2.50% DTD 10/25/2012 DUE 10/15/2022 NON-CALLABLE	144,823.10	146,306.45	2.48	3,625
140,000	INTEL CORP SR NT 2.70% DTD 12/11/2012 DUE 12/15/2022 CALLABLE	139,402.20	139,804.00	2.70	3,780
20,000	BELLSOUTH TELECOMMUNICATIONS NT 6.375% DTD 06/04/1998 DUE 06/01/2028	21,228.60	23,951.40	5.32	1,275
25,000	GENERAL ELEC CAPITAL CORP MED TERM NTS 5.875% DTD 01/14/2008 DUE 01/14/2038	24,591.00	30,156.25	4.87	1,468
20,000	PUGET SOUND ENERGY INC SR NT 5.638% DTD 03/25/2011 DUE 04/15/2041 CALLABLE	19,999.00	25,222.60	4.47	1,127
60,000	DEVON ENERGY CORP NEW SR NT 5.60% DTD 07/12/2011 DUE 07/15/2041 CALLABLE	64,149.00	71,271.00	4.71	3,360
95,000	AT&T INC GLBL NT 5.55% DTD 08/18/2011 DUE 08/15/2041 CALLABLE	94,369.20	114,011.40	4.62	5,272
120,000	NEWMONT MINING CORP SR NT 4.875% DTD 03/08/2012 DUE 03/15/2042 CALLABLE	118,970.40	123,589.20	4.73	5,850
160,000	WELLPOINT INC SR NT 4.625% DTD 05/07/2012 DUE 05/15/2042 CALLABLE	158,867.20	165,251.20	4.48	7,400

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

A

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
65,000	COMCAST CORP NEW NT 4.65% DTD 07/02/2012 DUE 07/15/2042 CALLABLE	64,946.70	68,513.90	4.41	3,022
114,873.770	SEQUOIA MTG TR 2012-3 MTG PASSTHRU CTF CL A-1 3.50% DTD 06/01/2012 DUE 07/25/2042 IPD24	118,389.40	121,198.15	3.32	4,020
110,000	DUKE ENERGY CAROLINAS LLC 1ST MTG BD 4.00% DTD 09/21/2012 DUE 09/30/2042 CALLABLE	109,124.40	110,873.40	3.97	4,400
105,000	WFRBS COML MTG TR SER 2012 C8 CL A 3 3.001% DTD 08/01/2012 DUE 08/17/2045 IPD16	107,096.12	109,673.13	2.87	3,151
85,000	COMM 2012-CCRE4 MTG TR MTG PASS THRU CTF CL A-3 2.853% DTD 11/01/2012 DUE 10/15/2045 IPD14	87,124.12	87,324.50	2.78	2,425
20,000	COBALT CMBS MTG TR SER 2007 C3 CL A 4 FLTG RATE DTD 08/01/2007 DUE 05/17/2046 IPD14	18,964.06	23,567.38	4.92	1,160
133,609.460	BANC AMER CMBS SER 2007 1 CL A AB 5.422% DTD 02/01/2007 DUE 01/15/2049 IPD14	142,568.53	140,815.82	5.14	7,244
20,000	JP MORGAN CHASE SER 2007 CIBC20 CL A 3 5.819% DTD 09/01/2007 DUE 02/12/2051 IPD11	21,113.28	20,867.66	5.58	1,163
123,197.080	JP MORGAN CHASE SER 2007 CIBC20 CL A SB 5.688% DTD 09/01/2007 DUE 02/12/2051 IPD11	135,986.63	135,106.54	5.19	7,007
	TOTAL CORPORATE BONDS	5,631,373.89	5,910,174.63	3.49	206,021

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
MUNICIPAL BONDS					
10,000	ILLINOIS ST GO BDS SERIES TAXABLE 4.421% DTD 01/15/2010 DUE 01/01/2015 CALLABLE	10,000.00	10,601.50	4.17	442
20,000	CALIFORNIA ST GO BDS TAXABLE 5.75% DTD 04/01/2010 DUE 03/01/2017 CALLABLE	20,102.00	22,940.40	5.01	1,150
365,000	OKLAHOMA HSG FIN AGY SINGLE FA REV BDS 2009A 3.90% DTD 05/06/2009 DUE 09/01/2018 NON-CALLABLE	365,000.00	384,301.20	3.70	14,235
TOTAL MUNICIPAL BONDS		395,102.00	417,843.10	3.79	15,827
MARKETABLE CDS					
95,000	BANK HAPOALIM B M NEW YORK BRH CTF DEP 3.75% DTD 02/19/2008 DUE 02/19/2013	93,001.66	95,401.85	3.73	3,562
75,000	GE CAP FINL INC RETAIL CTF DEP 2.55% DTD 08/13/2009 DUE 08/13/2013	75,000.00	75,954.00	2.52	1,912
95,000	WACHOVIA BK FSB HOUSTON TEX CTF DEP 5.05% DTD 09/12/2008 DUE 09/12/2013	95,000.00	97,890.85	4.90	4,797
98,000	AMERICAN EXPRESS BK CENTURION CTF DEP 4.75% DTD 12/24/2008 DUE 12/24/2013 NON-CALLABLE	98,000.00	101,927.84	4.57	4,655
95,000	CAPMARK BK MIDVALE UTAH CTF DEP 3.50% DTD 01/28/2009 DUE 01/28/2014 NON-CALLABLE	95,000.00	97,890.85	3.40	3,325

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
95,000	AMERICAN EXPRESS BK FSB UTAH CTF DEP 3.50% DTD 03/04/2009 DUE 03/04/2014 NON-CALLABLE	95,000.00	98,106.50	3.39	3,325
98,000	GOLDMAN SACHS BK USA NY CTF DEP 3.25% DTD 04/08/2009 DUE 04/08/2014 NON-CALLABLE	98,000.00	101,113.46	3.15	3,185
95,000	BMW BK NORTH AMER UTAH CTF DEP 3.70% DTD 06/18/2009 DUE 06/18/2014 NON-CALLABLE	95,000.00	98,990.95	3.55	3,515
75,000	BARCLAYS BK DEL RETAIL CTF DEP 3.15% DTD 08/19/2009 DUE 08/19/2014	75,000.00	77,887.50	3.03	2,362
95,000	CRYSTAL LAKE BK & TR CO ILL CTF DEP 2.75% DTD 02/12/2010 DUE 02/12/2015 NON-CALLABLE	95,000.00	98,893.10	2.64	2,612
100,000	BMW BK NORTH AMER UTAH CTF DEP 2.35% DTD 08/13/2010 DUE 08/13/2015 NON-CALLABLE	100,000.00	103,539.00	2.27	2,350
100,000	FIRST NATL BK IN ORD NEB CTF DEP 1.75% DTD 11/16/2010 DUE 11/16/2015 NON-CALLABLE	100,000.00	102,467.00	1.71	1,750
TOTAL MARKETABLE CDS		1,114,001.66			37,350
TOTAL BONDS		15,340,514.35	15,831,373.27	3.16	499,848

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
OTHER BONDS & FIXED INCOME					
15,000	ARCELORMITTAL SA LUXEMBOURG NT 5.375% DTD 05/27/2008 DUE 06/01/2013 CALLABLE	15,020.10	15,150.60	5.32	806
20,000	THOMSON REUTERS CORP NT 5.95% DTD 06/20/2008 DUE 07/15/2013 CALLABLE	19,899.60	20,562.60	5.79	1,190
15,000	VODAFONE GROUP PLC NEW NT 5.00% DTD 09/22/2003 DUE 12/16/2013 CALLABLE	15,482.55	15,641.10	4.80	750
100,000	STATE BK INDIA CHICAGO ILL CTF DEP 1.85% DTD 09/17/2010 DUE 09/17/2014 NON-CALLABLE	100,000.00	102,066.00	1.81	1,850
25,000	ONTARIO PROV CDA BD 2.95% DTD 02/05/2010 DUE 02/05/2015 NON-CALLABLE	24,971.25	26,276.25	2.81	737
75,000	SVENSKA HANDELSBANKEN AB PUBL MEDIUM TERM NTS TRANCHE # TR 1 3.125% DTD 07/12/2011 DUE 07/12/2016	74,993.25	79,582.50	2.95	2,343
110,000	ROYAL BK OF CDA BD CDS SR NT 2.30% DTD 07/20/2011 DUE 07/20/2016 NON-CALLABLE	109,932.90	114,634.30	2.21	2,530
130,000	TORONTO DOMINION BANK SR NT 2.375% DTD 10/19/2011 DUE 10/19/2016 NON-CALLABLE	129,277.20	136,607.90	2.26	3,087
120,000	STATOIL ASA NT 1.80% DTD 11/23/2011 DUE 11/23/2016 CALLABLE	119,805.60	123,392.40	1.75	2,160

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
25,000	INGERSOLL RAND FINL CORP INTER NT 6.875% DTD 08/15/2008 DUE 08/15/2018 CALLABLE	24,964.25	30,527.25	5.63	1,718
85,000	TECK RESOURCES LTD NT 4.75% DTD 07/05/2011 DUE 01/15/2022 CALLABLE	84,866.55	93,540.80	4.32	4,037
110,000	GLAXOSMITHKLINE CAP PLC GTD SR 2.85% DTD 05/09/2012 DUE 05/08/2022 CALLABLE	109,252.00	114,251.50	2.74	3,135
90,000	TELEFONAKTIEBOLAGET LM ERICSS SR NT 4.125% DTD 05/09/2012 DUE 05/15/2022 CALLABLE	89,626.50	93,537.00	3.97	3,712
	TOTAL OTHER BONDS & FIXED INCOME	918,091.75	965,770.20	2.91	28,055
EQUITY FUNDS					
EQUITY MUTUAL FUNDS					
92,608.953	PERKINS SMALL CAP VALUE FUND CLASS I #1165	2,045,000.01	1,949,418.46	1.53	29,912
55,711.150	LAZARD EMERGING MARKETS EQUITY PORT - INSTL #638	985,342.09	1,088,595.87	1.82	19,833
29,809.745	T ROWE PRICE MID-CAP GROWTH FUND #64	1,600,000.00	1,683,356.30	0.00	0
	TOTAL EQUITY MUTUAL FUNDS	4,630,342.10	4,721,370.63	1.05	49,745
	TOTAL EQUITY FUNDS	4,630,342.10	4,721,370.63	1.05	49,745

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
COMMON STOCKS					
962	AMDOCS LTD COM	26,167.25	32,698.38	1.53	500
1,460	AXIS CAPITAL HOLDINGS LTD	42,166.41	50,574.40	2.89	1,460
828	ACCENTURE PLC CLASS A ORDINARY SHARES	48,364.14	55,062.00	2.44	1,341
3,237	EATON CORP PLC SHS	168,018.42	175,380.66	2.81	4,920
2,424	INVESCO LTD	47,370.31	63,242.16	2.64	1,672
1,063	JAZZ PHARMACEUTICALS PLC	49,432.88	56,604.86	0.00	0
517	PARTNERRE LTD COM	29,543.30	41,613.33	3.08	1,282
974	SEAGATE TECHNOLOGY PLC SHS	9,866.49	29,629.08	5.00	1,480
4,233	VELTI PLC ST HELIER SHS	43,191.67	19,048.50	0.00	0
1,254	ACE LTD NPV	74,243.66	100,069.20	2.46	2,457
1,518	FOSTER WHEELER AG COM	35,028.84	36,917.76	0.00	0
1,665	CAESARSTONE SDOT YAM LTD ORD SHS	18,362.55	26,618.19	0.00	0
455	CHECK POINT SOFTWARE TECH COM	21,537.82	21,676.20	0.00	0
4,260	AVG TECHNOLOGIES N V SHS	48,321.55	67,435.80	0.00	0
1,693	LYONDELLBASELL INDUSTRIES N V SHS A	91,739.76	96,653.37	2.80	2,708
3,783	FLEXTRONICS INTL LTD	22,263.60	23,492.43	0.00	0
348	AAC TECHNOLOGIES HLDGS INC ADR	12,185.64	12,167.47	1.39	169

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
2,861	ABB LTD SPONSORED ADR	55,677.60	59,480.19	3.33	1,982
1,858	AFLAC INC COM	79,171.41	98,696.96	2.64	2,601
19,879	AT&T INC COM	575,719.03	670,121.09	5.34	35,782
1,493	ABIOMED INC COM	32,431.74	20,065.92	0.00	0
6,261	ACACIA RESH CORP AR ACACIA TECHNOLOGIES COM	193,706.50	160,652.25	0.00	0
1,687	ACADIA HEALTHCARE COMPANY INC COM	36,838.94	39,391.45	0.00	0
729	ACI WORLDWIDE INC COM	20,881.51	31,850.01	0.00	0
1,124	ACTUANT CORP CL A NEW	22,903.75	31,370.84	0.14	44
1,103	ADECCO SA ADR	22,888.55	28,943.82	0.00	0
1,702	ADIDAS AG	57,823.66	75,541.57	1.03	776
792	ADVANCE AUTO PTS INC COM	56,185.80	57,301.20	0.33	190
357	ADVISORY BRD CO COM	15,779.23	16,704.03	0.00	0
9,442	ADVANTAGE OIL & GAS LTD COM	32,914.53	30,592.08	0.00	0
1,885	AIR LIQUIDE ADR	42,559.05	47,243.76	1.50	710
3,772	AKORN INC COM	34,778.68	50,393.92	0.00	0
6,570	ALLIANZ SOCIETAS EUROPAEA SE SPONSORED ADR REPSTG 1/10 SH	73,485.99	90,777.69	3.10	2,818
1,000	ALTRA HLDGS INC COM	10,866.63	22,050.00	1.09	240
6,710	ALTRIA GROUP INC COM	177,711.37	210,962.40	5.60	11,809

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
13,993	AMERICAN CAP LTD COM	106,317.05	168,202.86	0.00	0
3,196	AMERICAN ELEC PWR INC COM	122,997.67	136,405.28	4.40	6,008
641	AMERICAN TOWER CORPORATION	48,288.39	49,530.07	1.24	615
1,715	AMERISOURCEBERGEN CORP COM	64,732.20	74,053.70	1.95	1,440
779	AMERIPRISE FINL INC COM	34,042.97	48,788.77	2.87	1,402
5,500	ANADARKO PETE CORP COM	432,204.23	408,705.00	0.48	1,980
6,605	ANGIES LIST INC COM	67,860.29	79,193.95	0.00	0
4,800	APACHE CORP COM	434,214.85	376,800.00	0.87	3,264
224	APPLE INC COM	130,226.76	119,206.73	1.99	2,374
2,168	ARCTIC CAT INC COM	69,996.56	72,389.52	0.00	0
1,973	ARUBA NETWORKS INC COM	41,578.46	40,920.02	0.00	0
1,920	ASPEN TECHNOLOGY INC COM	40,492.08	53,068.80	0.00	0
4,142	AXA SA SPONSORED ADR	65,385.22	72,903.34	4.16	3,031
630	BASF SE SPONSORED ADR	46,017.99	59,096.52	2.57	1,520
1,123	BALL CORP COM	45,157.06	50,254.25	0.89	449
4,936	BANCO BILBAO VIZCAYA ARGENTARIA S A SPONSORED ADR	44,260.31	46,497.12	4.49	2,087
2,848	BANCO SANTANDER CHILE ADR	81,089.20	81,139.52	3.12	2,531
6,576	BARCLAYS PLC ADR	81,096.46	113,896.32	2.18	2,479
922	BAXTER INTL INC COM	50,028.44	61,460.52	2.70	1,659

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
982	BAYER A G SPONSORED ADR	72,483.40	93,072.98	1.65	1,531
959	B/E AEROSPACE INC COM	29,856.26	47,374.60	0.00	0
869	BHP BILLITON LTD SPONSORED ADR	64,677.94	68,146.98	2.86	1,946
148	BIGLARI HLDGS INC COM	49,260.16	57,722.96	0.00	0
423	BLACKROCK INC COM	61,238.50	87,438.33	2.90	2,538
658	BLUE NILE INC COM	24,015.04	25,319.84	0.00	0
4,040	BRISTOL MYERS SQUIBB CO COM	127,076.88	131,663.60	4.30	5,656
234	BRITISH AMERN TOB PLC SPONSORED ADR	21,057.10	23,692.50	4.16	985
2,703	BRUKER CORP COM	39,748.50	41,188.04	0.00	0
1,413	CIGNA CORP COM	61,660.02	75,538.98	0.07	56
8,300	CME GROUP INC COM	402,305.80	420,561.00	3.55	14,940
8,174	CMS ENERGY CORP COM	159,705.89	199,282.12	3.94	7,847
2,912	CSL LTD ADR	47,992.22	81,474.85	1.38	1,121
1,132	CANADIAN NAT RES LTD COM	36,884.35	32,680.84	1.47	478
2,668	CARDINAL HEALTH INC COM	107,452.02	109,868.24	2.67	2,934
2,217	CARDTRONICS INC COM	52,768.13	52,631.58	0.00	0
438	CATAMARAN CORP COM	9,866.81	20,629.80	0.00	0
6,000	CELGENE CORP COM	350,623.70	470,820.00	0.00	0
798	CENTENE CORP DEL COM	24,418.51	32,718.00	0.00	0

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
4,719	CENTERPOINT ENERGY INC COM	90,749.65	90,840.75	4.21	3,822
6,456	CENTURYLINK INC COM	226,041.97	252,558.72	7.41	18,722
3,522	CEVA INC COM	78,771.88	55,471.50	0.00	0
2,284	CHEVRON CORP NEW COM	203,529.39	246,991.76	3.33	8,222
1,103	CHICAGO BRDG & IRON CO N V N Y REGISTRY SH	40,873.44	51,124.05	0.43	220
1,753	CHICOS FAS INC COM	26,858.47	32,360.38	1.14	368
1,022	CHUBB CORP COM	70,563.58	76,977.04	2.18	1,676
906	CIMAREX ENERGY CO COM	62,162.95	52,303.38	0.83	434
27,621	CISCO SYS INC COM	441,506.10	542,736.08	2.85	15,467
2,105	COCA-COLA HELLENIC BOTTLING CO S A SPONSORED ADR	39,309.28	49,614.85	0.00	0
1,372	COCA COLA CO COM	44,192.12	49,735.00	2.81	1,399
19,374	COMCAST CORP CL A	411,891.42	723,812.64	1.74	12,593
1,441	COMERICA INC COM	39,812.28	43,719.94	1.98	864
1,228	COMPANHIA DE BEBIDAS PR ADR	39,249.25	51,563.72	2.03	1,045
3,226	COMPASS GROUP PLC SPONSORED ADR NEW	34,932.74	38,018.41	2.61	990
5,749	CONAGRA FOODS INC COM	142,775.98	169,595.50	3.39	5,749
3,735	CONOCOPHILLIPS COM	179,316.43	216,592.65	4.55	9,860
1,786	DTE ENERGY CO COM	88,226.05	107,249.30	4.13	4,429

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
3,164	DARLING INTL INC COM	43,090.18	50,750.56	0.00	0
710	DASSAULT SYS SA ADR COM	54,916.77	78,844.08	0.55	433
444	DAVITA HEALTHCARE PARTNERS INC	29,594.97	49,075.32	0.00	0
2,831	DEXCOM INC COM	31,525.74	38,473.29	0.00	0
319	DIAGEO PLC SPONSORED ADR NEW	36,830.54	37,189.02	2.38	884
4,459	DISCOVER FINL SVCS COM	116,535.26	171,894.45	1.45	2,497
659	DOVER CORP COM	39,973.03	43,302.89	2.13	922
8,600	DU PONT E I DE NEMOURS & CO COM	445,426.25	386,815.10	3.82	14,792
773	EQT CORP COM	39,715.71	45,591.54	1.49	680
2,212	EAST WEST BANCORP INC COM	47,758.09	47,535.88	1.86	884
2,007	EASTMAN CHEM CO COM	72,044.96	136,576.35	1.76	2,408
8,273	EBIX COM INC COM NEW	129,533.54	133,360.76	1.24	1,654
576	ECOPETROL S A SPONSORED ADS	28,827.58	34,369.92	6.64	2,282
1,324	EDISON INTL COM	50,811.40	59,831.56	2.99	1,787
2,233	8X8 INC COM	8,819.48	16,479.54	0.00	0
3,173	ELECTRONIC ARTS INC COM	40,533.44	46,071.96	0.00	0
1,020	ELECTRONICS FOR IMAGING INC COM	14,129.74	19,369.80	0.00	0
848	EMBRAER S A SP ADR REP 4 COM	22,818.12	24,176.48	0.00	0
1,332	EMERITUS CORP COM	19,490.47	32,927.04	0.00	0

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
2,183	ENBRIDGE INC COM	70,855.95	94,567.56	2.93	2,774
624	ESSILOR INTL ADR	23,010.69	31,269.89	0.79	247
935	EXLSERVICE HLDGS INC COM	21,284.52	24,777.50	0.00	0
2,611	FANUC CORPORATION	63,830.02	80,123.76	1.11	892
4,726	FIFTH THIRD BANCORP COM	53,593.09	71,835.20	2.63	1,890
4,838	FIRST NIAGARA FINL GROUP INC NEW COM	42,417.40	38,365.34	4.04	1,548
2,035	FIRSTENERGY CORP COM	89,360.15	84,981.60	5.27	4,477
849	FLUOR CORP NEW COM	45,468.74	49,870.26	1.09	543
10,500	FREEPORT-MCMORAN COPPER & GOLD INC CL B	434,738.41	359,100.00	3.65	13,125
1,580	FRESENIUS MED CARE AKTIENGESELLSCHAFT SPONSORED ADR	54,099.23	54,194.00	0.91	494
677	GEMALTO NV SPONSORED ADR	23,024.31	30,346.53	0.33	100
37,008	GENERAL ELEC CO COM	662,167.25	776,797.92	3.62	28,126
1,372	GENUINE PARTS CO COM	68,723.75	87,231.76	3.11	2,716
7,800	GILEAD SCIENCES INC COM	318,055.26	572,910.00	0.00	0
2,023	GIVAUDAN SA ADR	36,678.00	42,565.94	2.07	882
4,494	GLOBAL EAGLE ACQUISITION CORP COM	44,860.52	44,760.24	0.00	0
700	GOOGLE INC CL A	400,477.70	495,166.00	0.00	0
871	GRACE W R & CO DEL NEW COM	41,902.16	58,557.33	0.00	0

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
2,195	GREAT PLAINS ENERGY INC COM	42,869.89	44,580.45	4.28	1,909
2,838	GRUPO TELEVISA SA DE CV GLOBAL DEP RCPT REP ORD PARTN CTF	59,835.52	75,434.04	0.42	317
1,627	GULFPORT ENERGY CORP COM NEW	36,442.19	62,183.94	0.00	0
936	HMS HLDGS CORP COM	21,833.44	24,261.12	0.00	0
2,429	HSBC HLDGS PLC SPONSORED ADR NEW	106,532.83	128,907.03	4.71	6,072
813	HEALTHCARE SVCS GROUP INC COM	14,794.04	18,885.99	2.84	536
952	HEALTHSOUTH CORP COM NEW	13,451.47	20,096.72	0.00	0
1,414	HEINZ H J CO COM	69,789.54	81,559.52	3.57	2,912
589	HELMERICH & PAYNE INC COM	33,292.34	32,989.89	1.07	353
7,002	HENNES & MAURITZ AB ADR	42,181.64	48,327.80	3.00	1,449
1,826	HEXCEL CORP COM	39,780.30	49,228.96	0.00	0
1,956	HOME DEPOT INC COM	64,805.66	120,978.60	1.88	2,268
2,414	HOMEAWAY INC COM	51,632.83	53,108.00	0.00	0
2,612	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	83,177.57	96,487.28	2.09	2,013
1,154	HONEYWELL INTERNATIONAL INC COM	53,699.59	73,244.38	2.58	1,892
806	HUB GROUP INC CL A	22,048.18	27,081.60	0.00	0
7,613	ICG GROUP INC COM	72,783.57	87,016.59	0.00	0
1,257	ICON PUB LTD CO SPONSORED ADR	30,358.10	34,894.32	0.00	0

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
9,000	ILLUMINA INC COM	443,701.80	500,310.00	0.00	0
959	IMPERIAL OIL LTD COM NEW	37,728.06	41,237.00	1.12	463
3,754	INCONTACT INC COM	19,729.40	19,445.72	0.00	0
3,830	INDUSTRIA DE DISENO TEXTIL IND ADR	67,881.22	106,542.94	1.04	1,110
2,721	INGRAM MICRO INC CL A	44,264.67	46,039.32	0.00	0
1,334	INPHI CORP COM	14,333.35	12,779.72	0.00	0
1,592	INSULET CORP COM	25,848.33	33,782.24	0.00	0
27,202	INTEL CORP COM	609,899.07	560,905.24	4.36	24,481
1,379	INTERDIGITAL INC PA COM	51,111.02	56,663.11	0.97	551
1,434	INTERNATIONAL PAPER CO COM	38,296.84	57,130.56	3.01	1,720
5,473	INTERPUBLIC GROUP COS INC COM	49,191.61	60,312.46	2.18	1,313
1,575	IRON MTN INC PA COM	54,665.97	48,903.75	3.48	1,701
2,274	ISRAEL CHEMICALS LTD ADR	27,368.39	27,206.14	5.14	1,398
773	JGC CORP ADR	43,472.68	47,847.15	1.37	653
2,839	JPMORGAN CHASE & CO COM	90,700.46	124,828.27	2.73	3,406
721	JACOBS ENGR GROUP INC COM	23,817.63	30,692.97	0.00	0
2,498	JOHNSON & JOHNSON COM	155,501.60	175,109.80	3.48	6,095
2,433	KLA-TENCOR CORP COM	99,815.06	116,200.08	3.35	3,892
4,279	KIMBERLY CLARK CORP COM	340,106.31	361,275.97	3.51	12,665

BMO Financial Group

BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
1,396	KOHLS CORP COM	67,788.77	60,000.08	2.98	1,786
2,803	KOMATSU LTD SPONS ADR	67,749.30	70,800.98	1.84	1,303
2,004	KONINKLIJKE AHOLD NV SPONSORED ADR 2007	25,168.30	26,777.45	3.26	873
2,245	KRAFT FOODS GROUP INC COM	100,628.33	102,080.15	4.40	4,490
1,927	KROGER CO COM	42,857.76	50,140.54	2.31	1,156
1,092	KUBOTA CORP SPONS ADR	45,622.59	62,921.04	1.51	952
672	L-3 COMMUNICATIONS HLDGS INC COM	43,461.75	51,488.64	2.61	1,344
1,974	LVMH MOET HENNESSY LOUIS VUITTON ADR	57,708.80	72,246.43	1.52	1,097
1,838	LASALLE HOTEL PPTYS COM SH BEN INT	38,327.34	46,666.82	3.15	1,470
3,552	LEGGETT & PLATT INC COM	72,614.90	96,685.44	4.26	4,120
399	LENNOX INTERNATIONAL INC COM	18,879.24	20,955.48	1.52	319
1,898	LEXMARK INTL INC NEW CL A	44,192.34	44,014.62	5.17	2,277
733	LIBERTY GLOBAL INC COM SER A	25,111.84	46,149.68	0.00	0
3,026	LIBERTY INTERACTIVE CORPORATION	39,810.76	59,551.68	0.00	0
3,278	LILLY ELI & CO COM	124,225.54	161,670.96	3.97	6,424
1,455	LIMITED BRANDS INC COM	56,550.98	68,472.30	2.12	1,455
7,613	LIONS GATE ENTMT CORP COM NEW	96,860.71	124,853.20	0.00	0
1,246	LITHIA MTRS INC CL A COM	23,968.52	46,625.32	1.07	498
1,695	LOCKHEED MARTIN CORP COM	129,917.93	156,431.55	4.98	7,797

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
7,639	LONE PINE RES INC COM	45,226.90	9,395.97	0.00	0
1,064	LORILLARD INC COM	116,953.06	124,136.88	5.31	6,596
1,778	LUXOTTICA GROUP S P A SPONSORED ADR	52,440.83	73,520.30	1.49	1,093
374	MSC INDL DIRECT INC CL A	22,307.62	28,192.12	1.59	448
939	MACERICH CO COM	49,146.67	54,743.70	3.98	2,178
13,020	MACYS INC COM	509,536.41	508,040.40	2.05	10,416
840	MAGNA INTERNATIONAL INC CL A	33,172.57	42,016.80	2.20	924
232	MAGNUM HUNTER RES CORP WT EXP 10/14/2013 --- 232 RESTRICTED ---	.00	6.96	0.00	0
1,690	MANITOWOC CO INC COM	25,869.65	26,499.20	0.51	135
1,092	MANPOWER INC WIS COM	46,902.39	46,344.48	2.03	939
5,066	MARATHON OIL CORP COM	127,447.81	155,323.56	2.22	3,444
1,834	MARATHON PETE CORP COM	59,728.92	115,542.00	2.22	2,567
3,557	MARSH & MCLENNAN COS COM	96,233.26	122,609.79	2.67	3,272
4,815	MATTEL INC COM	126,960.75	176,325.30	3.39	5,970
205	MAXIMUS INC COM	12,112.19	12,960.10	0.57	73
5,000	MCDONALDS CORP COM	412,168.25	441,050.00	3.49	15,400
621	MEDNAX INC COM	39,037.79	49,381.92	0.00	0
1,914	MEDTRONIC INC COM	68,027.39	78,512.28	2.54	1,990

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
5,639	MERCK & CO INC NEW COM	192,416.87	230,860.66	4.20	9,699
1,069	MERCK KGAA ADR	35,034.03	46,899.17	0.99	466
289	METTLER-TOLEDO INTL INC COM	42,124.15	55,863.70	0.00	0
3,019	MICROSOFT CORP COM	75,308.81	80,636.58	3.44	2,777
1,959	MICROSEMI CORP COM	31,027.68	41,217.36	0.00	0
1,882	MONDELEZ INTL INC COM	46,477.23	47,902.92	2.04	978
3,492	MTN GROUP LTD SPONSORED ADR	64,734.53	73,098.04	5.87	4,291
508	MUELLER INDS INC COM	23,359.81	25,415.24	1.00	254
5,729	MUNICH RE GROUP ADR	79,434.75	102,720.97	3.06	3,139
2,813	NYSE EURONEXT COM	74,024.61	88,722.02	3.80	3,375
964	NASPERS LTD SPONSORED ADR REPSTG CL N SHS	49,969.15	61,718.17	0.54	335
1,233	NATIONSTAR MTG HLDGS INC COM	38,670.37	38,198.34	0.00	0
998	NESTLE S A SPONSORED ADR REPSTG REG SH	57,789.04	64,981.78	2.72	1,768
1,354	NETAPP INC COM	49,461.32	45,426.70	0.00	0
7,400	NEXTERA ENERGY INC COM	440,462.10	512,006.00	3.47	17,760
1,228	NICE SYS LTD SPONSORED ADR SPONSORED ADR	36,846.49	41,113.44	0.00	0
2,185	NITTO DENKO CORP ADR	47,729.27	53,320.56	2.09	1,112
485	NOBLE ENERGY INC COM	37,709.26	49,343.90	0.98	485

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
1,370	NORFOLK SOUTHN CORP COM	89,028.78	84,720.80	3.23	2,740
9,300	NORTHERN TR CORP COM	317,720.55	466,488.00	2.39	11,160
480	NOVARTIS AG SPONSORED ADR	26,168.39	30,384.00	3.33	1,010
248	NOVO-NORDISK A S ADR	33,109.29	40,476.08	1.12	454
1,575	NXSTAGE MEDICAL INC COM	28,132.32	17,718.75	0.00	0
1,034	OCCIDENTAL PETE CORP COM	90,634.00	79,214.74	2.82	2,233
652	OIL STATES INTERNATIONAL INC COM	46,445.76	46,644.08	0.00	0
1,849	ON ASSIGNMENT INC COM	30,211.00	37,497.72	0.00	0
1,194	ONEOK INC NEW COM	39,000.61	51,043.50	3.09	1,576
14,500	ORACLE CORP COM	445,235.29	483,140.00	0.72	3,480
2,919	ORASURE TECHNOLOGIES INC COM	33,021.83	20,958.42	0.00	0
4,848	PDC ENERGY INC COM	111,423.46	161,002.08	0.00	0
2,146	PICO HLDGS INC COM NEW	48,561.50	43,499.42	0.00	0
904	PPG INDS INC COM	67,588.46	122,356.40	1.74	2,133
3,452	PPL CORP COM	95,284.86	98,830.76	5.03	4,970
11,500	PACCAR INC COM	441,775.80	519,915.00	1.77	9,200
1,472	PAREXEL INTL CORP COM	29,354.44	43,556.48	0.00	0
5,647	PEPCO HOLDINGS INC COM	107,159.73	110,737.67	5.51	6,098
672	PEPSICO INC COM	40,311.20	45,984.96	3.14	1,444

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
11,487	PFIZER INC COM	230,150.40	288,085.92	3.83	11,027
2,856	PHILIP MORRIS INTL INC COM	182,479.42	238,875.84	4.07	9,710
4,102	PITNEY BOWES INC COM	80,057.64	43,645.28	14.10	6,153
1,569	PROOFPOINT INC COM	16,878.43	19,314.39	0.00	0
1,504	PRUDENTIAL FINL INC COM	77,589.18	80,208.32	3.00	2,406
3,971	PRUDENTIAL PLC ADR	84,466.63	113,372.05	2.84	3,224
812	PUBLIC STORAGE COM	88,108.80	117,707.52	3.04	3,572
1,840	QEP RES INC COM	48,001.10	55,696.80	0.26	147
264	RACKSPACE HOSTING INC COM	8,639.94	19,607.28	0.00	0
3,339	RECKITT BENCKISER PLC SPONSORED ADR	34,389.44	42,445.37	2.81	1,192
821	REINSURANCE GROUP AMER INC COM NEW	41,296.16	43,939.92	1.79	788
865	RELIANCE STL & ALUM CO COM	33,165.39	53,716.50	1.61	865
1,875	REPUBLIC SVCS INC COM	53,175.22	54,993.75	3.20	1,762
381	RIO TINTO PLC SPONSORED ADR	19,587.78	22,132.29	2.85	630
1,320	ROCHE HLDG LTD SPONSORED ADR	58,101.77	66,335.28	3.07	2,035
718	ROYAL DUTCH SHELL PLC ADR B	48,141.26	50,899.02	4.85	2,469
1,330	RYANAIR HLDGS PLC SPONSORED ADR	37,546.34	45,592.40	0.00	0
302	SBA COMMUNICATIONS CORP COM	10,190.55	21,435.96	0.00	0
1,936	SKF AB SPONSORED ADR PAR S KR 12.50	37,729.74	48,568.43	2.22	1,080

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
8,228	SLM CORP COM	131,128.44	140,945.64	2.92	4,114
1,310	SABMILLER PLC SPONS ADR	45,219.97	60,155.20	1.98	1,188
538	SABRA HEALTH CARE REIT INC COM	4,322.66	11,685.36	6.08	710
8,385	SAFEGUARD SCIENTIFICS INC COM NEW	129,052.13	123,678.75	0.00	0
1,949	SAFEWAY INC COM NEW	35,223.46	35,257.41	3.87	1,364
505	SALIX PHARMACEUTICALS LTD COM	14,928.04	20,438.21	0.00	0
3,047	SANDVIK AB ADR	37,361.05	48,477.77	2.41	1,167
878	SAP AKTIENGESELLSCHAFT SPONSORED ADR	50,189.77	70,573.64	0.84	592
507	SCHLUMBERGER LTD COM	37,722.98	35,134.39	1.59	557
471	SEMPRA ENERGY COM	23,244.26	33,412.74	3.38	1,130
300	SERVICESOURCE INTL LLC COM	2,419.53	1,755.00	0.00	0
543	SIEMENS A G SPONSORED ADR	56,548.74	59,442.21	2.62	1,554
576	SIMON PPTY GROUP INC NEW COM	61,612.79	91,059.84	2.78	2,534
2,068	SINCLAIR BROADCAST GROUP INC CL A	24,876.67	26,098.16	4.75	1,240
917	SMITH & NEPHEW PLC-SPON ADR	43,550.33	50,801.80	1.81	921
756	SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS	40,171.63	43,575.84	1.76	767
2,391	SONIC AUTOMOTIVE INC CL A	28,512.21	49,947.99	0.48	239
793	SOVRAN SELF STORAGE INC COM	31,983.64	49,245.30	3.09	1,522
6,779	SPECTRA ENERGY CORP COM	174,789.95	185,609.02	4.46	8,270

BMO Financial Group

BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
2,061	SPIRIT AEROSYSTEMS HLDGS INC CL A	41,855.45	34,975.17	0.00	0
12,568	STAPLES INC COM	185,690.59	143,275.20	3.86	5,529
3,631	SUMMIT HOTEL PPTYS INC COM	29,943.52	34,494.50	4.74	1,633
2,816	SVENSKA CELLULOSA AKTIEBOLAGET SCA SPONSORED ADR	38,247.14	61,033.98	2.32	1,413
757	SYNGENTA AG SPONSORED ADR	44,567.58	61,165.60	1.79	1,093
1,980	TD AMERITRADE HLDG CORP COM	29,763.28	33,283.80	2.14	712
4,185	TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR	52,327.10	71,814.60	2.32	1,665
3,014	TANGOE INC COM	53,442.37	35,776.18	0.00	0
2,194	TECHNIP NEW SPONSORED ADR	47,650.87	62,796.67	1.49	936
626	THERMO FISHER CORP COM	31,948.92	39,926.28	0.94	375
873	THORATEC CORP COM NEW	27,721.63	32,754.96	0.00	0
722	TIDEWATER INC COM	33,019.26	32,258.96	2.24	722
2,448	TILE SHOP HLDGS INC COM	24,544.06	41,199.84	0.00	0
2,007	TIME WARNER CABLE INC COM	130,401.75	195,060.33	2.30	4,495
273	TOYOTA MTR CORP SPONSORED ADR	25,208.41	25,457.25	1.47	375
1,048	TRIMAS CORP COM NEW	16,366.40	29,352.07	0.00	0
918	TRIUMPH GROUP INC NEW COM	42,948.70	59,945.40	0.25	146
1,595	TUMI HLDGS INC COM	30,495.84	33,255.75	0.00	0

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
4,761	TURKCELL ILETISIM HIZMET ADR	72,837.08	76,842.54	0.00	0
15,238	TURKIYE GARANTI BANKASI A S SPONSORED ADR	63,046.91	79,069.98	1.10	868
14,793	US BANCORP DEL COM NEW	415,389.20	472,488.42	2.44	11,538
4,000	UNIT CORP COM	181,191.22	180,200.00	0.00	0
1,235	UNITED OVERSEAS BK LTD SPONSORED ADR	31,922.44	40,058.46	2.94	1,176
1,467	UNITED PARCEL SVC INC CL B	95,825.23	108,161.91	3.09	3,344
994	UNITED RENTALS INC COM	27,390.19	45,246.88	0.00	0
1,683	UNITEDHEALTH GROUP INC COM	74,078.81	91,285.92	1.57	1,430
336	VF CORP COM	37,692.87	50,725.92	2.31	1,169
1,289	VERIFONE SYSTEMS INC.	42,131.97	38,257.52	0.00	0
3,135	VERIZON COMMUNICATIONS INC COM	112,779.66	135,651.45	4.76	6,458
1,188	VISTEON CORP COM NEW	55,367.36	63,938.16	0.00	0
3,394	VODAFONE GROUP PLC NEW SPONSORED ADR NEW	91,525.76	85,494.86	5.95	5,091
885	VOLCANO CORP COM	23,192.54	20,894.85	0.00	0
1,702	WAL-MART DE MEXICO S A DE C V SPONSORED ADR REPSTG SER V SHS	43,659.83	55,282.66	0.99	548
987	WAL MART STORES INC COM	51,549.13	67,343.01	2.33	1,569
1,430	WASTE MANAGEMENT INC COM	45,016.70	48,248.20	4.21	2,030
381	WATSCO INC CL A	21,650.68	28,536.90	3.31	944

BMO Financial Group
BMO Harris Bank N.A.

STATEMENT OF ASSETS
PERIOD ENDED 12/31/12

EDWIN E & JANET L BRYANT FOUNDATION
INVESTMENT AGENCY
ROLLUP ACCOUNT

UNITS		TAX COST	MARKET 12/31/12	% YIELD MARKET	ESTIMATED INCOME
9,326	WELLS FARGO & CO NEW COM	310,936.44	318,762.68	2.57	8,206
8,169	WESTERN UN CO COM	131,740.76	111,180.09	3.67	4,084
18,200	WEYERHAEUSER CO COM	325,822.89	506,324.00	2.44	12,376
6,013	WILLIAMS COS INC COM	142,461.85	196,865.62	3.97	7,816
1,042	WOODSIDE PETE LTD SPONSORED ADR	36,662.80	36,651.31	3.20	1,174
5,496	XEROX CORP COM	42,086.66	37,482.72	2.49	934
1,913	XYLEM INC COM	48,376.54	51,842.30	1.49	774
1,959	ZURICH INS GROUP LTD SPONSORED ADR	47,394.89	52,091.77	0.00	0
TOTAL COMMON STOCKS		27,331,524.87	31,830,531.00	2.35	749,173