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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

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

Name of foundation PUELICHER FOUNDATION INC		A Employer identification number 39-6055461			
Number and street (or P O box number if mail is not delivered to street address) 111 E KILBOURN AVE		B Telephone number (see instructions) (414) 287-7197			
City or town, state, and ZIP code MILWAUKEE, WI 53202		C If exemption application is pending, check here <input checked="" type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,510,618	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis.)	(Part I, column (d) must be on cash basis.)		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.	45,224	45,224			
5a Gross rents					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10	273,305				
b Gross sales price for all assets on line 6a 585,314					
7 Capital gain net income (from Part IV, line 2)		273,305			
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	8,199	7,750			
12 Total. Add lines 1 through 11	326,728	326,279			
Revenue					
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)	6,298	6,298			
17 Interest					
18 Taxes (attach schedule) (see instructions)	5,051	2,003			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)	307	7			
24 Total operating and administrative expenses.					
Add lines 13 through 23	11,656	8,308			0
25 Contributions, gifts, grants paid.	447,000				447,000
26 Total expenses and disbursements. Add lines 24 and 25	458,656	8,308			447,000
Operating and Administrative Expenses					
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-131,928				
b Net investment income (if negative, enter -0-)		317,971			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	32,551	47,251	47,251
2	Savings and temporary cash investments	62,921	18,043	18,043
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,872,474	1,697,659	2,366,267
c	Investments—corporate bonds (attach schedule)		75,000	77,990
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)	716	1,067	1,067
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,968,662	1,839,020	2,510,618
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ►			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ►			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,968,662	1,839,020	
30	Total net assets or fund balances (see page 17 of the instructions)	1,968,662	1,839,020	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,968,662	1,839,020	

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	1,968,662
2	Enter amount from Part I, line 27a	2	-131,928
3	Other increases not included in line 2 (itemize) ►	3	2,617
4	Add lines 1, 2, and 3	4	1,839,351
5	Decreases not included in line 2 (itemize) ►	5	331
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,839,020

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)
1 a SEE ATTACHED SALES SCHEDULE		P	1990-01-01	2012-12-31
b LONG TERM CAPITAL GAIN DIVIDENDS		P	1990-01-01	2012-12-31
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 519,274		0	312,009	207,265
b 66,040		0	0	66,040
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 0		0	0	207,265
b 0		0	0	66,040
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		2 273,305
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	359,500	2,955,428	0 121641
2010	352,000	2,898,994	0 121421
2009	489,267	2,789,429	0 175400
2008	526,500	4,299,965	0 122443
2007	1,650,874	6,742,341	0 244852
2 Total of line 1, column (d).			2 0 785757
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 157151
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4 2,649,288
5 Multiply line 4 by line 3.			5 416,338
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 3,180
7 Add lines 5 and 6.			7 419,518
8 Enter qualifying distributions from Part XII, line 4.			8 447,000

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	3,180
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 <input checked="" type="checkbox"/> 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)	2	0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	3,180
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,048
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	3,048
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	9	132
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/> 11		

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____	2	No
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WI	8b	Yes
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? <i>If "No," attach explanation.</i>		
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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► BMO HARRIS BANK NA	Telephone no ► (414) 287-7197
	Located at ► 111 EAST KILBOURN AVE MILWAUKEE WI	ZIP + 4 ► 53202

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► Yes <input checked="" type="checkbox"/> No		
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►		
1c	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?		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		No
4b			No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>5b</p>
<p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p>	
<p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p>	
<p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>6b</p>
<p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p>	<p>No</p>
<p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p>7b</p>

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1. List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

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

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

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.

1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and

1 <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
2 <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
All other program-related investments See page 24 of the instructions 3 <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>

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 2,647,940
b	Average of monthly cash balances.	1b 41,692
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 2,689,632
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e
2	Acquisition indebtedness applicable to line 1 assets.	2
3	Subtract line 2 from line 1d.	3 2,689,632
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 40,344
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,649,288
6	Minimum investment return. Enter 5% of line 5.	6 132,464

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.	1 132,464
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 3,180
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 3,180
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 129,284
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 129,284
6	Deduction from distributable amount (see instructions).	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 129,284

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 447,000
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 447,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5 3,180
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 443,820

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				129,284
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.	1,661,650			
b From 2008.	352,262			
c From 2009.	210,545			
d From 2010.	214,776			
f Total of lines 3a through e.	2,439,233			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 447,000				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				129,284
e Remaining amount distributed out of corpus	317,716			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	2,756,949			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	1,661,650			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,095,299			
10 Analysis of line 9				
a Excess from 2008.	352,262			
b Excess from 2009.	210,545			
c Excess from 2010.	214,776			
e Excess from 2012.	317,716			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JAMES B WIGDALE 770 NORTH WATER STR
770 NORTH WATER STREET
MILWAUKEE, WI 53202
(414) 765-7707

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

INFORMATION ABOUT EXPECTED COMMUNITY BENEFITS

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year SEE ATTACHED SCHEDULE OF CONTRIBUTIONS MILWAUKEE, WI 53202		N/A	CHARITABLE	447,000
Total			► 3a	447,000
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.				14	45,224	
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	273,305	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a MGMT FEE CREDIT				14	7,750	
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).					326,279	
13 Total. Add line 12, columns (b), (d), and (e).				13	326,279	

(See worksheet in line 13 instructions to verify calculations)

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES B WIGDALE	PRESIDENT 1 00	0	0	0
MI CORP 770 N WATER MILWAUKEE, WI 53202	SEC/TREAS 1 00	0	0	0
DIANE L SEBION	DIRECTOR 1 00	0	0	0
MI CORP 770 N WATER MILWAUKEE, WI 53202	ASST TREAS 1 00	0	0	0
JUDITH C MURPHY	DIRECTOR 1 00	0	0	0
111 E KILBOURN AVE MILWAUKEE, WI 53202	ASST TREAS 1 00	0	0	0
REBECCA L LONERGAN	DIRECTOR 1 00	0	0	0
770 N WATER ST MILWAUKEE, WI 53202	DIRECTOR 1 00	0	0	0
MARY P UIHLEIN	DIRECTOR 1 00	0	0	0
770 N WATER ST MILWAUKEE, WI 53202	DIRECTOR 1 00	0	0	0
MELISSA D SMID	DIRECTOR 1 00	0	0	0
770 N WATER ST MILWAUKEE, WI 53202				

**TY 2012 All Other Program
Related Investments Schedule**

Name: PUELICHER FOUNDATION INC

EIN: 39-6055461

Category	Amount
N/A	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: PUELICHER FOUNDATION INC

EIN: 39-6055461

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SEE ATTACHED SALES SCHEDULE	1990-01	Purchased	2012-12		519,274	312,009			207,265	
LONG TERM CAPITAL GAIN DIVIDENDS	1990-01	Purchased	2012-12		66,040				66,040	

TY 2012 Other Decreases Schedule

Name: PUELICHER FOUNDATION INC**EIN:** 39-6055461

Description	Amount
CHANGE IN ACCRUAL	331

TY 2012 Other Expenses Schedule

Name: PUELICHER FOUNDATION INC

EIN: 39-6055461

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOKKEEPING	300			
MISC INVESTMENT EXP	7	7		

TY 2012 Other Income Schedule

Name: PUELICHER FOUNDATION INC**EIN:** 39-6055461

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MGMT FEE CREDIT	7,750	7,750	
TAX REFUND	449		

TY 2012 Other Increases Schedule

Name: PUELICHER FOUNDATION INC**EIN:** 39-6055461

Description	Amount
2012 BOOK ADJUSTMENTS FOR 2011 WASH SALES	2,615
ROUNDING	2

TY 2012 Other Professional Fees Schedule

Name: PUELICHER FOUNDATION INC**EIN:** 39-6055461

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BMO HARRIS BANK, NA AGENT/INVT MGMT	6,298	6,298		

TY 2012 Taxes Schedule

Name: PUELICHER FOUNDATION INC**EIN:** 39-6055461

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	2,003	2,003		
ESTIMATED TAXES	3,048			

FROM 01/01/2012
TO 12/31/2012

BMO HARRIS BANK N A
STATEMENT OF CAPITAL GAINS AND LOSSES
PUELICHER FOUNDATION INC AGY

TRUST YEAR ENDING 12/31/2012

TAX PREPARER RS2
TRUST ADMINISTRATOR D3S
INVESTMENT OFFICER AWS

LEGEND F FEDERAL S - STATE I INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100 0000 AMAZON COM INC COM - 02315106 - MINOR - 450							
SOLD 04/23/2012		18643 59					
ACQ 100 0000 12/06/2011		18643 59	19145 99		-502 40	ST	
1100 0000 BANK OF MONTREAL QUE COM 063671101 - MINOR = 469							
SOLD 06/08/2012		57957 81					
ACQ 1100 0000 01/01/1972		57957 81	3336 01		54621 80	LT15	Y
1296 0000 BANK OF MONTREAL QUE COM 063671101 MINOR = 469							
SOLD 07/23/2012		73367 37					
ACQ 1296 0000 01/01/1972		73367 37	3930 42		69436 95	LT15	Y
500 0000 CATERPILLAR INC COM - 149123101 - MINOR = 417							
SOLD 07/25/2012		40844 58					
ACQ 500 0000 09/23/2010		40844 58	38539 90		2304 68	LT15	Y
200 0000 CHEVRON TEXACO CORP COM - 166764100 - MINOR = 464							
SOLD 12/13/2012		21575 51					
ACQ 200 0000 10/20/2006		21575 51	13141 64		8433 87	LT15	Y
100 0000 EDWARDS LIFESCIENCES CORP COM - 28176E108 - MINOR = 479							
SOLD 07/23/2012		10070 82					
ACQ 100 0000 09/23/2010		10070 82	6776 97		3294 85	LT15	Y
500 0000 EDWARDS LIFESCIENCES CORP COM - 28176E108 - MINOR = 479							
SOLD 08/20/2012		49288 94					
ACQ 500 0000 09/10/2010		49288 94	29616 00		19672 94	LT15	Y
600 0000 EMERSON ELEC CO COM - 291011104 - MINOR = 5010							
SOLD 07/23/2012		27785 66					
ACQ 100 0000 09/23/2010		4630 94	5171 99		-541 04	LT15	Y
500 0000 500 0000 03/10/2010		23154 72	23969 50		-814 78	LT15	Y
300 0000 EXXON MOBIL CORP 30231G102							
SOLD 12/13/2012		26780 40					
ACQ 300 0000 08/20/2002		26780 40	10893 69		15886 71	LT15	Y
600 0000 FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D857 MINOR = 404							
SOLD 04/20/2012		22529 55					
ACQ 400 0000 10/13/2010		15019 70	19861 98		-4842 28	LT15	Y
200 0000 10/26/2010		7509 85	9835 99		-2326 14	LT15	Y
161 1600 HARBOR FD INTL FD 411511306 MINOR = 572							
SOLD 12/13/2012		10000 00					
ACQ 161 1600 10/25/2007		10000 00	12299 73		-2299 73	LT15	Y
500 0000 J P MORGAN CHASE & CO COM 46625H100 MINOR = 3101							
SOLD 08/20/2012		18689 83					
ACQ 500 0000 12/07/2011		18689 83	16695 00		1994 83	ST	
100 0000 KOHLS CORP COM 500255104 MINOR = 3101							
SOLD 07/23/2012		4883 90					
ACQ 100 0000 03/01/1994		4883 90	630 56		4253 34	LT15	Y
300 0000 KOHLS CORP COM 500255104 MINOR = 3101							
SOLD 12/13/2012		13166 70					
ACQ 300 0000 03/01/1994		13166 70	1894 69		11275 01	LT15	Y
1470 5880 BMO SMALL-CAP GROWTH FUND - 572353829 - MINOR = 496							
SOLD 07/24/2012		25000 00					
ACQ 1470 5880 11/07/2001		25000 00	17117 64		7882 36	LT15	Y
2304 1470 BMO SMALL CAP GROWTH FUND - 572353829 - MINOR = 496							
SOLD 12/13/2012		40000 00					
ACQ 1229 5700 12/08/2011		21345 34	21369 92		-24 58	LT15	Y
1074 5770 11/07/2001		18654 66	12508 08		6146 58	LT15	Y
CHANGED 04/25/13 RLS							
797 0240 BMO MID-CAP GROWTH FUND - 572353878 - MINOR = 570							
SOLD 07/24/2012		15000 00					
ACQ 183 9020 10/25/2007		3461 04	3479 43		-18 39	LT15	Y
613 1220 12/18/2008		11538 96	6450 04		5088 92	LT15	Y
1013 1710 BMO MID-CAP GROWTH FUND 572353878 MINOR = 570							
SOLD 12/13/2012		20000 00					
ACQ 351 5860 12/18/2008		6940 31	3698 69		3241 62	LT15	Y
661 5850 03/08/1994		13059 69	6787 86		6271 83	LT15	Y
500 0000 PACCAR INC COM - 693718108 - MINOR = 417							
SOLD 04/03/2012		23689 51					
ACQ 500 0000 10/19/2010		23689 51	24859 80		-1170 29	LT15	Y
TOTALS		519274 17	312008 52				

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0 00	0 00	205773 23	0 00	0 00	0 00*
COVERED FROM ABOVE	1492 43	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	66039 79			0 00
	1492 43	0 00	271813 02	0 00	0 00	0 00
	=====	=====	=====	=====	=====	=====

Organization	Address	Amount	Purpose
America Scores Milwaukee	7101 W Good Hope Rd , Milwaukee, WI 53223	\$5,000	Operating support
Atlantic Salmon Federation	PO Box 807, Calais, Maine 04619-0807	\$40,000	Research & Environment in memory of Jack Puelicher
Bear Trust International	PO Box 4006, Missoula, MT 59806	\$5,000	Great Lakes conservation project
Big Brothers Big Sisters of Metropolitan Milwaukee	788 N Jefferson St , Suite 600, Milwaukee, WI 53202-3739	\$1,000	Operating support
Boys and Girls Clubs of Greater Milwaukee	PO Box 12486, Milwaukee, WI 53212	\$10,000	Operating support
Curative Foundation, Inc	1000 N 92nd St , Milwaukee WI 53226-4800	\$5,000	Operating support
Feeding America Eastern Wisconsin	1700 W Fond Du Lac Ave , Milwaukee, WI 53205	\$5,000	Operating support
Great Lakes Hemophilia Foundation*	638 N 18th St , Suite 108, Milwaukee, WI 53233-2121	\$2,000	Operating support
Leigh Yawkey Woodson Art Museum	700 North Twelfth St , Wausau, WI 54403-5007	\$200,000	Building addition construction project
Mequon Nature Preserve	8200 W County Line Rd , Mequon, WI 53097	\$10,000	Science program for students
Milwaukee Art Museum	700 N Art Museum Dr , Milwaukee, WI 53202	\$5,000	Operating support
Milwaukee Debate League	c/o NAUDL, PO Box 342146, Milwaukee, WI 53534	\$2,500	Operating support
Milwaukee Public Museum	800 W Wells St , Milwaukee, WI 53233-1478	\$25,000	Maintenance & enhancement of the Puelicher Butterfly Exhibit
Milwaukee School of Engineering*	1025 N Broadway , Milwaukee, WI 53202-3109	\$25,000	Annual scholarship support
Milwaukee Symphony Orchestra*	700 N Water St , Milwaukee, WI 53202	\$20,000	Annual Fund
National Multiple Sclerosis Society Wisconsin Chapter*	1120 James Dr , Suite A, Hartland, WI 53029	\$10,000	Research funding
Ozaukee Washington Land Trust	200 Washington St , West Bend, WI 53095	\$2,500	Building restoration project
PAVE	135 Wells St , Suite 850, Milwaukee, WI 53203	\$5,000	Operating support
Rawhide	E7475 Rawhide Rd , New London, WI 54961-9052	\$10,000	Youth Education Program
Riveredge Nature Center	4458 W Hawthrone Dr , Newburg, WI 53060	\$5,000	Operating support
Schlitz Audubon Nature Center	1111 E Brown Deer Rd , Milwaukee, WI 53217	\$5,000	Operating support for education classes
School Choice Wisconsin	219 N Milwaukee St , 1st floor, Milwaukee, WI 53202	\$1,000	Operating support
Schools That Care Milwaukee	1821 N Dr Martin Luther King Dr , Unit A, Milwaukee, WI 53211	\$5,000	Operating support
St. Ann Center for Intergenerational Care	2801 E Morgan Ave , Milwaukee, WI 53207	\$5,000	Capital campaign for 2nd facility
United Community Center*	1028 S 9th St , Milwaukee, WI 53201	\$5,000	Operating support
United Performing Arts Fund	929 N Water St , Milwaukee, WI 53202	\$3,000	Operating support
United Way of Greater Milwaukee*	225 W Vine St , Milwaukee, WI 53212	\$20,000	Community Impact Fund
Urban Ecology Center	1500 E Park Pl , Milwaukee, WI 53211	\$5,000	Operating support
YMCA	161 W Wisconsin Ave , Suite 4000, Milwaukee, WI 53203	\$5,000	Camp Minkani & Camp Malawa operating expenses
		<u><u>\$447,000</u></u>	

*2012 - \$40,000 check to United Way of Greater Milwaukee of which \$5,000 was for United Community Center , \$5,000 for YMCA, \$10,000 for National MS Society , \$20,000 for United Way

** \$10,000 was disbursed through the Greater Milwaukee Committee's Symphony Fund, 101 W Pleasant St , Milwaukee, WI 53212

Puelicher Foundation Inc AGY

Account Number: 01/01/112 through 12/31/12
Statement Period: 01/01/112 through 12/31/12

**Investment Position
12/31/12**

	Total Cost	Total Market	Market/ Appreciation/ Depreciation	% of Account at Market	Accrued Income	Estimated Annual Income	Market Yield
Equity							
Common Stocks							
Consumer Discretionary	37,655.12	52,673.65	15,018.53	2.14		504.00	96 %
Consumer Staples	26,150.00	36,250.00	10,100.00	1.47		1,020.00	2.81 %
Energy	88,878.86	173,062.00	84,183.14	7.03		5,160.00	2.98 %
Financials	16,544.90	15,970.00	-574.90	65		390.00	2.44 %
Health Care	78,417.19	104,891.88	26,474.69	4.26		2,512.00	2.39 %
Industrials	24,584.70	31,485.00	6,900.30	1.28		1,140.00	3.62 %
Information Technology	202,903.55	322,669.08	119,765.53	13.10		6,256.00	1.94 %
Total Common Stocks	475,134.32	737,001.61	261,867.29	29.92	382.50	16,982.00	2.30 %
Equity Funds							
1,222,524.48	1,629,265.82	406,741.34	66.14	213.44	16,035.00	98 %	
Total Equity	1,697,658.80	2,366,267.43	668,608.63	96.06	595.94	33,017.00	1.40 %
Fixed Income							
Fixed Income Funds							
75,000.00	77,989.82	2,989.82	3.17	469.89	5,314.00	6.81 %	
Total Fixed Income	75,000.00	77,989.82	2,989.82	3.17	469.89	5,314.00	6.81 %
Other Assets							
Other	0.00	0.00					

Puelicher Foundation Inc AGY

Account Number: 010112 through 12/31/12
Statement Period: 01/01/12 through 12/31/12

**Investment Position
12/31/12**

	Total Cost	Total Market	Market Appreciation/ Depreciation	% of Account at Market	Accrued Income	Estimated Annual Income	Market Yield
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	.00 %
Cash Equivalent	18,043.20	18,043.20	0.00	73	1.40	1.00	.01 %
Total Assets	1,790,702.00	2,462,300.45	671,598.45	99.96	1,067.23	38,332.00	1.56 %
Accrued Income							
Dividends	595.94	595.94		.02			
Interest	471.29	471.29		.02			
Total Accrued Income	1,067.23	1,067.23	0.00	0.04			
Total Assets and Accruals	1,791,769.23	2,463,367.68	671,598.45	100.00	1,067.23	38,332.00	1.56 %

Puelicher Foundation Inc AGY

Account Number: 01/01/12 through 12/31/12
Statement Period: 12/31/12

**Asset and Liability Positions
12/31/12**

	Asset Description Asset ID (CUSIP) / Ticker	Shares / Par	Category at Mkt	Total Cost / Unit Price	Total Market / Unit Price	Market Appr/Depr	% of Acct at Mkt	Accrued Income	Estimated Annual Income Rate	Market Yield
Equity										
Common Stocks										
Consumer Discretionary										
- Nike Inc Cl B 654106103 / NKE	600 000	1 31	23,252.97 38.755	30,960.00 51.600	7,707.03	1.26			504.00 0.84000	1.63% /
- Priceline Com Inc Com New 741503403 / PCLN	35 000	92	14,402.15 411.490	21,713.65 620.390	7,311.50	88				
Total Consumer Discretionary		2.23	37,655.12		52,673.65		15,018.53	2.14	0.00	504.00
Consumer Staples										
- Coca Cola Co Com 191216100 / KO	1,000 000	1 53	26,150.00 26.150	36,250.00 36.250	10,100.00	1.47			1,020.00 1.02000	2.81% /
Total Consumer Staples		1.53	26,150.00		36,250.00		10,100.00	1.47	0.00	1,020.00
Energy										
- Chevron Corp New Com 166764100 / CVX	800 000	3 66	52,566.56 65.708	86,512.00 108.140	33,945.44	3.51			2,880.00 3.60000	3.33% /
- Exxon Mobil Corp Com 30237G702 / XOM	1,000 000	3 66	36,312.30 36.312	86,550.00 86.550	50,237.70	3.51			2,280.00 2.28000	2.63% /
Total Energy		7.31	88,878.86		173,062.00		84,183.14	7.03	0.00	5,160.00
Financials										
- US Bancorp Del Com New 902973304 / USB	500 000	.67	16,544.90 33.090	15,970.00 31.940	-574.90	65			390.00 0.78000	2.44% /
Total Financials		.67	16,544.90		15,970.00		-574.90	.65	97.50	390.00
Health Care										

Puelicher Foundation Inc AGY

Account Number
Statement Period | 01/01/12 through 12/31/12

**Asset and Liability Positions
12/31/12**

Asset Description Asset ID (CUSIP) / Ticker	Shares / Par	Category at Mkt	Total Cost / Unit Price	Total Market / Unit Price	Market Appr/Depr	% of Acct at Mkt	Accrued Income	Estimated Annual Income Rate	Market Yield
- Gilead Sciences Inc Com 375558103 / <i>GILD</i>	500 000	1 55	28,161.35 56 323	36,725.00 73 450	8,563.65	1.49			
- Johnson & Johnson Com 478160104 / <i>JNJ</i>	400 000	1 18	25,984.00 64 960	28,040.00 70 100	2,056.00	1.14		976.00 2 440.00	3.48%
- Pfizer Inc Com 77081103 / <i>PFE</i>	1,600 000	1 70	24,271.84 15 170	40,126.88 25 079	15,855.04	1.63		1,536.00 0 960.00	3.83%
Total Health Care	4 43	78,417.19		104,897.88	26,474.69	4.26	0 00	2,512.00	2.39%
Industrials									
- General Elec Co Com 369604103 / <i>GE</i>	1,500 000	1 33	24,584.70 16 390	31,485.00 20 990	6,900.30	1.28	285.00	1 140.00 0 760.00	3.62%
Total Industrials	1.33	24,584.70		31,485.00	6,900.30	1.28	285.00	1,140.00	3.62%
Information Technology									
- Apple Inc Com 037833100 / <i>AAPL</i>	200 000	4 50	55,309.00 276 545	106,434.58 532 172	51,125.58	4.32		2,120.00 10 600.00	1.99%
- Cisco Sys Inc Com 17275R102 / <i>CSCO</i>	1,000 000	83	1,722.22 1 722	19,649.40 19 649	17,927.18	80		560.00 0 560.00	2.85%
- Google Inc Cl A 38239P508 / <i>GOOG</i>	50 000	1 49	31,127.50 622 550	35,369.00 707 380	4,241.50	1.44			
- International Business Machs Corp Com 459200101 / <i>IBM</i>	300 000	2 43	27,059.46 90 198	57,465.00 191 550	30,405.54	2.33		1,020.00 3 400.00	1.77%
- Microsoft Corp Com 594918104 / <i>MSFT</i>	1,800 000	2 03	48,043.99 26 691	48,077.46 26 709	33.47	1.95		1,656.00 0 920.00	3.44%
- Qualcomm Inc Com 747525103 / <i>QCOM</i>	900 000	2 35	39,841.38 44 046	55,673.64 61 859	16,032.26	2.26		900.00 1 000.00	1.62%

**Asset and Liability Positions
12/31/12**

Asset Description Asset ID (CUSIP) / Ticker	Shares / Par	% of Asset Category at Mkt	Total Cost / Unit Price	Total Market / Unit Price	Market / Appr/Depr	% of Acct at Mrkt	Accrued Income	Estimated Annual Income Rate	Market Yield
Total Information Technology			13.64	202,903.55	322,669.08	119,765.53	13.10		
Total Common Stocks			31.15	475,134.32	737,001.61	261,867.29	29.92	382.50	16,982.00
Equity Funds									
Small Cap									
- Goldman Sachs Small Cap Value Fund Inst #651 38142V209 / GSSIX	3,171,404	5.97	93,144.14 29,370	141,222.62 44,530	48,078.48	5.73	213.44	2,105.00 0 66400	1.49% 0
- BMO Small-Cap Growth Fund Cl Y #612 572353829 / MRS CX	18,247.727	13.80	220,401.19 12,078	326,634.31 17,900	106,233.12	13.26			
Total Small Cap		19.77	313,545.33	467,856.93	154,311.60	18.99	213.44	2,105.00	45%
Mid Cap									
- BMO Mid-Cap Value Fund Cl Y #262 572353860 / MREVEX	17,328,002	9.78	191,424.42 11,047	231,328.83 13,350	39,904.41	9.39		1,455.00 0 08400	63%
- BMO Mid-Cap Growth Fund Cl Y #261 572353878 / MRM CX	14,996,070	12.74	162,973.85 10,868	301,570.97 20,110	138,597.12	12.24			
Total Mid Cap		22.52	354,398.27	532,899.80	178,501.53	21.63		0.00	1,455.00
International									
- Dodge & Cox International Stock Fund #1048 256206103 / DODFX	7,656,430	11.21	217,218.07 28,371	265,218.74 34,640	48,000.67	10.77			5,719.00 0 74700
- Harbor International Fund Inst #2011 411511306 / HAINX	4,286,534	11.25	233,739.51 54,529	266,279.49 62,120	32,539.98	10.81			5,383.00 1 25600
Total International		22.46	450,957.58	531,498.23	80,540.65	21.58	0.00	11,102.00	2.09%

Puelicher Foundation Inc AGY

Account Number: Statement Period: 01/01/12 through 12/31/12

**Asset and Liability Positions
12/31/12**

	Asset Description Asset ID (CUSIP) / Ticker	Shares / Par	Category at Mkt	Total Cost / Unit Price	Total Market / Unit Price	Market Appr/Depr	% of Acct at Mkt	Accrued Income	Estimated Annual Income Rate	Market Yield
Other										
	- BMO Lloyd George Emerging Markets Equity Fund Cl I # 754 572353498 / MIEMX	6,974.181	4.10	103,623.30 14.8558	97,010.86 13.9100	- 6,612.44	3.94		1,373.00 0.19700	1.42%
	Total Other	4.10	103,623.30		97,010.86	- 6,612.44	3.94	0.00	1,373.00	1.42%
		68.85	1,222,524.48		1,629,265.82	406,741.34	66.14	213.44	16,035.00	98%
	Total Equity Funds									
	Total Equity	100.00	1,697,658.80		2,366,267.43	668,608.63	96.06	595.94	33,017.00	1.40%
	Fixed Income Funds									
	Fixed Income Funds Corp & Govt Daily Accrual									
	- Federated Institutional High Yield Bond Fund - Ins #900 37420B300 / FIH BX	7,653.564	100.00	75,000.00 9.799	77,989.82 10.190	2,989.82	3.17	469.89	5,314.00 0.69439	6.81%
	Total Corp & Govt Daily Accrual	100.00	75,000.00		77,989.82	2,989.82	3.17	469.89	5,314.00	6.81%
	Total Fixed Income Funds									
	Total Fixed Income	100.00	75,000.00		77,989.82	2,989.82	3.17	469.89	5,314.00	6.81%
	Other Assets									
	Other									
		1,000	00	0.00		0.00		0.00		

- Letter of Direction of Sole Inv
Authority
Last Priced 09/09/1999
928405M14

Puelicher Foundation Inc AGY

Account Number: 01/01/12 through 12/31/12
Statement Period: 01/01/12 through 12/31/12

**Asset and Liability Positions
12/31/12**

		Shares / Par	Category at Mrkt	Total Cost / Unit Price	Total Market / Unit Price	Market Appr/Depr	% of Acct at Mrkt	Accrued Income	Estimated Annual Income Rate	Market Yield
Asset Description										
Asset ID (CUSIP) / Ticker										
- Trust Agreement Dtd 1/23/2006 Last Priced 09/09/1999 993272T11		1 000	00	0 00	0 00	0 00	0 00	0 00	0 00	0 00%
Total Other				.00	0.00	0.00	0.00	0.00	0.00	0.00%
Total Other Assets				00	0.00	0.00	0.00	0.00	0.00	0.00%
Cash Equivalent										
- Principal Cash		0 000	-518 51	- 995,715.92	- 995,715.92	0 00	-40 42			
- Income Cash		0 000	518 51	995,715.92	995,715.92	0 00	40 42			
- BMO Prime Money Market Cl Y #200 999993116		18,043 200	100 00	18,043 20 1 000	18,043 20 1 000	0 00	73	1 40	0 00010	01%
Total Cash Equivalent		100 00	18,043.20	18,043.20	18,043.20	0 00	.73	1.40	1.00	01%
Total Assets				1,790,702.00	2,462,300.45	671,598.45	99 96	1,067.23	38,332.00	1 56%
Accruals										
Dividends				595.94	595.94	0 00	.02			
Interest				471.29	471.29	0 00	.02			
Total Accrued Income				1,067.23	1,067.23	0.00	.04			
Total Assets and Accruals				1,791,769.23	2,463,367.68	671,598.45	100.00	1,067.23	38,332.00	1 56%