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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.

2012

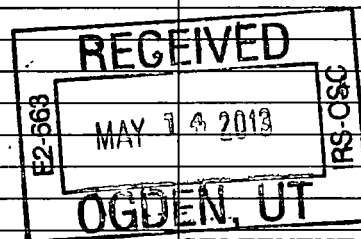
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation RUTH ST JOHN & JOHN DUNHAM WEST FOUNDATION, INC.		A Employer identification number 39-6056375
Number and street (or P.O. box number if mail is not delivered to street address) 915 MEMORIAL DRIVE	Room/suite	B Telephone number 920-684-6110
City or town, state, and ZIP code MANITOWOC, WI 54220		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 50,697,233.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check ☒ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		730.	730.		STATEMENT 1
4 Dividends and interest from securities		1,387,423.	1,052,089.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		5,680,909.			
b Gross sales price for all assets on line 6a 32,150,624.					
7 Capital gain net income (from Part IV, line 2)			5,680,909.		
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		-49,625.	0.		STATEMENT 2
12 Total Add lines 1 through 11		7,019,437.	6,733,728.		
13 Compensation of officers, directors, trustees, etc		184,750.	36,950.		147,800.
14 Other employee salaries and wages		181,554.	1,313.		180,241.
15 Pension plans, employee benefits		6,223.	418.		5,805.
16a Legal fees					
b Accounting fees STMT 3		17,405.	3,481.		13,924.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		155,016.	2,164.		28,771.
19 Depreciation and depletion		45,987.	5,215.		
20 Occupancy		24,537.	1,595.		22,942.
21 Travel, conferences, and meetings					
22 Printing and publications		3,547.	709.		2,838.
23 Other expenses STMT 5		476,485.	280,250.		196,235.
24 Total operating and administrative expenses Add lines 13 through 23		1,095,504.	332,095.		598,556.
25 Contributions, gifts, grants paid		2,005,190.			2,085,190.
26 Total expenses and disbursements. Add lines 24 and 25		3,100,694.	332,095.		2,683,746.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		3,918,743.			
b Net investment income (if negative, enter -0-)			6,401,633.		
c Adjusted net income (if negative, enter -0-)				N/A	



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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	157,481.	176,044.	176,044.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 8	45,878,389.	49,415,674.	49,415,674.
	c Investments - corporate bonds STMT 9	110,968.	12,777.	12,777.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	347,290.	230,574.	230,574.	
14 Land, buildings, and equipment: basis ▶ 1,584,054.				
Less accumulated depreciation ▶ 896,166.	728,426.	687,888.	687,888.	
15 Other assets (describe ▶ STATEMENT 11)	55,372.	174,276.	174,276.	
16 Total assets (to be completed by all filers)	47,277,926.	50,697,233.	50,697,233.	
Liabilities	17 Accounts payable and accrued expenses	2,288.	-3,095.	
	18 Grants payable	185,000.	105,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	56,721.	118,010.	
23 Total liabilities (add lines 17 through 22)	244,009.	219,915.		
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	46,438,453.	50,037,268.	
	25 Temporarily restricted	155,866.	20,327.	
	26 Permanently restricted	439,598.	419,723.	
	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	47,033,917.	50,477,318.	
	31 Total liabilities and net assets/fund balances	47,277,926.	50,697,233.	

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	47,033,917.
2 Enter amount from Part I, line 27a	2	3,918,743.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	22,432.
4 Add lines 1, 2, and 3	4	50,975,092.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	497,774.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	50,477,318.

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(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				
b SEE ATTACHED STATEMENTS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 32,150,624.		26,469,715.	5,680,909.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			5,680,909.

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

5,680,909.

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			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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.

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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		1	128,033.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	128,033.
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	128,033.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	239,987.	
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	239,987.	
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	111,954.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ 111,954. Refunded ☐ 0.	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?		X
1b 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **▶ N/A**

14 The books are in care of **▶ MR. THOMAS J. BARE** Telephone no. **▶ 920-684-6110**
 Located at **▶ 915 MEMORIAL DRIVE, MANITOWOC, WI** ZIP+4 **▶ 54220**

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**

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** **Yes** **No**
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country **▶** **X**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No	
If "Yes," list the years ▶ _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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		184,750.	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

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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 WEST OF THE LAKE GARDENS - SEE ATTACHED	
	358,093.
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 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	48,583,214.
b	Average of monthly cash balances	1b	369,266.
c	Fair market value of all other assets	1c	121,119.
d	Total (add lines 1a, b, and c)	1d	49,073,599.
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	49,073,599.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	736,104.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	48,337,495.
6	Minimum investment return. Enter 5% of line 5	6	2,416,875.

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	2,416,875.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	128,033.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	128,033.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,288,842.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,288,842.
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	2,288,842.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,683,746.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	5,449.
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	2,689,195.
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	2,689,195.

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				2,288,842.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			588,686.	
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: ▶ \$ 2,689,195.				
a Applied to 2011, but not more than line 2a			588,686.	
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				2,100,509.
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				188,333.
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)

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

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	

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:

MR. THOMAS J. BARE, PRESIDENT, 920-684-6110
915 MEMORIAL DRIVE, MANITOWOC, WI 54220

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

WRITTEN NARRATIVE DESCRIBING ORGANIZATION AND ITS NEED FOR FUNDING.

c Any submission deadlines:

NONE - GRANTS ARE CONSIDERED MONTHLY AT BOARD MEETINGS.

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

QUALIFYING ORGANIZATIONS MAINLY IN MANITOWOC COUNTY, WI.

**RUTH ST JOHN & JOHN DUNHAM WEST
FOUNDATION, INC.**
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				
SCHEDULE ATTACHED				2,085,190.
Total			3a	2,085,190.
b Approved for future payment				
KEWAUNEE FOOD PANTRY, INC				5,000.
PAINTING PATHWAYS				50,000.
ECONOMIC DEVELOPMENT CORPORATION				10,000.
Total			3b	105,000.

SEE CONTINUATION SHEET(S)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

223621
12-05-12

Form **990-PF** (2012)

Part XVII

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

- | 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? | | Yes | No |
|--|-------|-----|----|
| 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. | | | |

[illegible]

- 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 of officer or trustee

* 5-8-13
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

JON S. DANFORTH

Preparer's signature

James D. H. CPA

Date _____

5/8/13

Check ☐ if
self-employed

PTIN

P00038967

Firm's name ► **HAWKINS, ASH BAPTIE AND COMPANY, LLP**

Firm's EIN ► 39-0912608

Firm's address ► ONE EAST WALDO BOULEVARD, SUITE 5
MANITOWOC, WI 54220-2912

Phone no. 920.684.7128

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED AINTREE SUMMARY		P		
b SEE ATTACHED AINTREE SUMMARY		P		
c AMERICAN ELECTRIC POWER INC		P		10/23/12
d BANK OF AMERICA CORP		P		10/23/12
e BLACKROCK CREDIT ALLOCATION INCOME		P		10/23/12
f OPPENHEIMER GLOBAL STRATEGIC INCOME		P		10/19/12
g ALLIANCE BERNSTEIN SALE OF PARTIAL INTEREST		P		VARIOUS
h BUCKEYE PARTNERS LP SALE OF PARTIAL INTEREST		P		VARIOUS
i KINDER MORGAN ENERGY PARTNERS SALE OF PARTIAL INT		P		VARIOUS
j ENBRIDGE ENERGY PARTNERS LP PARTIAL SALE OF INTER		P		VARIOUS
k ALLIANCE BERNSTEIN		P		12/31/12
l BUCKEYE PARTNERS LP		P		12/31/12
m KINDER MORGAN ENERGY PARTNERS		P		12/31/12
n ENBRIDGE ENERGY PARTNERS LP		P		12/31/12
o OTHER SECURITIES		P		12/31/12

(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 6,008,594.		5,701,979.	306,615.
b 25,300,888.		20,230,781.	5,070,107.
c 119,220.		109,056.	10,164.
d 57,905.		204,669.	-146,764.
e 55,359.		107,189.	-51,830.
f 103,592.		104,955.	-1,363.
g		3,674.	-3,674.
h 400,869.			400,869.
i 53,931.			53,931.
j 46,648.			46,648.
k 3,451.			3,451.
l 167.			167.
m		5,923.	-5,923.
n		14.	-14.
o		1,475.	-1,475.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			306,615.
b			5,070,107.
c			10,164.
d			-146,764.
e			-51,830.
f			-1,363.
g			-3,674.
h			400,869.
i			53,931.
j			46,648.
k			3,451.
l			167.
m			-5,923.
n			-14.
o			-1,475.

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	5,680,909.
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

RUTH ST JOHN & JOHN DUNHAM WEST
FOUNDATION, INC.

39-6056375

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (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
LAKSHORE TECHNICAL COLLEGE				40,000.
Total from continuation sheets				40,000.

FORM 990-PF, INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FIRST NATIONAL BANK	730.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	730.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALLIANCEBERNSTEIN LP	4,362.	0.	
BUCKEYE PARTNERS LP	35,590.	0.	
KINDER MORGAN ENERGY LP	-83,919.	0.	
ENBRIDGE ENERGY PTR LP	-5,658.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-49,625.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	17,405.	3,481.		13,924.
TO FORM 990-PF, PG 1, LN 16B	17,405.	3,481.		13,924.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAX	10,818.	2,164.		8,654.
PYROLL TAX - GARDENS	20,117.	0.		20,117.
UNRELATED BUSINESS TAX	5,090.	0.		0.
FEDERAL EXCISE TAX	118,991.	0.		0.
TO FORM 990-PF, PG 1, LN 18	155,016.	2,164.		28,771.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	51,245.	10,249.		40,996.	
INVESTMENT FEES	266,765.	266,765.		0.	
MISCELLANEOUS EXPENSE	12,837.	2,567.		10,270.	
CONSULTING	3,346.	669.		2,677.	
GARDENS - PLANTS, SHRUBS,	61,676.	0.		61,676.	
GARDENS - MAINTENANCE & REPAIRS	12,657.	0.		12,657.	
GARDENS - INSURANCE	56,609.	0.		56,609.	
GARDENS - SUPPLIES	10,193.	0.		10,193.	
GARDENS - TRAVEL, TRAINING, ...	1,157.	0.		1,157.	
TO FORM 990-PF, PG 1, LN 23	476,485.	280,250.		196,235.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION	AMOUNT		
INCREASE IN UNREALIZED APPRECIATION OF SECURITIES	22,432.		
TOTAL TO FORM 990-PF, PART III, LINE 3	22,432.		

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION	AMOUNT		
ADDITIONAL TAXABLE INCOME ON SALE OF INVESTMENTS IN EXCESS OF BOOK	497,774.		
TOTAL TO FORM 990-PF, PART III, LINE 5	497,774.		

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
AINTRE - EQUITIES	49,291,656.	49,291,656.	
LEGACY - EQUITIES	0.	0.	
LEGACY - EQUITIES	124,018.	124,018.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	49,415,674.	49,415,674.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
AINTRE - FIXED INCOME	5,344.	5,344.	
LEGACY - FIXED INCOME	0.	0.	
LEGACY - FIXED INCOME	7,433.	7,433.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,777.	12,777.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AINTREE - SHORT TERM	FMV	224,554.	224,554.
LEGACY - SHORT TERM	FMV	0.	0.
LEGACY - SHORT TERM	FMV	6,020.	6,020.
TOTAL TO FORM 990-PF, PART II, LINE 13		230,574.	230,574.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS AND INTEREST	31,415.	28,150.	28,150.
PREPAID EXPENSE	23,957.	25,284.	25,284.
PREPAID INCOME TAX	0.	120,842.	120,842.
TO FORM 990-PF, PART II, LINE 15	55,372.	174,276.	174,276.

FORM 990-PF.	OTHER LIABILITIES	STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX	101,787.	101,755.
PAYROLL TAXES PAYABLE	10,072.	7,896.
UBTI TAX PAYABLE	-207.	8,359.
EXCISE TAX PAYABLE	-54,931.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	56,721.	118,010.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS J. BARE 915 MEMORIAL DRIVE MANITOWOC, WI 54220	PRESIDENT 10.00	70,000.	0.	0.
PHYLLIS SCHIPPERS 915 MEMORIAL DRIVE MANITOWOC, WI 54220	VICE PRESIDENT 6.00	12,000.	0.	0.
KATHY KOWALSKI 915 MEMORIAL DRIVE MANITOWOC, WI 54220	ASSISTANT SEC-TREAS 40.00	66,750.	0.	0.
JOHN JAGEMANN 915 MEMORIAL DRIVE MANITOWOC, WI 54220	DIRECTOR 3.00	12,000.	0.	0.
BERNADINE ZIMMER 915 MEMORIAL DRIVE MANITOWOC, WI 54220	TREASURER 6.00	12,000.	0.	0.
GAIL FOX 915 MEMORIAL DRIVE MANITOWOC, WI 54220	SECRETARY 6.00	12,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		184,750.	0.	0.

2012 GRANTS MADE

9958	3/28/2012	ADD	4932 So. 10th, Manitowoc, WI	Summer Camp grant	3,000.00
9867	1/6/2012	MDA	2670 S. Ashland #101, Green Bay, WI	Summer camp for children	3,200.00
9895	2/1/2012	EDC	P O. Box 812, Manitowoc, WI	Mini-Chopper Program	10,000.00
9935	3/7/2012	American Heart Assoc.	824 No. 13th St., Manitowoc, WI	Heart-a-Rama	2,500.00
9924	3/1/2012	American Red Cross	205 No. 8th St., Manitowoc, WI	Unrestricted gift	10,000.00
9987	5/4/2012	Assoc of Small Fdts.	1720 N Street, Washington DC	Program Expenses	500.00
10157	11/5/2012	Assoc of Small Fdts.	1720 N Street, Washington DC	dues	695.00
10067	7/31/2012	Bellin College	725 S Webster, Green Bay, WI	Indebtedness	50,000.00
9923	3/1/2012	Big Brothers/Big Sisters	810 Washington St., Manitowoc, WI	Unrestricted gift	5,000.00
10066	7/31/2012	Bookworm Gardens	1415 Campus Dr., Sheboygan, WI	Secret Garden Project	50,500.00
9981	4/30/2012	Capitol Civic Centre	P O Box 399, Manitowoc, WI	Student Adv. Series & Search America	36,719.00
10186	12/11/2012	Capitol Civic Centre	P.O. Box 399, Manitowoc, WI	Renovations	200,000.00
10011	5/30/2012	CESA 7	595 Baeten Rd., Green Bay, WI	Video	2,250.00
9926	3/1/2012	Children's Hospital Fdt	P O. Box 1997, Milwaukee, WI	Image-Guided Therapies Center	100,000.00
10087	8/22/2012	City of Manitowoc	900 Quay St., Manitowoc, WI	Showtime 2012	1,500.00
10127	10/2/2012	City of Manitowoc	900 Quay St., Manitowoc, WI	Renovations to Rec. Dept Bldg.	25,000.00
10010	5/30/2012	Clipper City Chordsmen	1424 Kuhl St., Manitowoc, WI	Youth in Harmony Festival	1,259.00
9990	5/11/2012	Community Ec	2516 So 21st St., Manitowoc, WI	Basketball court	17,046.00
9921	3/1/2012	Domestic Violence Ctr.	300 E. Reed Ave., Manitowoc, WI	Unrestricted gift	25,000.00
10041	6/29/2012	Habitat For Humanity	P O. Box 631, Manitowoc, WI	Building of homes in 2012	75,000.00
9927	3/1/2012	Hmong Community Ctr.	1517 Washington St., Manitowoc, WI	Facility renovations	60,000.00
9979	4/30/2012	Holiday House	2818 Meadow Lane, Manitowoc, WI	Conversion of Brewer Bldg.	200,000.00
10100	8/30/2012	John M. Kohler Art Ctr.	608 New York Ave., Sheboygan, WI	Family Series Exhibition	50,000.00
9989	5/8/2012	Lakeshore Cap	4400 Michigan Ave., Manitowoc, WI	Child Abuse Prevention Task Force	2,000.00
9919	3/1/2012	Lakeshore Humane Soc.	1551 No 8th St., Manitowoc, WI	Unrestricted gift	5,000.00
10133	10/8/2012	Lakeshore Tech Col.	190 No Ave., Cleveland, WI	Environmental Campus	40,000.00
10049	7/11/2012	Lincoln Park Zoological	P O Box 321, Manitowoc, WI	Holiday Lights in Lincoln Park	35,500.00
9928	2/28/2012	Manitowoc Fire Dept.	911 Franklin St., Manitowoc, WI	Safety Education Programs	120.00
9873	1/12/2012	City of Manitowoc	900 Quay St., Manitowoc, WI	Rahr-West Fund Distribution	14,231.13
9982	4/30/2012	Mtw. County Chiefs	P O. Box 234, Manitowoc, WI	Lockers	8,500.00
9925	3/1/2012	Manitowoc County Shof	1025 So. 9th St., Manitowoc, WI	Crimestoppers	7,500.00
9938	3/8/2012	Marco Services	1114 S. 11th St., Manitowoc, WI	Kitchen renovations	10,000.00
9897	2/8/2012	Girl Scouts	5212 Windward Ct., Sheboygan, WI	Clay-lined Pond	7,000.00
9952	3/23/2012	Lakeshore Commun Fdt	915 Memorial Dr., Manitowoc, WI	Operating Expenses	96,300.00
9922	3/1/2012	Lakeshore Interfaith Net	1110 So. 10th St., Manitowoc, WI	Unrestricted gift	10,000.00

9933	3/1/2012	Junior Achievement	1441 N Taylor Dr., Manitowoc, WI	Business Challenge II Program	5,000.00
10047	7/11/2012	Lakeland College	P.O. Box 359, Manitowoc, WI	Software	50,000.00
9874	1/12/2012	LTC	1290 N. Avenue., Cleveland, WI	Adam Steel Fund Distribution	6,095.99
10098	12/18/2012	MDA	2670 So. Ashland Ave., Green Bay, WI	Summer camp for children	3,200.00
10102	8/30/2012	Masquers, Inc.	616 N. 8th St., Manitowoc, WI	Program Expenses	2,500.00
9920	3/1/2012	MCHS	1701 Michigan Ave., Manitowoc, WI	Unrestricted gift	10,000.00
9893	1/31/2012	MCHS	1701 Michigan Ave., Manitowoc, WI	McAllister House Renovations	75,000.00
9980	4/30/2012	Mtw Aviation Res	1815 Freedom Way, Manitowoc, WI	Thunder on the Lakeshore	3,000.00
10012	5/30/2012	Mtw County Parks	3500 STH 310, Manitowoc, WI	Electricity to Maribel Caves	10,000.00
10185	10/12/2012	Mtw. Am. Leg. Baseball	823 Marshall St., Manitowoc, WI	Bats, catching equipment & helmets	6,560.00
10088	8/22/2012	Mtw County Youth Sp.	P.O. Box 5, St. Nazianz, WI	Youth Sports Program	2,000.00
9932	3/1/2012	Manitowoc-TR YMCA	205 Maritime Dr., Manitowoc, WI	Strorg Kids Campaign	12,000.00
10189	12/12/2012	Manitowoc-TR YMCA	205 Maritime Dr., Manitowoc, WI	Facility Planning	18,000.00
9918	3/1/2012	Marco Services	1114 So 11th St., Manitowoc, WI	Unrestricted gift	10,000.00
9961	4/9/2012	Painting Pathways	1226 Washington St., Manitowoc, WI	Program Expenses	75,000.00
9917	3/1/2012	Peter's Pantry	843 South 21st St., Manitowoc, WI	Unrestricted gift	10,000.00
9977	4/24/2012	Peter Quince Perf	P.O. Box 1652, Manitowoc, WI	Program Expenses	1,500.00
10007	5/23/2012	Rawhide, Inc.	E7475 Rawhide Rd., New London, WI	About Face Program	5,000.00
10150	10/29/2012	Rahr-West Char. Fdt.	610 North 8th St., Manitowoc, WI	Transf. funds for management	346,622.48
10162	11/13/2012	Rahr-West Char. Fdt	610 North 8th St., Manitowoc, WI	Transf. funds for management	291.02
10096	8/28/2012	Rogers Street Fishing Vil.	2022 Jackson St., Two Rivers, WI	Exp. For Rouse Simmons Expedition	1,500.00
10123	9/25/2012	Rogers Street Fishing Vil.	2022 Jackson St., Two Rivers, WI	Comm. Of Sinking of Rouse Simmons	10,000.00
9914	2/28/2012	St. Vincent DePaul	P.O. Box 73, Two Rivers, WI	Unrestricted gift	10,000.00
9915	3/1/2012	Salvation Army	415 N. 6th St. Manitowoc, WI	Unrestricted gift	10,000.00
10048	7/11/2012	Silver Lake College	2406 S. Alverno Rd., Manitowoc, WI	Performance & Music Edu Center	100,000.00
9916	3/1/2012	Two Rivers Ecumenical	1902 22nd St., Two Rivers, WI	Unrestricted gift	10,000.00
10001	5/16/2012	Two Rivers Ecumenical	1902 22nd St., Two Rivers, WI	Walk in freezer	20,000.00
9889	1/24/2012	T.R. Fire Dept	2122 Monroe St., Two Rivers, WI	Mobil Radio Equipment	6,500.00
10132	10/8/2012	United Way of Mtw Cty	174 Memorial Dr., Manitowoc, WI	Landscaping	7,000.00
9965	4/9/2012	Wisc. Fdt. Of Indep. Col	122 W. Washington Ave., Madison	College-to-work Program	36,000.00
9976	4/23/2012	Wisc. Garden Club Fed	c/o 75 E Water St., Markesan, WI	Ruth West Horticultural Award	100.00
10061	7/19/2012	Wisc. Maritime Museum	75 Maritime Dr., Manitowoc, WI	Public Common Area	32,000.00
9888	1/24/2012	Woodland Dunes	P.O. Box 486, Two Rivers, WI	Program Expenses	25,000.00

TOTAL GRANTS MADE

2,085,189.62

WEST FOUNDATION [0200536] Depreciation Expense

Financial

01/01/2012 - 12/31/2012

System No.	S	Description	Date In Service	Method / Conv.	Life	Cost / Other Basis	Bus. / Inv. %	Sec. 179 / Bonus / (Cur. Yr. Only)	Salvage / Basis Adj.	Beg. Accum. Depreciation / (Sec. 179)	Current Depreciation / (Sec. 179)	Total Depreciation / (Sec. 179)
BI												
		BATHROOM ADDITIONS IN PLACE OF GARAGE										
148			08/31/06	SL / N/A	39.0000	117,749.00	100.0000	0.00	0.00	16,102.45	3,019.21	19,121.66
Subtotal: BI						117,749.00		0.00	0.00	16,102.45	3,019.21	19,121.66
		Less dispositions and exchanges				0.00		0.00	0.00	0.00	0.00	0.00
Net for: BI						117,749.00		0.00	0.00	16,102.45	3,019.21	19,121.66
E												
		IBM PS/2 MODEL 60 - 728008689										
29			01/01/91	SL / N/A	5.0000	1,223.90	100.0000	0.00	0.00	1,223.90	0.00	1,223.90
		SV1486 COLOR DISPLAY - 9205058638										
30			10/02/93	SL / N/A	5.0000	412.00	100.0000	0.00	0.00	412.00	0.00	412.00
		INTEL 80287 MATH COPROCESSOR										
31			01/01/91	SL / N/A	5.0000	193.00	100.0000	0.00	0.00	193.00	0.00	193.00
		INTEL ABOVE BRD 2 EXPANSION BOARD - PSMB5020										
32			01/01/91	SL / N/A	5.0000	141.67	100.0000	0.00	0.00	141.67	0.00	141.67
		6 - 256K MEMORY CHIP 14										
33			01/01/91	SL / N/A	5.0000	196.00	100.0000	0.00	0.00	196.00	0.00	196.00
		HAYES 2400 EXTERNAL MODEM										
34			01/01/91	SL / N/A	5.0000	146.67	100.0000	0.00	0.00	146.67	0.00	146.67
		HEWLETT PACKARD LASER JET II PRINTER - 2652J0465										
35			01/01/91	SL / N/A	5.0000	891.67	100.0000	0.00	0.00	891.67	0.00	891.67
		SHARP CS-1680 CALCULATOR - 42014221Y										
38			01/01/91	SL / N/A	5.0000	55.33	100.0000	0.00	0.00	55.33	0.00	55.33
		PANASONIC MP-S10 PAPER SHREDDER										
39			01/01/91	SL / N/A	5.0000	96.00	100.0000	0.00	0.00	96.00	0.00	96.00
		PANASONIC PHONE SYSTEM - KX-61610										
40			01/01/91	SL / N/A	5.0000	526.11	100.0000	0.00	0.00	526.11	0.00	526.11
		PANASONIC SPEAKER PHONES (6) - KX-T61630										
41			01/01/91	SL / N/A	5.0000	682.33	100.0000	0.00	0.00	682.33	0.00	682.33
		POWER SURGE PROTECTOR (PHONE SYSTEM)										
42			01/01/91	SL / N/A	5.0000	30.20	100.0000	0.00	0.00	30.20	0.00	30.20
		TIMEX QUARTZ CLOCK										
43			01/01/91	SL / N/A	5.0000	6.32	100.0000	0.00	0.00	6.32	0.00	6.32
		PANASONIC ELEC. PENCIL SHARPENER										
44			01/01/91	SL / N/A	5.0000	9.98	100.0000	0.00	0.00	9.98	0.00	9.98
		SWINGLINE 767 STAPLERS (2)										
45			01/01/91	SL / N/A	5.0000	8.97	100.0000	0.00	0.00	8.97	0.00	8.97
		DELONGHI TOASTER/BROILER OVEN - XU18ST/ER 88 1										
46			01/01/91	SL / N/A	5.0000	58.97	100.0000	0.00	0.00	58.97	0.00	58.97
		KRUPS COFFEE/MAKER (2) - MODEL 150										
47			01/01/91	SL / N/A	5.0000	47.18	100.0000	0.00	0.00	47.18	0.00	47.18
		GE JEM20 MICROWAVE - AA949537S										
48			01/01/91	SL / N/A	5.0000	110.92	100.0000	0.00	0.00	110.92	0.00	110.92

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Sorted: General - category

WEST FOUNDATION [0200536] Depreciation Expense

Financial

01/01/2012 - 12/31/2012

01/24/13
11:05:38AM

System No.	S	Description	Date In Service	Method / Conv	Life	Cost / Other Basis	Bus./ Inv. %	Sec. 179/ Bonus/ (Cur. Yr. Only)	Salvage/ Basis Adj.	Beg. Accum. Depreciation/ (Sec. 179)	Current Depreciation/ (Sec. 179)	Total Depreciation/ (Sec. 179)
E												
KIRBY LEGEND II VACUUM												
49			01/01/91	SL / N/A	5	0000	100.0000	0.00	0.00	236.00	0.00	236.00
4' STEP LADDER												
50			01/01/91	SL / N/A	5	0000	100.0000	0.00	0.00	10.50	0.00	10.50
ONCE WRITE ONE ACCTG COMPUTER PROGRAM												
52			02/11/91	SL / N/A	5	0000	100.0000	0.00	0.00	313.95	0.00	313.95
DESK LAMP 4307-B9696												
54			05/30/91	SL / N/A	5	0000	100.0000	0.00	0.00	275.00	0.00	275.00
QUASAR TV/VCR - SB30070852												
55			06/03/93	SL / N/A	5	0000	100.0000	0.00	0.00	500.00	0.00	500.00
PANASONIC INKJET FAX - S/N 019407014449												
57			10/11/94	SL / N/A	5	0000	100.0000	0.00	0.00	1,260.00	0.00	1,260.00
ROSS 586 MINITOWER SERIAL #96071968												
82			08/16/96	SL / N/A	5	0000	100.0000	0.00	0.00	1,148.00	0.00	1,148.00
SF-2116 BOND COPIER & ACCESSORIES												
83			08/20/96	SL / N/A	5	0000	100.0000	0.00	0.00	4,006.00	0.00	4,006.00
P-165 PORTABLE RECORDER												
84			10/31/97	SL / N/A	7	0000	100.0000	0.00	0.00	307.00	0.00	307.00
SMC WORD PROCESSOR												
89			11/11/98	SL / N/A	5	0000	100.0000	0.00	0.00	259.00	0.00	259.00
HP LASERJET 6PXI PRINTER - S/N 2652J0465												
93			11/13/98	SL / N/A	5	0000	100.0000	0.00	0.00	800.00	0.00	800.00
COMPUTER MEMORY												
104			02/10/00	SL / N/A	5	0000	100.0000	0.00	0.00	131.25	0.00	131.25
COMPUTER MONITOR												
119			01/26/01	SL / N/A	5	0000	100.0000	0.00	0.00	300.00	0.00	300.00
PORTABLE RECORDER												
120			04/20/01	SL / N/A	5	0000	100.0000	0.00	0.00	326.50	0.00	326.50
NEW ACER AOPEN ATHLON COMPUTER												
130			11/11/02	SL / N/A	5	0000	100.0000	0.00	0.00	5,135.60	0.00	5,135.60
Montara 120 Series Chair												
152			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	509.63	185.32	694.95
4 Guest Chairs												
153			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	1,828.06	684.75	2,492.81
Executive Double Ped Desk 30x6												
154			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	870.68	316.61	1,187.29
Credenza 20x72												
155			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	780.34	283.76	1,064.10
Lateral File 2 Drawer												
156			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	527.37	191.77	719.14
Circular Table/Queen A												
157			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	694.24	252.45	946.69
Chair, high back, Executive, Bk/												
158			03/18/09	SL / N/A	7	0000	100.0000	0.00	0.00	325.77	118.46	444.23

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WEST FOUNDATION [0200536] Depreciation Expense

Financial

01/01/2012 - 12/31/2012

01/24/13
11:05:38AM

System No	S	Description	Date In Service	Method / Conv.	Life	Cost / Other Basis	Bus. / Inv %	Sec. 179/ Bonus/ (Cur. Yr. Only)	Salvage/ Basis Adj.	Beg. Accum. Depreciation/ (Sec. 179)	Current Depreciation/ (Sec. 179)	Total Depreciation/ (Sec. 179)
Subtotal: E						33,937.93				25,382.11	2,013.12	27,395.23
Less dispositions and exchanges						0.00				0.00	0.00	0.00
Net for: E						33,937.93				25,382.11	2,013.12	27,395.23
F												
COAT RACK												
2			01/01/91	SL / N/A	7.0000	96.43	100.0000	0.00	0.00	96.43	0.00	96.43
INVINCIBLE LATERAL FILES (2) 442-4S												
11			01/01/91	SL / N/A	7.0000	700.00	100.0000	0.00	0.00	700.00	0.00	700.00
INVINCIBLE VDT 29" TABLE												
12			01/01/91	SL / N/A	7.0000	150.00	100.0000	0.00	0.00	150.00	0.00	150.00
INVINCIBLE 4 DRW. LAT FILES (2)												
13			01/01/91	SL / N/A	7.0000	750.00	100.0000	0.00	0.00	750.00	0.00	750.00
CUSTOM MADE COAT NOOK												
17			05/01/91	SL / N/A	5.0000	98.00	100.0000	0.00	0.00	98.00	0.00	98.00
ANTIQUE PERSIAN RUG												
27			03/01/91	SL / N/A	5.0000	10,575.00	100.0000	0.00	0.00	10,575.00	0.00	10,575.00
MICROWAVE												
85			12/18/97	SL / N/A	5.0000	140.00	100.0000	0.00	0.00	140.00	0.00	140.00
U SHAPE PENINSULA, CREDENZA, CHAIR, CHAIR MAT. BLINDS												
132			11/15/02	SL / N/A	5.0000	8,149.00	100.0000	0.00	0.00	8,149.00	0.00	8,149.00
Subtotal: F						20,658.43				20,658.43	0.00	20,658.43
Less dispositions and exchanges						0.00				0.00	0.00	0.00
Net for: F						20,658.43				20,658.43	0.00	20,658.43
G												
NEW GREENHOUSE												
58			02/01/91	SL / N/A	20.0000	65,032.24	100.0000	0.00	0.00	65,032.24	0.00	65,032.24
GREENHOUSES FROM ESTATE												
59			02/01/91	SL / N/A	20.0000	49,967.76	100.0000	0.00	0.00	49,967.76	0.00	49,967.76
FURNACE INSTALLATION IN NEW GREENHOUSE												
60			01/01/92	SL / N/A	20.0000	4,225.40	100.0000	0.00	0.00	4,225.40	0.00	4,225.40
ADD 200 AMP SERVICE TO GREENHOUSE												
61			03/29/93	SL / N/A	20.0000	4,344.00	100.0000	0.00	0.00	4,344.38	231.70	4,576.08
ADD 200 AMP SERVICE TO GREENHOUSE												
62			07/15/93	SL / N/A	20.0000	2,222.00	100.0000	0.00	0.00	2,055.35	111.10	2,166.45
NEW ROOF ON BARN												
63			09/01/93	SL / N/A	20.0000	9,895.00	100.0000	0.00	0.00	9,070.42	494.75	9,565.17
INSTALL NEW SEWER SUMPS & SPRINKLER SYSTEM												
64			01/01/94	MSL / MM	27.5000	21,117.86	100.0000	0.00	0.00	13,806.22	766.29	14,572.51
NEW STORAGE SHED AND LANDSCAPING												
65			09/01/94	SL / N/A	20.0000	81,800.40	100.0000	0.00	0.00	70,893.68	4,090.02	74,983.70
REMODEL BATHROOMS												
76			05/31/95	SL / N/A	20.0000	1,623.00	100.0000	0.00	0.00	1,345.74	81.15	1,426.89
GARDENS OFFICE (HAMMAN)												

WEST FOUNDATION [0200536]
Depreciation Expense
Financial

01/01/2012 - 12/31/2012

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G												
79		GREENHOUSE SHADING	03/31/95 SL / N/A		20.0000	9,369.00	100.0000	0.00	0.00	7,846.54	468.45	8,314.99
80		NEW GREENHOUSE (DOWN PAYMENT)	01/31/96 SL / N/A		5.0000	3,702.60	100.0000	0.00	0.00	3,702.60	0.00	3,702.60
86		SHADE SYSTEM FOR GREENHOUSE	12/15/97 SL / N/A		20.0000	7,880.00	100.0000	0.00	0.00	5,548.83	394.00	5,942.83
87		VENTILATION SYSTEM	06/19/97 SL / N/A		5.0000	10,945.00	100.0000	0.00	0.00	10,945.00	0.00	10,945.00
90		LANDSCAPING	08/19/98 SL / N/A		20.0000	2,150.00	100.0000	0.00	0.00	1,433.33	107.50	1,540.83
91		NEW GREENHOUSE (also see fas # 86)	06/03/98 SL / N/A		7.0000	9,246.46	100.0000	0.00	0.00	9,246.46	0.00	9,246.46
92		WATER HEATER FOR ORCHID HOUSE	07/31/98 SL / N/A		20.0000	28,306.00	100.0000	0.00	0.00	18,988.61	1,415.30	20,403.91
94		15 X 45 HALF WAY GREENHOUSE	09/11/98 SL / N/A		20.0000	437.81	100.0000	0.00	0.00	291.87	21.89	313.76
95		SUNKEN GARDEN ELECTRICAL	11/24/98 SL / N/A		20.0000	26,162.00	100.0000	0.00	0.00	17,114.32	1,308.10	18,422.42
96		POTTING HOUSE REMODEL	02/17/98 SL / N/A		20.0000	1,087.70	100.0000	0.00	0.00	752.39	54.39	806.78
101		NEW SIDEWALK & PATIO	08/05/99 SL / N/A		20.0000	20,340.00	100.0000	0.00	0.00	12,627.75	1,017.00	13,644.75
102		MESH PANELS FOR LORD & BURNHAM GREENHOUSE	09/26/99 SL / N/A		20.0000	8,645.00	100.0000	0.00	0.00	5,295.06	432.25	5,727.31
103		GREENHOUSE/LORD BURNHAM	11/03/99 SL / N/A		7.0000	920.00	100.0000	0.00	0.00	920.00	0.00	920.00
113		CONCRETE PATHWAY IN GREENHOUSES	01/07/00 SL / N/A		20.0000	12,945.00	100.0000	0.00	0.00	7,767.00	647.25	8,414.25
114		CONCRETE WORK IN FRONT OF GREENHOUSE	03/11/00 SL / N/A		20.0000	1,254.00	100.0000	0.00	0.00	741.95	62.70	804.65
115		ASPHALT WORK	05/26/00 SL / N/A		20.0000	2,280.00	100.0000	0.00	0.00	1,320.50	114.00	1,434.50
116		DRIVEWAY CONSTRUCTION	05/26/00 SL / N/A		20.0000	1,856.00	100.0000	0.00	0.00	1,074.93	92.80	1,167.73
117		SEPTIC TANK WORK	07/24/00 SL / N/A		20.0000	3,510.00	100.0000	0.00	0.00	2,003.63	175.50	2,179.13
118		SEPTIC TANK WORK	11/08/00 SL / N/A		20.0000	15,140.00	100.0000	0.00	0.00	8,453.17	757.00	9,210.17
123		WINDOWS	05/17/01 SL / N/A		20.0000	21,516.45	100.0000	0.00	0.00	11,385.76	1,075.82	12,461.58
124		TURF SPRINKLER SYSTEM	11/28/01 SL / N/A		20.0000	48,860.50	100.0000	0.00	0.00	24,633.90	2,443.03	27,076.93
127		TURF SPRINKLER SYSTEM	05/23/02 SL / N/A		20.0000	9,142.00	100.0000	0.00	0.00	4,380.54	457.10	4,837.64

WEST FOUNDATION [0200536]
Depreciation Expense

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G												
128		TURF SPRINKLER SYSTEM	06/27/02	SL / N/A	20 0000	9,142.00	100.0000	0.00	0.00	4,342.45	457.10	4,799.55
129		ELECTRIC, COMMUNICATIONS, CATV CONDUITS	10/30/02	SL / N/A	20 0000	18,284.00	100.0000	0.00	0.00	8,380.17	914.20	9,294.37
131		INSTALLATION OF CONDUIT FOR FOR FUTURE FENCE WIRING	10/17/02	SL / N/A	20 0000	9,440.00	100.0000	0.00	0.00	4,326.67	472.00	4,798.67
133		INSTALL COMMUNICATION CONDUIT	10/28/02	SL / N/A	20 0000	5,000.00	100.0000	0.00	0.00	2,291.67	250.00	2,541.67
134		FENCING AROUND PROPERTY	11/19/02	SL / N/A	20 0000	5,250.00	100.0000	0.00	0.00	2,384.37	262.50	2,646.87
138		5 SECTION TURF SPRINKLER SYSTEM	11/25/03	SL / N/A	20 0000	60,607.00	100.0000	0.00	0.00	24,495.33	3,030.35	27,525.68
139		3 SECTION TURF SPRINKLER SYSTEM	05/15/03	SL / N/A	20 0000	22,855.00	100.0000	0.00	0.00	9,903.83	1,142.75	11,046.58
140		FINAL GATE WORK	06/09/03	SL / N/A	20 0000	13,713.00	100.0000	0.00	0.00	5,885.16	685.65	6,570.81
141		REPLACE PANELS AND POWER TO GREENHOUSES	01/13/04	SL / N/A	20 0000	8,599.85	100.0000	0.00	0.00	3,439.92	429.99	3,869.91
146		COLORLED SIDEWALK	01/18/05	SL / N/A	20 0000	7,844.23	100.0000	0.00	0.00	2,712.79	392.21	3,105.00
149		REFLECTING POND	05/07/07	SL / N/A	15 0000	5,825.00	100.0000	0.00	0.00	1,812.21	388.33	2,200.54
150		GATE WORK	10/02/08	SL / N/A	15 0000	51,540.69	100.0000	0.00	0.00	11,167.16	3,436.05	14,603.21
151		Replace roof system of gardener shop	08/01/08	SL / N/A	20 0000	14,384.00	100.0000	0.00	0.00	2,457.27	719.20	3,176.47
159		DRIVEWAY ADDITION	06/30/09	SL / N/A	20 0000	19,371.00	100.0000	0.00	0.00	2,421.38	968.55	3,389.93
160			08/16/10	SL / N/A	20 0000	31,095.00	100.0000	0.00	0.00	2,202.56	1,554.75	3,757.31
		Subtotal: G				769,163.95		0.00	0.00	485,438.27	31,922.72	497,360.99
		Less dispositions and exchanges.				0.00		0.00	0.00	0.00	0.00	0.00
		Net for G				769,163.95		0.00	0.00	485,438.27	31,922.72	497,360.99
GE												
LAWN MOWER												
70		TRAILER - S/N VT60255-1, 14DAD0817RC0000338	06/12/91	SL / N/A	7 0000	8,818.22	100.0000	0.00	0.00	8,818.22	0.00	8,818.22
74		SHREDDER	03/18/94	SL / N/A	5 0000	850.00	100.0000	0.00	0.00	850.00	0.00	850.00
75		OFFICE WORK STATION	05/06/94	SL / N/A	5 0000	4,822.00	100.0000	0.00	0.00	4,822.00	0.00	4,822.00
78		VACUUM CLEANER	03/23/95	SL / N/A	5 0000	1,657.00	100.0000	0.00	0.00	1,657.00	0.00	1,657.00

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WEST FOUNDATION [0200536] Depreciation Expense

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01/24/13
11:05:38AM

System No.	S	Description	Date In Service	Method / Conv	Life	Cost / Other Basis	Bus./Inv. %	Sec 179/ Bonus/ (Cur. Yr. Only)	Salvage/ Basis Adj.	Beg Accum. Depreciation/ (Sec. 179)	Current Depreciation/ (Sec. 179)	Total Depreciation/ (Sec. 179)
GE												
100		ROUTER	01/12/99 SL / N/A		5 0000	289.94	100.0000	0.00	0.00	289.94	0.00	289.94
108		CORDESS DRIVER DRILL	02/22/00 SL / N/A		5.0000	184.87	100.0000	0.00	0.00	184.87	0.00	184.87
109		HAWK - ELECTRIC	02/21/00 SL / N/A		5 0000	251.99	100.0000	0.00	0.00	251.99	0.00	251.99
110		CHIP/VAC BEAR-CAT	05/18/00 SL / N/A		5.0000	7,525.00	100.0000	0.00	0.00	7,525.00	0.00	7,525.00
111		EZYDUMP BEAR-CAT	07/24/00 SL / N/A		5.0000	1,790.34	100.0000	0.00	0.00	1,790.34	0.00	1,790.34
112		CHIPPER/SHREADER	11/22/00 SL / N/A		5.0000	449.00	100.0000	0.00	0.00	449.00	0.00	449.00
125		JOHN DEERE MOWER	02/22/01 SL / N/A		5.0000	400.00	100.0000	0.00	0.00	400.00	0.00	400.00
126		JOHN DEER COMPACT TRACTOR AND LOADER	02/26/01 SL / N/A		5 0000	14,995.00	100.0000	0.00	0.00	14,995.00	0.00	14,995.00
142		NEW GENERATOR AND TRANSFER SWITCH	01/01/04 SL / N/A		5 0000	14,700.00	100.0000	0.00	0.00	14,700.00	0.00	14,700.00
143		TORO TRACTION UNIT AND GRASS CATCHER	11/02/04 SL / N/A		5 0000	55,763.00	100.0000	0.00	0.00	55,763.00	0.00	55,763.00
144		44" SNOWTHROWER	08/06/04 SL / N/A		5.0000	6,661.19	100.0000	0.00	0.00	6,661.19	0.00	6,661.19
145		2006 GMC SIERRA 2WD REG #1GDDJC34U36E226843	08/06/04 SL / N/A		5 0000	1,680.00	100.0000	0.00	0.00	1,680.00	0.00	1,680.00
147		John Deere 47 in. Two-Stage Snow Blower	03/31/06 SL / N/A		5 0000	27,195.67	100.0000	0.00	0.00	27,195.67	0.00	27,195.67
161		Subtotal: GE	11/26/12 SL / N/A		7 0000	5,449.00	100.0000	0.00	0.00	0.00	64.87	64.87
		Less dispositions and exchanges:				153,482.22		0.00	0.00	148,033.22	64.87	148,098.09
		Net for GE				0.00		0.00	0.00	0.00	0.00	0.00
L												
LAND												
66			02/01/91 No Calc / N/A		0 0000	215,000.00	100.0000	0.00	0.00	0.00	0.00	0.00
		Subtotal: L				215,000.00		0.00	0.00	0.00	0.00	0.00
		Less dispositions and exchanges:				0.00		0.00	0.00	0.00	0.00	0.00
		Net for L				215,000.00		0.00	0.00	0.00	0.00	0.00
R												
RENTAL PROPERTY - HOUSE												
67		NEW ROOF ON HOUSE	02/01/91 SL / N/A		27 5000	145,000.00	100.0000	0.00	0.00	110,287.93	5,272.73	115,560.66
68			09/01/93 SL / N/A		27 5000	63,073.84	100.0000	0.00	0.00	42,049.23	2,293.59	44,342.82

WEST FOUNDATION [0200536] Depreciation Expense

Financial

01/01/2012 - 12/31/2012

System No.	S	Description	Date In Service	Method / Conv.	Life	Cost / Other Basis	Bus. / Inv. %	Sec 179 Bonus / (Cur Yr. Only)	Salvage / Basis Adj.	Beg. Accum. Depreciation / (Sec 179)	Current Depreciation / (Sec. 179)	Total Depreciation / (Sec. 179)
R		BLACK ALUMINUM CANOPY										
98		CARRIER 58MXA120 FURNACE	05/18/98	SL / N/A	20.0000	7,450.00	100.0000	0.00	0.00	5,059.79	372.50	5,432.29
99		CARRIER ROOFTOP	03/26/98	SL / N/A	20.0000	1,171.00	100.0000	0.00	0.00	805.06	58.55	863.61
105		PLASTERING	11/22/00	SL / N/A	20.0000	5,751.00	100.0000	0.00	0.00	3,187.01	287.55	3,474.56
121		ROOF WORK	05/10/01	MSL / MM	27.5000	3,146.00	100.0000	0.00	0.00	1,218.47	114.22	1,332.69
122		ELECTRICAL WORK	10/25/01	MSL / MM	27.5000	1,216.00	100.0000	0.00	0.00	450.24	44.28	494.52
135		ELECTRICAL WORK	12/17/02	SL / N/A	39.0000	12,865.00	100.0000	0.00	0.00	2,968.83	329.87	3,298.70
136		WIRELESS FIRE ALARM SYSTEM	03/31/03	SL / N/A	39.0000	7,545.95	100.0000	0.00	0.00	1,693.04	193.49	1,886.53
137			05/20/03	SL / N/A	7.0000	6,845.00	100.0000	0.00	0.00	6,845.00	0.00	6,845.00
Subtotal: R						254,063.79		0.00	0.00	174,564.60	8,986.78	183,531.38
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Net for: R						254,063.79		0.00	0.00	174,564.60	8,986.78	183,531.38
RL		RENTAL PROPERTY LAND										
69			02/01/91	No Calc / N/A	5.0000	20,000.00	100.0000	0.00	0.00	0.00	0.00	0.00
Subtotal: RL						20,000.00		0.00	0.00	0.00	0.00	0.00
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Net for: RL						20,000.00		0.00	0.00	0.00	0.00	0.00
Subtotal:						1,584,055.32		0.00	0.00	850,179.08	45,986.70	896,165.78
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Grand Totals:						1,584,055.32		0.00	0.00	850,179.08	45,986.70	896,165.78

NARRATIVE OF WEST OF THE LAKE GARDENS

West of the Lake Gardens was established by John and Ruth West as their private residence in 1934. Over the next fifty years Mrs. West developed the estate's six acres to include numerous display gardens and manicured lawns. The gardens received national acclaim in the 1950s and 1960s. Beginning in 1957 the gardens were opened to the public each summer and included an annual garden walk and garden tea, which is no longer done.

Prior to her death in October 1990, Ruth West expressed a desire for the gardens to continue as they had during her lifetime. The West Foundation was then expanded to provide custodianship of the gardens, a responsibility which continues today.

Currently West of the Lake Gardens is open daily from mid-May (weather permitting) until the area's first frost. Limited parking is available on the grounds. According to Ruth West's wishes, the gardens remain open free of charge.

The property also includes four greenhouses, constructed between 1950 and 1991, an equipment garage and multi-purpose building with visitor restroom. The gardens are staffed by two full-time gardeners and part-time seasonal help.

Located on Highway 42 on the shores of Lake Michigan, the gardens are a natural stop for travelers visiting Door County and other points of interest in eastern Wisconsin.

No events took place during the year 2012 except the normal daily operations and open to public. We cannot determine approximately 3,000 – 4,000 visitors come to the gardens each year. As we do not charge a fee, I only can estimate our numbers.

Ruth St John and John Dunham West Foundation
Attachment to Part IX-A, Line 1
December 31, 2012

39-6056375

West of the Lake Gardens - Current expenditures

Operating expenses:

Salaries and wages	174,987
Payroll tax	20,117
Employee benefits	4,134
Plants, Shrubs,...	61,676
Supplies & small equipment	10,193
Repairs & maintenance	12,657
Insurance	56,609
Travel, training,...	1,157
Utilities	16,563

358,093

Capital expenditures placed in service:

Greehouse equipment

-

Total to Part IX-A, Line 1

358,093

Part XVI-B

The six acres of the West Gardens were maintained by John Dunham West and Ruth St John West as public gardens during their lifetimes. These individuals are the founders of the West Foundation and it was their expressed intent that the gardens continue to be maintained as a public facility by the foundation after their deaths. The house on the premises is presently the offices of the Ruth St John and John Dunham West Foundation, Inc.

The Foundation received \$15 million dollars in investment type assets from the estates of Ruth and John West early in 1991. In addition to giving consideration to grant requests and the management of the gardens, the Foundation President, with approval of the board of directors, has the responsibility for keeping the funds of the Foundation properly invested. It is estimated that approximately ten percent of the directors fees and salaries paid the President and Office Manager plus the overall expenses of the foundation office are devoted to the administration of the investment program for the assets of the Foundation.

The schedule of grants made set forth as a part of this 990-PF, indicate a concentration of gifts to causes or organizations having a base in Manitowoc County. Separately the expenses connected with the maintenance of the garden are set forth as qualifying distributions in this schedule.

Ruth St John and John Dunham West Foundation, Inc
Aintree Realized Gains and Losses
December 31, 2012

Closing T/D	Opening T/D	Quantity	Symbol/Cusip	Sec Description	Cost Basis	Proceeds	Gain/Loss	Term
01/06/2012	07/08/2011	0 33	WPX	WPX ENERGY INC COM	1.37	5.79	4 42	Short
07/24/2012	07/08/2011	21,000 00	BMJ	BRISTOL MYERS SQUIBB CO COM	347,068 78	727,287 20	380,218 42	Long
07/24/2012	07/13/2011	5,000 00	ROK	ROCKWELL AUTOMATION INC COM FORMERLY ROCKWELL INTL CORP	421,900 00	324,149 74	-97,750 26	Long
07/24/2012	07/08/2011	2,000 00	VZ	VERIZON COMMUNICATIONS COM	51,837 64	87,341 64	35,504 00	Long
10/22/2012	07/13/2011	5,000 00	ABT	ABBOTT LABS COM	266,150.00	326,868.17	60,718 17	Long
10/22/2012	07/13/2011	25,000 00	F	FORD MOTOR CO DEL COM PAR	335,000 00	251,994 35	-83,005 65	Long
10/22/2012	07/08/2011	5,000 00	GE	GENERAL ELECTRIC CO COM	164,302 00	106,647 61	-57,654 39	Long
10/22/2012	07/13/2011	500.00	IBM	INTERNATIONAL BUSINESS MACHS CORP COM	88,054 05	96,517 88	8,463 83	Long
10/22/2012	07/13/2011	5,000 00	IP	INTERNATIONAL PAPER CO	153,019 50	186,795 81	33,776 31	Long
10/22/2012	07/13/2011	15,000 00	JBL	JABIL CIRCUIT INC COM	300,930 00	256,926.24	-44,003.76	Long
10/22/2012	08/12/2011	5,000.00	JBL	JABIL CIRCUIT INC COM	81,100 00	85,642 08	4,542 08	Long
10/22/2012	07/13/2011	5,000 00	ORCL	ORACLE CORP COM	165,750.00	153,496 56	-12,253 44	Long
10/22/2012	07/13/2011	2,000.00	UTX	UNITED TECHNOLOGIES CORP COM	178,176 80	154,740 73	-23,436 07	Long
11/08/2012	07/08/2011	1,000 00	CVX	CHEVRON CORP NEW COM	42,962 76	106,661 81	63,699 05	Long
11/08/2012	08/12/2011	5,000 00	FDX	FEDEX CORP COM	404,750 00	452,154.87	47,404.87	Long
11/08/2012	08/26/2011	4,000 00	FDX	FEDEX CORP COM	302,102 00	361,723 89	59,621 89	Long
11/08/2012	07/28/2011	15,000 00	F	FORD MOTOR CO DEL COM PAR	188,050 50	165,852 78	-22,197 72	Long
11/08/2012	08/26/2011	5,000 00	F	FORD MOTOR CO DEL COM PAR	52,100 00	55,284.26	3,184 26	Long
11/08/2012	09/22/2011	5,000 00	F	FORD MOTOR CO DEL COM PAR	48,800 00	55,284 26	6,484 26	Long
11/08/2012	07/08/2011	5,000 00	GE	GENERAL ELECTRIC CO COM	164,302.00	105,347 64	-58,954 36	Long
11/08/2012	07/13/2011	5,000 00	GE	GENERAL ELECTRIC CO COM	93,900 00	105,347 64	11,447.64	Long
11/08/2012	07/13/2011	5,000 00	INTC	INTEL CORP COM	113,300 00	105,123 64	-8,176 36	Long
11/08/2012	07/22/2011	5,000 00	INTC	INTEL CORP COM	115,250 00	105,123 64	-10,126 36	Long
11/08/2012	08/12/2011	5,000 00	INTC	INTEL CORP COM	104,000 00	105,123.65	1,123 65	Long
11/08/2012	08/26/2011	5,000 00	MRK	MERCK & CO INC NEW COM	159,187.50	221,095 04	61,907 54	Long
11/08/2012	07/08/2011	5,000 00	MMM	3M CO COM	366,569 00	443,197.57	76,628 57	Long
11/08/2012	07/13/2011	3,000 00	UTX	UNITED TECHNOLOGIES CORP COM	267,265 20	230,237.04	-37,028 16	Long
11/08/2012	07/22/2011	5,000 00	UTX	UNITED TECHNOLOGIES CORP COM	441,000 00	383,728 40	-57,271 60	Long
11/16/2012	11/01/2011	5,000 00	INTC	INTEL CORP COM	119,400 00	99,497 77	-19,902.23	Long
11/16/2012	07/13/2011	5,000 00	ORCL	ORACLE CORP COM	165,750 00	149,396.65	-16,353 35	Long
					5,701,979 10	6,008,594 35	306,615 25	
01/11/2012	07/13/2011	5,000 00	AFL	AFLAC INC COM	229,030 00	219,917 27	-9,112 73	Short
01/11/2012	12/19/2011	7,000 00	AB	ALLIANCEBERNSTEIN HLDGS L P UNIT LTD PARTNERSHIP INT	91,499 10	102,676 82	11,177 72	Short
01/11/2012	07/13/2011	25,000 00	AMAT	APPLIED MATERIALS INC	314,250 00	293,581.86	-20,668 14	Short
01/11/2012	07/28/2011	5,000 00	AMAT	APPLIED MATERIALS INC	63,000.00	58,716 37	-4,283.63	Short
01/11/2012	08/12/2011	5,000 00	AMAT	APPLIED MATERIALS INC	58,500 00	58,716.37	216.37	Short
01/11/2012	11/01/2011	10,000 00	AMAT	APPLIED MATERIALS INC	120,300.00	117,432 74	-2,867 26	Short
01/11/2012	11/16/2011	2,500 00	AMAT	APPLIED MATERIALS INC	31,842.75	29,358 19	-2,484 56	Short
01/11/2012	07/08/2011	2,000 00	CVX	CHEVRON CORP NEW COM	85,925 52	215,275 86	129,350 34	Short
01/11/2012	07/08/2011	2,000.00	KO	COCA COLA COMPANY	83,640 50	135,679 99	52,039 49	Short
01/11/2012	07/08/2011	17,200 00	EDE	EMPIRE DIST ELEC CO COM	351,321 70	354,498 95	3,177 25	Short
01/11/2012	07/08/2011	5,000 00	EXC	EXELON CORP COM	49,887 50	202,572.61	152,685 11	Short
01/11/2012	09/22/2011	2,000 00	GILD	GILEAD SCIENCES INC	83,231 48	88,738 29	5,506 81	Short
01/11/2012	07/08/2011	15,000 00	JPM	JP MORGAN CHASE & CO COM ISIN#US46625H1005	424,064 10	545,989 51	121,925 41	Short

Ruth St John and John Dunham West Foundation, Inc
Aintree Realized Gains and Losses
December 31, 2012

Closing T/D	Opening T/D	Quantity	Symbol/Cusip	Sec Description	Cost Basis	Proceeds	Gain/Loss	Term
01/11/2012	07/08/2011	4,000.00	KMB	KIMBERLY CLARK CORP	112,275.44	290,087.23	177,811.79	Short
01/11/2012	07/08/2011	3,000.00	50075N104	KRAFT FOODS INC CL A N/C EFF 10/02/12 1 OLD / 1 NEW CU 609207105 MONDELEZ INTERNATIONAL INC	91,903.80	113,346.52	21,442.72	Short
01/11/2012	07/13/2011	5,000.00	TJX	TJX COMPANIES INC (NEW)	277,841.00	327,343.71	49,502.71	Short
01/11/2012	07/13/2011	15,000.00	VLO	VALERO ENERGY CORP NEW COM	391,029.00	305,713.63	-85,315.37	Short
01/11/2012	07/08/2011	5,000.00	VZ	VERIZON COMMUNICATIONS COM	129,594.11	194,546.26	64,952.15	Short
01/11/2012	07/08/2011	2,000.00	WMB	WILLIAMS COS INC COM	12,203.53	55,703.13	43,499.60	Short
02/03/2012	07/15/2011	5,000.00	AFL	AFLAC INC COM	227,550.00	247,422.74	19,872.74	Short
02/03/2012	07/08/2011	10,000.00	T	AT&T INC COM	156,920.93	300,089.23	143,168.30	Short
02/03/2012	12/19/2011	20,000.00	AB	ALLIANCEBERNSTEIN HLDGS L P UNIT LTD PARTNERSHIP INT	261,426.00	324,457.77	63,031.77	Short
02/03/2012	07/08/2011	5,000.00	BPL	BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	125,903.85	320,893.83	194,989.98	Short
02/03/2012	07/08/2011	3,000.00	CVX	CHEVRON CORP NEW COM	128,888.28	313,854.57	184,966.29	Short
02/03/2012	07/08/2011	5,000.00	DOW	DOW CHEM CO	204,465.00	170,496.72	-33,968.28	Short
02/03/2012	07/08/2011	10,000.00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	171,190.60	314,693.95	143,503.35	Short
02/03/2012	07/13/2011	5,000.00	FE	FIRSTENERGY CORP COM	220,200.00	216,095.85	-4,104.15	Short
02/03/2012	07/28/2011	5,000.00	FE	FIRSTENERGY CORP COM	224,900.00	216,095.85	-8,804.15	Short
02/03/2012	07/08/2011	15,000.00	JNJ	JOHNSON & JOHNSON COM	934,414.43	984,233.10	49,818.67	Short
02/03/2012	07/08/2011	5,000.00	MTW	MANITOWOC INC	5,381.73	78,248.49	72,866.76	Short
02/03/2012	07/13/2011	5,000.00	PG	PROCTER & GAMBLE CO COM	323,650.00	318,893.87	-4,756.13	Short
02/03/2012	07/15/2011	5,000.00	VLO	VALERO ENERGY CORP NEW COM	126,700.00	121,157.17	-5,542.83	Short
02/03/2012	07/28/2011	5,000.00	VLO	VALERO ENERGY CORP NEW COM	127,450.00	121,157.17	-6,292.83	Short
02/03/2012	08/12/2011	5,000.00	VLO	VALERO ENERGY CORP NEW COM	105,386.50	121,157.18	15,770.68	Short
02/03/2012	07/08/2011	3,000.00	WMB	WILLIAMS COS INC COM	18,305.29	87,688.31	69,383.02	Short
02/06/2012	07/08/2011	5,000.00	DOW	DOW CHEM CO	204,465.00	168,696.76	-35,768.24	Short
02/06/2012	07/08/2011	5,000.00	EXC	EXELON CORP COM	49,887.50	198,296.19	148,408.69	Short
02/06/2012	07/08/2011	1,000.00	KMB	KIMBERLY CLARK CORP	28,068.86	72,180.41	44,111.55	Short
02/06/2012	07/08/2011	2,000.00	50075N104	KRAFT FOODS INC CL A N/C EFF 10/02/12 1 OLD / 1 NEW CU 609207105 MONDELEZ INTERNATIONAL INC	61,269.20	77,292.11	16,022.91	Short
02/06/2012	07/13/2011	5,000.00	RHHBY	ROCHE HLDGS LTD SPONSORED ADR ISIN#US7211951043	207,645.00	214,459.88	6,814.88	Short
02/06/2012	08/12/2011	5,000.00	RHHBY	ROCHE HLDGS LTD SPONSORED ADR ISIN#US7211951043	205,405.00	214,459.88	9,054.88	Short
02/06/2012	07/08/2011	5,000.00	WMB	WILLIAMS COS INC COM	30,508.82	146,502.18	115,993.36	Short
02/23/2012	12/19/2011	20,000.00	AB	ALLIANCEBERNSTEIN HLDGS L P UNIT LTD PARTNERSHIP INT	261,426.00	274,563.05	13,137.05	Short
02/23/2012	07/13/2011	500.00	AAPL	APPLE INC COM	179,842.15	257,573.36	77,731.21	Short
02/23/2012	07/08/2011	5,300.00	BMJ	BRISTOL MYERS SQUIBB CO COM	87,593.55	171,663.90	84,070.35	Short
02/23/2012	07/08/2011	1,000.00	CVX	CHEVRON CORP NEW COM	42,962.76	108,241.65	65,278.89	Short
02/23/2012	07/08/2011	5,000.00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	85,595.30	162,372.07	76,776.77	Short
02/23/2012	07/13/2011	5,000.00	IP	INTERNATIONAL PAPER CO	153,019.50	164,997.03	11,977.53	Short
02/23/2012	07/08/2011	5,000.00	KMB	KIMBERLY CLARK CORP	140,344.31	357,871.55	217,527.24	Short
02/23/2012	07/08/2011	5,000.00	50075N104	KRAFT FOODS INC CL A N/C EFF 10/02/12 1 OLD / 1 NEW CU 609207105 MONDELEZ INTERNATIONAL INC	153,173.00	189,921.58	36,748.58	Short
02/23/2012	07/08/2011	5,000.00	MTW	MANITOWOC INC	5,381.73	79,185.07	73,803.34	Short
02/23/2012	08/26/2011	5,000.00	PFE	PFIZER INC COM	91,077.50	105,648.09	14,570.59	Short
02/28/2012	08/26/2011	0.50	SCCO	SOUTHERN COPPER CORP DEL COM	15.76	16.29	0.53	Short

Ruth St John and John Dunham West Foundation, Inc
Aintree Realized Gains and Losses
December 31, 2012

Closing T/D	Opening T/D	Quantity	Symbol/Cusip	Sec Description	Cost Basis	Proceeds	Gain/Loss	Term
03/05/2012	08/26/2011	20,000.00	ACI	ARCH COAL INC COM	375,200.00	245,421.58	-129,778.42	Short
03/05/2012	10/20/2011	5,000.00	ACI	ARCH COAL INC COM	78,691.00	61,355.39	-17,335.61	Short
03/05/2012	11/16/2011	5,000.00	ACI	ARCH COAL INC COM	82,136.00	61,355.39	-20,780.61	Short
03/05/2012	01/11/2012	5,000.00	ACI	ARCH COAL INC COM	78,500.00	61,355.40	-17,144.60	Short
03/05/2012	07/08/2011	3,000.00	BMJ	BRISTOL MYERS SQUIBB CO COM	49,581.25	98,581.22	48,999.97	Short
03/05/2012	07/08/2011	1,000.00	CVX	CHEVRON CORP NEW COM	42,962.76	108,484.64	65,521.88	Short
03/05/2012	07/08/2011	1,000.00	XOM	EXXON MOBIL CORP COM	15,069.04	86,258.64	71,189.60	Short
03/05/2012	07/08/2011	10,000.00	MTW	MANITOWOC INC	10,763.47	147,597.34	136,833.87	Short
03/05/2012	07/13/2011	5,000.00	NSC	NORFOLK SOUTHERN CORP	376,888.00	339,049.40	-37,838.60	Short
03/05/2012	07/22/2011	5,000.00	NSC	NORFOLK SOUTHERN CORP	380,700.00	339,049.39	-41,650.61	Short
03/06/2012	07/13/2011	1,000.00	IP	INTERNATIONAL PAPER CO	30,603.90	35,129.36	4,525.46	Short
03/06/2012	07/08/2011	500.00	VZ	VERIZON COMMUNICATIONS COM	12,959.41	19,440.05	6,480.64	Short
04/12/2012	07/08/2011	5,000.00	BPL	BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	125,903.85	290,603.49	164,699.64	Short
04/12/2012	07/13/2011	2,000.00	COP	CONOCOPHILLIPS COM	150,380.00	148,916.66	-1,463.34	Short
04/12/2012	07/08/2011	5,000.00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	85,595.30	153,206.56	67,611.26	Short
04/12/2012	07/08/2011	5,000.00	EXC	EXELON CORP COM	49,887.50	189,220.76	139,333.26	Short
04/12/2012	07/13/2011	3,500.00	HCP	HCP INC COM	129,939.60	136,496.94	6,557.34	Short
04/12/2012	07/13/2011	5,000.00	INTC	INTEL CORP COM	113,300.00	141,646.82	28,346.82	Short
04/12/2012	07/08/2011	2,000.00	KMP	KINDER MORGAN ENERGY PARTNERS L P UNIT LTD PARTNERSHIP INT	18,910.46	163,707.73	144,797.27	Short
04/12/2012	08/26/2011	5,000.00	PFE	PFIZER INC COM	91,077.50	109,397.54	18,320.04	Short
04/12/2012	07/08/2011	3,000.00	SPG	SIMON PTY GROUP INC NEW COM	87,446.28	436,095.13	348,648.85	Short
04/12/2012	07/08/2011	3,333.00	WPX	WPX ENERGY INC COM	13,830.89	54,376.68	40,545.79	Short
04/13/2012	07/08/2011	1,000.00	BMJ	BRISTOL MYERS SQUIBB CO COM	16,527.08	32,371.07	15,843.99	Short
04/13/2012	07/08/2011	100.00	BPL	BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	2,518.08	5,788.16	3,270.08	Short
04/13/2012	07/08/2011	200.00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	3,423.81	6,168.44	2,744.63	Short
05/16/2012	07/08/2011	3,000.00	BMJ	BRISTOL MYERS SQUIBB CO COM	49,581.25	99,631.96	50,050.71	Short
05/16/2012	07/08/2011	2,000.00	BPL	BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	50,361.54	99,503.77	49,142.23	Short
05/16/2012	07/08/2011	2,000.00	KO	COCA COLA COMPANY	83,640.51	153,165.36	69,524.85	Short
05/16/2012	07/13/2011	8,000.00	COP	CONOCOPHILLIPS COM	463,711.77	421,660.95	-42,050.82	Short
05/16/2012	07/15/2011	3,000.00	COP	CONOCOPHILLIPS COM	177,770.32	158,122.86	-19,647.46	Short
05/16/2012	07/08/2011	5,000.00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	85,595.30	148,344.17	62,748.87	Short
05/16/2012	07/08/2011	1,000.00	XOM	EXXON MOBIL CORP COM	15,069.04	82,880.34	67,811.30	Short
05/16/2012	07/13/2011	500.00	IBM	INTERNATIONAL BUSINESS MACHS CORP COM	88,054.05	99,677.86	11,623.81	Short
05/16/2012	07/13/2011	4,000.00	PSX	PHILLIPS 66 COM	137,808.23	127,397.14	-10,411.09	Short
05/16/2012	07/15/2011	1,500.00	PSX	PHILLIPS 66 COM	52,830.68	47,773.93	-5,056.75	Short
05/16/2012	07/08/2011	2,000.00	SPG	SIMON PTY GROUP INC NEW COM	58,297.52	305,690.55	247,393.03	Short
05/16/2012	07/08/2011	20,000.00	SO	SOUTHERN CO COM	326,286.60	907,113.68	580,827.08	Short
05/16/2012	07/08/2011	4,500.00	VZ	VERIZON COMMUNICATIONS COM	116,634.70	185,215.85	68,581.15	Short
06/12/2012	07/13/2011	10,000.00	ARW	ARROW ELECTRS INC COM	377,100.00	362,673.31	-14,426.69	Short
06/12/2012	11/01/2011	2,000.00	ARW	ARROW ELECTRS INC COM	68,892.00	68,156.07	-735.93	Short
06/12/2012	11/16/2011	2,500.00	ARW	ARROW ELECTRS INC COM	92,767.00	85,195.09	-7,571.91	Short
06/12/2012	03/05/2012	5,500.00	ARW	ARROW ELECTRS INC COM	218,955.00	187,429.20	-31,525.80	Short
06/12/2012	05/16/2012	2,000.00	ARW	ARROW ELECTRS INC COM	80,543.93	68,156.07	-12,387.86	Short
06/12/2012	07/08/2011	2,000.00	BPL	BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	50,361.54	98,138.80	47,777.26	Short
06/12/2012	01/11/2012	15,000.00	CPB	CAMPBELL SOUP CO	483,547.50	472,727.90	-10,819.60	Short

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Closing T/D	Opening T/D	Quantity	Symbol/Cusip	Sec Description	Cost Basis	Proceeds	Gain/Loss	Term
06/12/2012	02/03/2012	5,000 00	CPB	CAMPBELL SOUP CO	160,500.00	157,575 97	-2,924.03	Short
06/12/2012	02/06/2012	2,000.00	CPB	CAMPBELL SOUP CO	63,696 00	63,030 39	-665 61	Short
06/12/2012	07/08/2011	5,000 00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	85,595.30	142,071.81	56,476 51	Short
06/12/2012	07/08/2011	15,000 00	EXC	EXELON CORP COM	149,662 50	562,695 89	413,033 39	Short
06/12/2012	05/16/2012	5,000.00	EXC	EXELON CORP COM	193,943 50	187,565 30	-6,378 20	Short
06/12/2012	07/13/2011	1,500 00	HCP	HCP INC COM	55,505 10	61,224 43	5,719 33	Short
06/12/2012	07/28/2011	5,000.00	HCP	HCP INC COM	180,005 00	204,081 43	24,076 43	Short
06/12/2012	11/16/2011	3,500 00	HCP	HCP INC COM	133,817 25	142,857 00	9,039 75	Short
06/12/2012	07/13/2011	5,000 00	INTC	INTEL CORP COM	113,300.00	132,047 04	18,747 04	Short
06/12/2012	07/13/2011	10,000.00	KLAC	KLA-TENCOR CORP COM	421,291 00	474,175.37	52,884 37	Short
06/12/2012	02/03/2012	5,000.00	KLAC	KLA-TENCOR CORP COM	260,800 00	237,087.69	-23,712 31	Short
06/12/2012	07/08/2011	600 00	SO	SOUTHERN CO COM	9,788 60	28,111 89	18,323 29	Short
06/12/2012	08/26/2011	5,053 00	SCCO	SOUTHERN COPPER CORP DEL COM	159,314 74	148,807.52	-10,507.22	Short
06/12/2012	09/22/2011	5,053.50	SCCO	SOUTHERN COPPER CORP DEL COM	129,660 00	148,822.24	19,162 24	Short
06/12/2012	11/16/2011	2,526 75	SCCO	SOUTHERN COPPER CORP DEL COM	78,264 00	74,411 12	-3,852 88	Short
06/12/2012	01/11/2012	2,526 75	SCCO	SOUTHERN COPPER CORP DEL COM	80,996 75	74,411 12	-6,585 63	Short
06/12/2012	05/16/2012	5,000 00	SCCO	SOUTHERN COPPER CORP DEL COM	158,830 51	147,246 70	-11,583 81	Short
06/12/2012	07/13/2011	5,000 00	UHS	UNIVERSAL HEALTH SVCS INC CL B	270,705 00	199,055 54	-71,649 46	Short
07/02/2012	07/08/2011	3,000 00	BPL	BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	75,542.31	157,284 37	81,742 06	Short
07/02/2012	01/11/2012	5,000 00	CELG	CELGENE CORP	360,050 00	321,504 29	-38,545 71	Short
07/02/2012	07/08/2011	3,000 00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	51,357.18	92,294 73	40,937 55	Short
07/03/2012	11/16/2011	0 655	DUK	DUKE ENERGY CORP NEW COM NEW	40 14	45 11	4 97	Short
07/05/2012	07/08/2011	2,000 00	BMV	BRISTOL MYERS SQUIBB CO COM	33,054 17	69,587 04	36,532 87	Short
07/05/2012	07/08/2011	2,000 00	EEP	ENBRIDGE ENERGY PARTNERS LP COM	34,238 12	60,243 05	26,004 93	Short
07/05/2012	07/08/2011	1,240 00	KMP	KINDER MORGAN ENERGY PARTNERS L P UNIT LTD PARTNERSHIP INT	11,724 49	99,744.35	88,019 86	Short
07/24/2012	04/12/2012	2,000 00	BMV	BRISTOL MYERS SQUIBB CO COM	65,056 60	69,265 45	4,208 85	Short
07/24/2012	08/12/2011	2,000 00	ROK	ROCKWELL AUTOMATION INC COM FORMERLY ROCKWELL INTL CORP	129,093 40	129,659.89	566 49	Short
07/24/2012	02/03/2012	3,000 00	ROK	ROCKWELL AUTOMATION INC COM FORMERLY ROCKWELL INTL CORP	244,710 00	194,489 84	-50,220 16	Short
07/24/2012	04/12/2012	4,000 00	ROK	ROCKWELL AUTOMATION INC COM FORMERLY ROCKWELL INTL CORP	320,280.00	259,319 79	-60,960 21	Short
10/22/2012	01/11/2012	5,000 00	DIS	DISNEY WALT CO DISNEY COM	193,650 00	257,066 74	63,416 74	Short
10/22/2012	11/01/2011	5,000 00	JBL	JABIL CIRCUIT INC COM	96,690 50	85,642 08	-11,048 42	Short
10/22/2012	01/11/2012	5,000 00	JBL	JABIL CIRCUIT INC COM	106,300.00	85,642 08	-20,657 92	Short
10/22/2012	05/16/2012	5,000 00	JBL	JABIL CIRCUIT INC COM	99,568 00	85,642 09	-13,925 91	Short
10/22/2012	03/05/2012	5,000 00	KMT	KENAMETAL INC CAP STK	229,620 50	182,100 42	-47,520 08	Short
10/22/2012	05/16/2012	5,000 00	KMT	KENAMETAL INC CAP STK	185,922 00	182,100 42	-3,821 58	Short
10/22/2012	07/02/2012	3,000 00	KMT	KENAMETAL INC CAP STK	97,657 20	109,260 25	11,603.05	Short
11/08/2012	03/05/2012	25,000 00	NBR	NABORS INDS LTD SHS ISIN#BMG6359F1032	516,517 50	332,437 55	-184,079 95	Short
11/08/2012	01/11/2012	500.00	FDX	FEDEX CORP COM	44,718 55	45,215 49	496 94	Short
11/08/2012	01/11/2012	5,000 00	HFC	HOLLYFRONTIER CORP COM	131,887.00	204,991.40	73,104 40	Short
11/16/2012	03/05/2012	10,000.00	NBR	NABORS INDS LTD SHS ISIN#BMG6359F1032	206,607.00	128,116 13	-78,490 87	Short
11/16/2012	04/12/2012	5,000 00	NBR	NABORS INDS LTD SHS ISIN#BMG6359F1032	85,250.00	64,058 07	-21,191.93	Short

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11/16/2012	07/02/2012	5,000 00	NBR	NABORS INDS LTD SHS ISIN#BMG6359F1032	70,603 00	64,058 06	-6,544 94	Short
11/16/2012	11/16/2011	2,000 00	DD	DU PONT E I DE NEMOURS & CO COM	95,732 40	83,730.12	-12,002 28	Short
11/16/2012	02/03/2012	10,000 00	F	FORD MOTOR CO DEL COM PAR	126,300 00	104,297 66	-22,002 34	Short
11/16/2012	06/12/2012	2,000 00	WDC	WESTERN DIGITAL CORP COM	60,578 00	67,606 08	7,028 08	Short
01/06/2012	07/08/2011	0 33	WPX	WPX ENERGY INC COM	1.37	5 79	4.42	Short
					20,230,781.42	25,300,887.59	5,070,106.17	
					25,932,760.52	31,309,481.94	5,376,721.42	