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

Department of the Treasury
 Internal Revenue Service

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

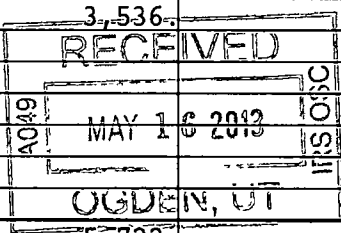
For calendar year 2012 or tax year beginning , 2012, and ending , 20

RECEIVED MAY 14 2013

Name of foundation DAVID EVEREST FDN 000002025003		A Employer identification number 39-6063922
Number and street (or P.O. box number if mail is not delivered to street address) 111 WEST MONROE STREET TAX DIV 10C		B Telephone number (see instructions) 312- 461-5154
City or town, state, and ZIP code CHICAGO, IL 60603		C If exemption application is pending, check here <input 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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input 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 type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 97,055.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
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.)		

RECEIVED MAY 20 2013

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 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	2,117.	2,186.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	3,536.			
b Gross sales price for all assets on line 6a 22,812.				
7 Capital gain net income (from Part IV, line 2)		3,536.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	5,653.	5,722.		
13 Compensation of officers, directors, trustees, etc.	777.	388.		388.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 2	600.	300.	NONE	300.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3	89.	33.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	1,466.	721.	NONE	688.
25 Contributions, gifts, grants paid	5,725.			5,725.
26 Total expenses and disbursements. Add lines 24 and 25	7,191.	721.	NONE	6,413.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-1,538.			
b Net investment income (if negative, enter -0-)		5,001.		
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			
	2	Savings and temporary cash investments	570.		
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	70,846.		
	c	Investments - corporate bonds (attach schedule)	17,242.		
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)		87,124.	97,055.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	72.			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	88,730.	87,124.	97,055.	
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)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	88,730.	87,124.	
	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 (see instructions)	88,730.	87,124.		
31	Total liabilities and net assets/fund balances (see instructions)	88,730.	87,124.		

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 88,730.
2	Enter amount from Part I, line 27a	2 -1,538.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3 4.
4	Add lines 1, 2, and 3	4 87,196.
5	Decreases not included in line 2 (itemize) ▶ ADJ TO BOOK VALUE	5 72.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 87,124.

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns (a) through (k) for publicly traded securities. Includes rows for gross sales price, depreciation, cost basis, gain/loss, and net capital gain/loss.

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 [X] No

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

Table with columns (a) Base period years, (b) Adjusted qualifying distributions, (c) Net value of noncharitable-use assets, and (d) Distribution ratio. Includes rows for 2011-2007 and summary rows 2-8.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 22.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political expenditures, and reporting requirements. Includes a state code 'WI' for line 8a.

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 SEE STATEMENT 4 Telephone no.
Located at ZIP+4
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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 X 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
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 X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **5b**

Organizations relying on a current notice regarding disaster assistance check here **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **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? Yes No **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BMO HARRIS BANK N.A. PO BOX 2977, MILWAUKEE, WI 53201	TRUSTEE 1	777.	- 0 -	- 0 -

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

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

Total number of other employees paid over \$50,000 **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		NONE

Total number of others receiving over \$50,000 for professional services		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	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 NONE		
2		
All other program-related investments. See instructions		
3 NONE		
Total. Add lines 1 through 3		

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	96,370.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	96,370.
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	NONE
3	Subtract line 2 from line 1d	3	96,370.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,446.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	94,924.
6	Minimum investment return. Enter 5% of line 5	6	4,746.

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	4,746.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	50.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	50.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,696.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	4,696.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,696.

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	6,413.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,413.
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	50.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,363.

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				4,696.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007			NONE	
b From 2008			1,368.	
c From 2009			1,859.	
d From 2010			1,788.	
e From 2011			1,797.	
f Total of lines 3a through e	6,812.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 6,413.				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				4,696.
e Remaining amount distributed out of corpus	1,717.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,529.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	8,529.			
10 Analysis of line 9:				
a Excess from 2008			1,368.	
b Excess from 2009			1,859.	
c Excess from 2010			1,788.	
d Excess from 2011			1,797.	
e Excess from 2012			1,717.	

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

NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the 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).)

N/A

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.

N/A

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

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

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

SEE STATEMENT 5

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
STATE HISTORICAL SOCIETY 816 STATE ST MADISON WI 53706	NONE	PUBLIC CHA	CHARITABLE	2,725.
DC EVEREST SENIOR HIGH SCHOOL 6500 ALDERSON STREET SCHOFIELD WI 54476	NONE	PUBLIC CHA	CHARITABLE	3,000.
Total ▶ 3a				5,725.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 2,117), 5 Net rental income or (loss) from real estate (a-b), 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, 3,536), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (5,653), 13 Total (5,653).

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Paid Preparer Use Only Print/Type preparer's name WESLEY HIRSCHBERG Preparer's signature Wesley Hirschberg Date 05/08/2013 Check self-employed if PTIN P00162244 Firm's name THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN 75-1297386 Firm's address ONE NORTH DEARBORN ST., 5TH FL CHICAGO, IL 60602 Phone no. 312-873-6900

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ALLIANZGI NFJ DIVIDEND VALUE-INSTL	163.	163.
DODGE & COX INTL STOCK FUND	114.	114.
DODGE & COX STK FD COM	265.	265.
FEDERATED INST HI YLD BOND FUND	62.	62.
FIDELITY ADV FLO RT H/I-I	31.	31.
HARBOR FD INTL FD	112.	112.
HARBOR FD CAP APPRECIATION FD	12.	12.
BMO SMALL-CAP GROWTH FUND	3.	3.
BMO MID-CAP GROWTH FUND	10.	10.
BMO MID-CAP VALUE FUND	49.	49.
BMO LARGE-CAP GROWTH FUND	21.	21.
BMO SHORT-INTERMEDIATE BOND FUND	118.	118.
BMO PRIME MONEY MARKET FUND	6.	6.
PIMCO FDS TOTAL RETURN FD INSTL CL	580.	580.
PIMCO INVESTMENT GRD CORP-IN	179.	179.
SCOUT INTERNATIONAL FUND	59.	59.
TEMPLETON GLOBAL BOND FUND-AD	51.	51.
VANGUARD INTERMEDIATE-TERM B	174.	174.
VANGUARD SHORT TERM BOND ETF	2.	2.
VANGUARD 500 INDEX FUND-SIGN	115.	115.
VANGUARD SMALL CAP VALUE IDX FD #860	46.	46.
WELLS FARGO ADV EMG MK EQ IS	14.	14.
990PF ADJ	-69.	
TOTAL	2,117.	2,186.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	600.	300.		300.
TOTALS	600.	300.	NONE	300.

FORM 990PF, PART I - TAXES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	28.	
FEDERAL ESTIMATES - INCOME	28.	
FOREIGN TAXES ON QUALIFIED FOR	22.	22.
FOREIGN TAXES ON NONQUALIFIED	11.	11.
TOTALS	89.	33.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: BMO HARRIS BANK N.A.
ATTN: HECTOR AHUMADA
ADDRESS: 111 WEST MONROE STREET, 10C
CHICAGO, IL 60603

TELEPHONE NUMBER: (312)461-5154

RECIPIENT NAME:

PATRICIA BAKER

ADDRESS:

BMO HARRIS BANK N.A. PO BOX 209
WAUSAU, WI 54402

RECIPIENT'S PHONE NUMBER: 715-847-4604

FORM, INFORMATION AND MATERIALS:

SHORT LETTER EXPLAINING THE PURPOSE OF THE ORGANIZATION
AND SPECIFIC USES OF THE GRANT. ATTACH A COPY OF
EXEMPT STATUS LETTER IF NOT LISTED IN IRS PUB 78.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ORGANIZATION MUST BE LOCATED IN WAUSAU
OR NORTHERN WISCONSIN

• *Details of assets in your account*

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	CURRENT MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME
CASH & SHORT-TERM							
CASH	-1,802.400		1.0000	-1,802.40	-1,802.40	0.00	0.00
TOTAL CASH & SHORT-TERM				-\$1,802.40	-\$1,802.40	\$0.00	\$0.00
CASH & SHORT-TERM							
BMO PRIME MONEY MARKET CL I # 090	4,345.580		1.0000	4,345.58	4,345.58	0.00	0.31
BMO PRIME MONEY MARKET CL I # 090 (INCOME INVESTMENT)	0.000		1.0000	0.00	0.00	0.00	0.06
TOTAL CASH & SHORT-TERM				\$4,345.58	\$4,345.58	\$0.00	\$0.37
FIXED INCOME/LOW VOLATILITY							
Corporate and other taxable							
BMO SHORT-INTERMEDIATE BOND FUND CLASS I	636.993		10.5100	6,694.80	5,979.82	714.98	8.60
FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND	85.795		9.9200	851.09	845.08	6.01	2.35
PIMCO INVESTMENT GRADE CORPORATE BOND FUND	282.220		11.1200	3,138.29	3,000.00	138.29	11.27
PIMCO TOTAL RETURN INSTITUTIONAL FUND	922.252		11.2400	10,366.11	10,070.45	295.66	1.59
VANGUARD INTERMEDIATE-TERM BOND ETF	60.000		88.2500	5,295.00	4,960.68	334.32	0.00
Total Corporate and other taxable				\$26,345.29	\$24,856.03	\$1,489.26	\$23.81
Alternatives-Low Volatility							
Opportunistic low volatility							

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	FIHXB	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ACCRUED INCOME
FEDERATED INSTITUTIONAL HIGH YIELD BOND FUND		0.000		10 1900		0.00	0.00		0.00	4.24
Total Alternatives-Low Volatility						\$0.00	\$0.00		\$0.00	\$4.24
TOTAL FIXED INCOME/LOW VOLATILITY						\$26,345.29	\$24,856.03		\$1,489.26	\$28.05
EQUITY/HIGH VOLATILITY										
U.S. equity funds										
ALLIANZ NFJ DIVIDEND VALUE FUND Large cap value	NFJEX	421 941		12 6900		5,354.43	5,000.00		354.43	0.00
BMO LARGE-CAP GROWTH FUND CLASS I Large cap growth	MLCIX	355 340		13 4000		4,761.56	4,142.54		619.02	0.00
BMO MID-CAP GROWTH FUND CLASS I Mid cap growth	MRMIX	324 981		20 3600		6,616.61	3,758.27		2,858.34	0.00
BMO MID-CAP VALUE FUND CLASS I Mid cap value	MRVIX	436 481		13 3200		5,813.93	4,298.15		1,515.78	0.00
BMO SMALL-CAP GROWTH FUND CLASS I Small cap growth	MSGIX	228 563		18 1400		4,146.13	4,502.71		-356.58	0.00
DODGE & COX STOCK FUND Large cap value	DODGX	134 360		121 9000		16,378.48	13,523.37		2,855.11	0.00
HARBOR CAPITAL APPRECIATION FUND #12 Large cap growth	HACAX	73 099		42 5200		3,108.17	3,000.00		108.17	0.00
VANGUARD SMALL-CAP VALUE INDEX FUND Small cap value	VISYX	106 125		17 4000		1,846.58	1,750.00		96.58	0.00
VANGUARD 500 INDEX FUND Large cap diversified equity	VIFSX	48 866		108 5200		5,302.94	5,000.00		302.94	0.00

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ACCRUED INCOME
Total U S equity funds					\$53,328.83	\$44,975.04		\$8,353.79	\$0.00
International									
DODGE & COX INTERNATIONAL STOCK FUND Developed large cap	139 938		34.6400		4,847.45	5,000.00		-152.55	0.00
HARBOR INTERNATIONAL FUND #11 Developed large cap	79 592		62.1200		4,944.26	5,000.00		-55.74	0.00
SCOUT INTERNATIONAL FUND Developed large cap	97 943		33.3500		3,266.40	3,000.00		266.40	0.00
WELLS FARGO ADVANTAGE EMERGING MARKETS EQUITY FUND Emerging	78 758		22.6000		1,779.93	1,750.00		29.93	0.00
Total International					\$14,838.04	\$14,750.00		\$88.04	\$0.00
TOTAL EQUITY/HIGH VOLATILITY					\$68,166.87	\$59,725.04		\$8,441.83	\$0.00
OTHER ASSETS									
Miscellaneous	1 000		0.0000		0.00	0.00		0.00	0.00
DECLARATION OF TRUST					\$0.00	\$0.00		\$0.00	\$0.00
Total Miscellaneous					\$0.00	\$0.00		\$0.00	\$0.00
TOTAL OTHER ASSETS					\$0.00	\$0.00		\$0.00	\$0.00
TOTAL ASSETS IN YOUR ACCOUNT					\$87,055.34	\$87,124.25		\$9,931.09	\$28.42