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

OMB No. 1545-0052

2012

Open to Public Inspection

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

Name of foundation

VIRGIL ADKINS TRUST 16-117702

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

1100 W ST GERMAIN ST

City or town, state, and ZIP code

ST. CLOUD, MN 56301

G Check all that apply:	Initial return	Initial return of a former public charity
	Final return	Amended return
	Address change	Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,270,252. J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

A Employer identification number

41-1642234

B Telephone number (see instructions)

320- 258-2464

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ►
 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	1,250.	1,250.			
4 Dividends and interest from securities	36,229.	35,922.			
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10	32,081.				
b Gross sales price for all assets on line 6a	236,564.				
7 Capital gain net income (from Part IV, line 2)		32,081.			
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)	379.	379.			
12 Total, Add lines 1 through 11. <i>OSC</i>	69,939.	69,632.			
13 Compensation of officers, directors, trustees, etc.	15,411.	15,411.			
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) <i>STMT. 1</i>	250.	250.			
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) <i>STMT. 2</i>	235.	235.			
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) <i>STMT. 3</i>	25.	25.			
24 Total operating and administrative expenses.					
Add lines 13 through 23	15,921.	15,921.			
25 Contributions, gifts, grants paid	63,400.				
26 Total expenses and disbursements Add lines 24 and 25	79,321.	15,921.			
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-9,382.				
b Net investment income (if negative, enter -0-)		53,711.			
c Adjusted net income (if negative, enter -0-)					

P

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
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	49,712.	14,865.	14,865.
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)	STMT 4	365,848.	388,599.
	b Investments - corporate stock (attach schedule)	STMT 5	430,159.	534,258.
	c Investments - corporate bonds (attach schedule)	STMT 7	248,779.	263,032.
11	Investments - land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	STMT 8	1,091,490.	69,495.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,141,202.	1,129,146.	1,270,252.
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			
Net Assets or Fund Balances	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	1,141,202.	1,129,146.	
	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)	1,141,202.	1,129,146.	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances (see instructions)	1,141,202.	1,129,146.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,141,202.
2	Enter amount from Part I, line 27a	2	-9,382.
3	Other increases not included in line 2 (itemize) ► ROUNDING	3	2.
4	Add lines 1, 2, and 3	4	1,131,822.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	5	2,676.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,129,146.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 236,564.		204,483.	32,081.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			32,081.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	32,081.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see 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	60,501.	1,282,071.	0.047190
2010	57,604.	1,245,469.	0.046251
2009	67,743.	1,149,303.	0.058943
2008	108,673.	1,374,092.	0.079087
2007	71,180.	1,495,359.	0.047601

2 Total of line 1, column (d)	2	0.279072
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055814
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,272,673.
5 Multiply line 4 by line 3	5	71,033.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	537.
7 Add lines 5 and 6	7	71,570.
8 Enter qualifying distributions from Part XII, line 4 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.	8	63,400.

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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,074.		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .					
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . .	6 Credits/Payments:	2	
3	Add lines 1 and 2 . . .				3	1,074.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .				4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . .				5	1,074.
6	Credits/Payments:					
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	712.	7 Total credits and payments. Add lines 6a through 6d . . .	7 712.	
b	Exempt foreign organizations - tax withheld at source . . .	6b	NONE			
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	NONE			
d	Backup withholding erroneously withheld . . .	6d				
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	362.			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10				
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ►	11		Refunded		

Part VII-A Statements Regarding Activities

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? . . .	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	Yes	No
1b		X	
1c	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	Yes	No
1c		X	
2	Did the foundation file Form 1120-POL for this year? . . .	Yes	No
2		X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1)	On the foundation. ► \$ _____	(2)	On foundation managers. ► \$ _____
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
3	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . .	Yes	No
3		X	
If "Yes," attach a detailed description of the activities			
4a	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 . . .	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .	Yes	No
4b		X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .	Yes	No
5		X	
If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	Yes	No
6		X	
● 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? . . .			
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	Yes	No
7		X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
MN			
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 . . .	Yes	No
8b		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . .	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .	Yes	No
10		X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	Telephone no. ► <u>(320) 258-2464</u>	
Located at ► <u>1100 WEST ST. GERMAIN ST., ST CLOUD, MN</u> ZIP+4 ► <u>56301</u>		
15	► <input type="checkbox"/>	
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 ►		

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		
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?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
If "Yes," list the years ► <u>2008</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	
	If "Yes" to 6b, file Form 8870	X	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BREMER TRUST, N.A. 1100 West St Germain Street, St Cloud, MN 56302	Trustee 40	15,411.		- 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
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
Total number of other employees paid over \$50,000				

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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 (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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		►

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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	1,250,005.
b Average of monthly cash balances	1b	42,049.
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	1,292,054.
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	1,292,054.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,381.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,272,673.
6 Minimum investment return. Enter 5% of line 5	6	63,634.

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	63,634.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,074.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,074.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	62,560.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	62,560.
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	62,560.

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	63,400.
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	63,400.
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	N/A
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	63,400.

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				62,560.
2 Undistributed income, if any, as of the end of 2012.			63,390.	
a Enter amount for 2011 only		NONE		
b Total for prior years 20 10 .20 .20 .				
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$			63,400.	
a Applied to 2011, but not more than line 2a			63,390.	
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				10.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				62,550.
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	NONE			
10 Analysis of line 9.				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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)

Check box to indicate whether the foundation is a private operating foundation described in Section 4942(j)(3)(B)(ii)					
	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	
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).)

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:
- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

Recipient	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				
MINNEAPOLIS SOCIETY FOR THE BLIND MS KATE GRATHWOHL MINNEAPOLIS MN 55403-3101	NONE	PUBLIC CHA	GRAL OPERATING CHARITABLE FUND	25,360.
COURAGE CENTER DIRECTOR, MAJOR/PLANNED GIFTS MINNEAPOLIS MN	NONE	PUBLIC CHA	GRAL OPERATING CHARITABLE FUND	9,510.
SIGHT & HEARING ASSN MS KATHY WEBB, EXECUTIVE DIR ST PAUL MN 5510	NONE	PUBLIC CHA	GRAL OPERATING CHARITABLE FUND	19,020.
FOLEY SCHOOL DISTRICT PO BOX 397 FOLEY MN 56329-0397	NONE	PUBLIC SCH	SCHOLARSHIPS	4,755.
MILACA PUBLIC SCHOOLS RUTH RANKIN-MELEEN, AWARDS CHAIR MILACA MN 5	NONE	PUBLIC SCH	SCHOLARSHIPS	4,755.
Total			► 3a	63,400.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

1 Program service revenue:

a _____
 b _____
 c _____
 d _____
 e _____
 f _____

g Fees and contracts from government agencies**2 Membership dues and assessments****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate:**

a Debt-financed property
 b Not debt-financed property

6 Net rental income or (loss) from personal property**7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue. a**

b OTHER REVENUE

c _____
 d _____
 e _____

12 Subtotal. Add columns (b), (d), and (e)**13 Total. Add line 12, columns (b), (d), and (e)**

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

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

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

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 (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.		

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.

B. If yes, complete the following schedule:		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

**Sign
Here**

Richard A. O'Nello

04/26/2013

Date

► Sr. Vice Pres

Title

May the IRS discuss this return
with the preparer shown below
(see instructions)? Yes No

BREMER TRUST N.A. BY		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name		04/26/2013		
	WESLEY HIRSCHBERG				
	Firm's name ► THOMSON REUTERS (TAX & ACCOUNTING)	Firm's EIN ►			
Firm's address ► ONE NORTH DEARBORN STREET CHICAGO, IL	60602	Phone no. 312-873-6900			

Form 990-PF (2012)

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FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	250.	250.	-	-
TOTALS	250.	250.	NONE	NONE

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	129. 106. -----	129. 106. -----
TOTALS	235. =====	235. =====

VIRGIL ADKINS TRUST 16-117702

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FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	25.	25.
TOTALS	=====	=====

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16-117702

2.1

STATEMENT 3

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BOOK VALUE	ENDING FMV
FFCB 2.000% 9/19/18	25,000.	25,284.
FHLB 2.375% 3/14/14	25,063.	25,649.
FHLB 4.125% 12/13/19	25,078.	29,626.
FHLMC GD PL #G06782 4.0% 10/01	13,637.	14,052.
FNMA PL #256636 5.50% 12/01/37	14,297.	14,844.
FNMA PL #257003 5.50% 12/01/37	13,686.	14,104.
FNMA PL #727437 4.50% 7/01/18	10,873.	11,414.
FNMA PL #AJ0029 4.0% 10/01/41	21,221.	21,939.
FNMA SER 19 CMO 4.0% 1/25/33	19,047.	19,475.
GNMA SER 113 CMO 2.5% 10/20/37	37,031.	37,716.
NEW JERSEY ST 5.05% 4/01/15	26,675.	26,201.
NEW ROCHELLE NY 3.5% 10/15/17	26,065.	26,526.
ST LOUIS CNTY MO 5.0% 12/01/25	24,938.	27,449.
U.S. TREASURY 3.625% 8/15/19	83,237.	94,320.
TOTALS	365,848.	388,599.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERATED STRATEGIC VAL DIV IS	47,763.	62,043.
HARBOR INTERNATIONAL FD-INS	36',664.	51,689.
OPPENHEIMER DEVELOPING MKT-Y	16,423.	25,647.
SEI SIT EMERGING MKT EQUITY CL	8,373.	9,917.
SEI SIT INTL EQUITY CL A 95	7,645.	7,400.
SIMT LARGE CAP FUND - A	14',342.	15,247.
SIMT SMALL CAP FUND - A	28,536.	25,882.
VANGUARD INTERNATIONAL GROWTH	37,263.	51,885.
3M CO	7,441.	8,542.
ABBOT LABS	4,'268.	5,699.
ACTIVISION BLIZZARD, INC.	5,784.	5,257.
AIR PRODUCTS & CHEMICALS, INC.	7,962.	8,654.
AKAMAI TECHNOLOGIES, INC.	3,411.	5,973.
APPLE, INC.	4,038.	8,515.
BROADCOM CORP	4,'827.	5,679.
CAMERON INTERNATIONAL CORP	5,659.	5,985.
CELGENE CORP	6,'118.	8,396.
CISCO SYSTEMS, INC.	7,855.	8,489.
CITIGROUP, INC.	5,'750.	6,053.
COLGATE PALMOLIVE CO	4,'421.	5,'645.
COMCAST CORP CL A	3,'719.	8,630.
CVS CAREMARK CORP	3,884.	5,657.
DEERE & CO	7,991.	8,642.
DOVER CORP	3,'924.	5,'848.
EBAY INC	3,894.	5,712.
EMC CORP MASS	4,'119.	5,819.
EMERSON ELEC CO	7,246.	8,738.
EXXONMOBIL CORP	4,017.	5,539.
GOOGLE INC CL A	6,'350.	8,489.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HUDSON CITY BANCORP INC	6,619.	8,634.
ITC HOLDINGS CORP	4,100.	5,614.
MICROSOFT CORP	5,791.	5,609.
MYLAN INC	3,720.	5,572.
NIKE INC - CLASS B	5,570.	5,986.
PEPSICO INC	7,441.	8,348.
PROCTER & GAMBLE CO	5,025.	5,499.
QUALCOMM INC	3,627.	5,629.
QUEST DIAGNOSTICS INC	5,329.	5,652.
SCHLUMBERGER LTD	7,564.	8,177.
ST JUDE MEDICAL INC	6,102.	5,819.
STATE STREET CORP	7,489.	8,838.
STERICYCLE INC	3,289.	5,690.
SYSKO CORP	5,030.	5,635.
T ROWE PRICE GROUP INC	6,308.	8,661.
TARGET CORP	7,325.	8,225.
THE MOSAIC COMPANY	8,297.	8,664.
THERMO FISHER SCIENTIFIC INC	4,167.	5,613.
TRANSOCEAN LTD	9,217.	8,485.
VODAFONE GROUP SPONS ADR	8,462.	8,237.
TOTALS	430,159.	534,258.

VIRGIL ADKINS TRUST 16-117702

FORM 990PF, PART II - CORPORATE BONDS

41-1642234

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EATON VANCE BUILD AMER BND-I	22,578.	24,841.
FEDERATED INTMD COR BD INSTL	143,620.	152,095.
SEI SIMT HIGH YIELD BOND CL A	31,446.	34,000.
SEI SIT EMERGING MKT DEBT CL A	19,126.	19,527.
SEI SIT INTL FIXED INCOME CL A	32,009.	32,569.
TOTALS	248,779.	263,032.

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STATEMENT 7

VIRGIL ADKINS TRUST 16-117702

41-1642234

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
ABSOLUTE STRATEGIES FUND I	C	69,495.	69,498.
TOTALS		69,495.	69,498.

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16-117702

STATEMENT 8
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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
AMORTIZATION ADJUSTMENT	2,318.
BASIS ADJUSTMENT	358.
TOTAL	2,676.

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041

OMB No. 1545-0092

2012

Name of estate or trust

VIRGIL ADKINS TRUST 16-117702

Employer identification number

41-1642234

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					334.
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b				634.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2				
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3				
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4				()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5				968.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					2,771.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b				28,342.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7				
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8				
9 Capital gain distributions	9				
10 Gain from Form 4797, Part I	10				
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11				()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12				31,113.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		968 .
14	Net long-term gain or (loss):			
a	Total for year	14a		31,113 .
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ►	15		32,081 .

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	
	a The loss on line 15, column (3) or b \$3,000	16

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero.	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ►	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,400	24		
25	Is the amount on line 23 equal to or more than the amount on line 24?			
	<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.	25		
	<input type="checkbox"/> No. Enter the amount from line 23	26		
26	Subtract line 25 from line 24	27		
27	Are the amounts on lines 22 and 26 the same?	28		
	<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	29		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	30		
29	Subtract line 28 from line 27	31		
30	Multiply line 29 by 15% (.15)	32		
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
32	Add lines 30 and 31	34		
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			

Schedule D (Form 1041) 2012

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

OMB No. 1545-0092

2012

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Name of estate or trust

VIRGIL ADKINS TRUST 16-117702

Employer identification number

41-1642234

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 743.62 FNMA PL #257003 12/01/37	04/26/2011	01/25/2012	744.00	800.00	-56.00
20000. FHLB 2/09/18	02/18/2011	02/09/2012	20,000.00	19,850.00	150.00
438.46 FNMA PL #257003 12/01/37	04/26/2011	02/25/2012	438.00	472.00	-34.00
1114.56 FNMA PL #257003 12/01/37	04/26/2011	03/25/2012	1,115.00	1,199.00	-84.00
170. BEST BUY CO	02/22/2012	04/10/2012	3,604.00	4,903.00	-1,299.00
1179.97 FHLMC GD PL #G0678 10/01/41	02/21/2012	04/15/2012	1,180.00	1,236.00	-56.00
843.55 FNMA PL #257003 12/01/37	04/26/2011	04/25/2012	844.00	907.00	-63.00
245. CVR ENERGY INC	11/14/2011	05/03/2012	7,350.00	5,477.00	1,873.00
548.09 FHLMC GD PL #G06782 10/01/41	02/21/2012	05/15/2012	548.00	574.00	-26.00
159.57 FNMA PL #AJ0029 10/01/41	03/23/2012	05/25/2012	160.00	167.00	-7.00
608.72 FHLMC GD PL #G06782 10/01/41	02/21/2012	06/15/2012	609.00	638.00	-29.00
371.55 FNMA PL #AJ0029 10/01/41	03/23/2012	06/25/2012	372.00	389.00	-17.00
712.62 FHLMC GD PL #G06782 10/01/41	02/21/2012	07/15/2012	713.00	746.00	-33.00
624.31 FNMA PL #AJ0029 10/01/41	03/23/2012	07/25/2012	624.00	654.00	-30.00
868.32 FHLMC GD PL #G06782 10/01/41	02/21/2012	08/15/2012	868.00	910.00	-42.00
333.67 FNMA PL #AJ0029 10/01/41	03/23/2012	08/25/2012	334.00	349.00	-15.00
1095.85 FHLMC GD PL #G0678 10/01/41	02/21/2012	09/15/2012	1,096.00	1,148.00	-52.00
184.81 FNMA PL #AJ0029 10/01/41	03/23/2012	09/25/2012	185.00	194.00	-9.00
4. JOHNSON & JOHNSON	05/23/2012	09/26/2012	276.00	253.00	23.00
757.05 FHLMC GD PL #G06782 10/01/41	02/21/2012	10/15/2012	757.00	793.00	-36.00
300.91 FNMA PL #AJ0029 10/01/41	03/23/2012	10/25/2012	301.00	315.00	-14.00
820.97 FHLMC GD PL #G06782 10/01/41	02/21/2012	11/15/2012	821.00	860.00	-39.00
293.52 FNMA PL #AJ0029 10/01/41	03/23/2012	11/25/2012	294.00	307.00	-13.00
33. ASSURANT INC	09/26/2012	12/14/2012	1,144.00	1,159.00	-15.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA

2F1221 2 000

- Attach to Schedule D to list additional transactions for lines 1a and 6a.
- Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Name of estate or trust

Employer identification number
41-1642234

VIRGIL ADKINS TRUST 16-117702

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

634.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA

JSA
2F1221 2 000

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

VIRGIL ADKINS TRUST 16-117702

41-1642234

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6086.29 FHLMC SER 2764 CMO 2/15/29	02/24/2010	01/15/2012	6,086.00	6,448.00	-362.00
343.64 GNMA SER 113 CMO 10/20/37	10/13/2010	01/20/2012	344.00	350.00	-6.00
892.2 FNMA PL #256636 3/01/37	02/08/2010	01/25/2012	892.00	950.00	-58.00
842.69 FNMA SER 19 CMO 1/25/33	02/02/2010	01/25/2012	843.00	860.00	-17.00
911.82 FNMA PL #727437 7/01/18	02/23/2010	01/25/2012	912.00	954.00	-42.00
3579.67 FHLMC SER 2764 CMO 2/15/29	02/24/2010	02/15/2012	3,580.00	3,792.00	-212.00
356.41 GNMA SER 113 CMO 10/20/37	10/13/2010	02/20/2012	356.00	363.00	-7.00
8. EXXON MOBIL CORPORATION	01/29/2010	02/22/2012	696.00	505.00	191.00
690.23 FNMA PL #256636 3/01/37	02/08/2010	02/25/2012	690.00	735.00	-45.00
876.65 FNMA SER 19 CMO 1/25/33	02/02/2010	02/25/2012	877.00	894.00	-17.00
743.41 FNMA PL #727437 7/01/18	02/23/2010	02/25/2012	743.00	778.00	-35.00
850.564 JP MORGAN MID CAP	02/01/2010	02/29/2012	21,774.00	15,872.00	5,902.00
68.374 HARBOR INTERNATIONA	02/01/2010	02/29/2012	4,117.00	3,595.00	522.00
182.854 VANGUARD GRP-INTER	02/02/2010	02/29/2012	3,408.00	3,043.00	365.00
4. APPLE COMPUTER INC	01/29/2010	03/16/2012	2,348.00	771.00	1,577.00
103. ASSURANT INC	01/29/2010	03/16/2012	4,108.00	3,288.00	820.00
592.163 BARON GROWTH FUND-	02/01/2010	03/16/2012	33,339.00	20,719.00	12,620.00
91. CVS CORP	01/29/2010	03/16/2012	4,123.00	2,969.00	1,154.00
13. CELGENE CORP	10/13/2010	03/16/2012	984.00	761.00	223.00
23. COMCAST CORP-CL A	01/29/2010	03/16/2012	681.00	370.00	311.00
1. GOOGLE INC CL A	01/29/2010	03/16/2012	624.00	533.00	91.00
369.03 GNMA SER 113 CMO 10/20/37	10/13/2010	03/20/2012	369.00	376.00	-7.00
868.07 FNMA PL #256636 3/01/37	02/08/2010	03/25/2012	868.00	924.00	-56.00
743.63 FNMA SER 19 CMO 1/25/33	02/02/2010	03/25/2012	744.00	759.00	-15.00
831.02 FNMA PL #727437 7/01/18	02/23/2010	03/25/2012	831.00	869.00	-38.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2012

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Employer identification number

41-1642234

VIRGIL ADKINS TRUST 16-117702

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 35. BEST BUY CO	01/29/2010	04/10/2012	742.00	1,295.00	-553.00
4.278 OPPENHEIMER DEVELOPI	02/01/2010	04/18/2012	141.00	116.00	25.00
381.49 GNMA SER 113 CMO 10/20/37	10/13/2010	04/20/2012	381.00	388.00	-7.00
905.9 FNMA PL #256636 3/01/37	02/08/2010	04/25/2012	906.00	965.00	-59.00
1074. FNMA SER 19 CMO 1/25/33	02/02/2010	04/25/2012	1,074.00	1,095.00	-21.00
312.87 FNMA PL #727437 7/01/18	02/23/2010	04/25/2012	313.00	327.00	-14.00
393.78 GNMA SER 113 CMO 10/20/37	10/13/2010	05/20/2012	394.00	401.00	-7.00
18. ABBOTT LABORATORIES	05/19/2010	05/23/2012	1,101.00	865.00	236.00
1. APPLE COMPUTER INC	01/29/2010	05/23/2012	569.00	193.00	376.00
21. CVS CORP	01/29/2010	05/23/2012	938.00	685.00	253.00
11. COLGATE PALMOLIVE	01/29/2010	05/23/2012	1,080.00	885.00	195.00
38. COMCAST CORP-CL A	01/29/2010	05/23/2012	1,090.00	612.00	478.00
10. DOVER CORP	01/29/2010	05/23/2012	575.00	434.00	141.00
21. EMC CORP MASS	01/29/2010	05/23/2012	532.00	354.00	178.00
34. EXXON MOBIL CORPORATIO	01/29/2010	05/23/2012	2,776.00	2,148.00	628.00
1. GOOGLE INC CL A	01/29/2010	05/23/2012	608.00	533.00	75.00
20. MYLAN LABORATORIES INC	01/29/2010	05/23/2012	416.00	369.00	47.00
12. PEPSICO INC	01/29/2010	05/23/2012	814.00	722.00	92.00
13. T ROWE PRICE GROUP INC	06/08/2010	05/23/2012	746.00	615.00	131.00
5. PROCTER & GAMBLE	01/29/2010	05/23/2012	311.00	310.00	1.00
9. QUALCOMM INC	01/28/2010	05/23/2012	522.00	363.00	159.00
24. QUEST DIAGNOSTICS INC	01/29/2010	05/23/2012	1,366.00	1,344.00	22.00
51. STATE STREET CORP	03/08/2010	05/23/2012	2,124.00	2,319.00	-195.00
10. TARGET CORP	02/01/2011	05/23/2012	566.00	548.00	18.00
998.3 FNMA PL #256636 3/01/37	02/08/2010	05/25/2012	998.00	1,063.00	-65.00

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VIRGIL ADKINS TRUST 16-117702

41-1642234

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 849.94 FNMA PL #257003 12/01/37	04/26/2011	05/25/2012	850.00	914.00	-64.00
981.37 FNMA SER 19 CMO 1/25/33	02/02/2010	05/25/2012	981.00	1,001.00	-20.00
443.58 FNMA PL #727437 7/01/18	02/23/2010	05/25/2012	444.00	464.00	-20.00
405.91 GNMA SER 113 CMO 10/20/37	10/13/2010	06/20/2012	406.00	413.00	-7.00
1067.43 FNMA PL #256636 3/01/37	02/08/2010	06/25/2012	1,067.00	1,137.00	-70.00
1054.9 FNMA PL #257003 12/01/37	04/26/2011	06/25/2012	1,055.00	1,135.00	-80.00
919.51 FNMA SER 19 CMO 1/25/33	02/02/2010	06/25/2012	920.00	938.00	-18.00
582.19 FNMA PL #727437 7/01/18	02/23/2010	06/25/2012	582.00	609.00	-27.00
417.85 GNMA SER 113 CMO 10/20/37	10/13/2010	07/20/2012	418.00	425.00	-7.00
966.59 FNMA PL #256636 3/01/37	02/08/2010	07/25/2012	967.00	1,029.00	-62.00
834.91 FNMA PL #257003 12/01/37	04/26/2011	07/25/2012	835.00	898.00	-63.00
624.48 FNMA SER 19 CMO 1/25/33	02/02/2010	07/25/2012	624.00	637.00	-13.00
349.32 FNMA PL #727437 7/01/18	02/23/2010	07/25/2012	349.00	365.00	-16.00
429.61 GNMA SER 113 CMO 10/20/37	10/13/2010	08/20/2012	430.00	437.00	-7.00
1102.42 FNMA PL #256636 3/01/37	02/08/2010	08/25/2012	1,102.00	1,174.00	-72.00
961.15 FNMA PL #257003 12/01/37	04/26/2011	08/25/2012	961.00	1,034.00	-73.00
792.08 FNMA SER 19 CMO 1/25/33	02/02/2010	08/25/2012	792.00	808.00	-16.00
422.27 FNMA PL #727437 7/01/18	02/23/2010	08/25/2012	422.00	442.00	-20.00
441.18 GNMA SER 113 CMO 10/20/37	10/13/2010	09/20/2012	441.00	449.00	-8.00
1279.04 FNMA PL #256636 3/01/37	02/08/2010	09/25/2012	1,279.00	1,362.00	-83.00
922.18 FNMA PL #257003 12/01/37	04/26/2011	09/25/2012	922.00	992.00	-70.00
969.69 FNMA SER 19 CMO 1/25/33	02/02/2010	09/25/2012	970.00	989.00	-19.00
681.48 FNMA PL #727437 7/01/18	02/23/2010	09/25/2012	681.00	713.00	-32.00
1. APPLE COMPUTER INC	01/29/2010	09/26/2012	669.00	193.00	476.00
76. JOHNSON & JOHNSON	01/29/2010	09/26/2012	5,240.00	4,809.00	431.00

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 452.56 GNMA SER 113 CMO 10/20/37	10/13/2010	10/20/2012	453.00	461.00	-8.00
862.91 FNMA PL #256636 3/01/37	02/08/2010	10/25/2012	863.00	919.00	-56.00
690.14 FNMA PL #257003 12/01/37	04/26/2011	10/25/2012	690.00	742.00	-52.00
698.35 FNMA SER 19 CMO 1/25/33	02/02/2010	10/25/2012	698.00	712.00	-14.00
601.06 FNMA PL #727437 7/01/18	02/23/2010	10/25/2012	601.00	629.00	-28.00
463.73 GNMA SER 113 CMO 10/20/37	10/13/2010	11/20/2012	464.00	472.00	-8.00
936.41 FNMA PL #256636 3/01/37	02/08/2010	11/25/2012	936.00	997.00	-61.00
636.11 FNMA PL #257003 12/01/37	04/26/2011	11/25/2012	636.00	684.00	-48.00
707.27 FNMA SER 19 CMO 1/25/33	02/02/2010	11/25/2012	707.00	721.00	-14.00
317.06 FNMA PL #727437 7/01/18	02/23/2010	11/25/2012	317.00	332.00	-15.00
19. AKAMAI TECHNOLOGIES INC	01/29/2010	12/14/2012	739.00	475.00	264.00
60. AKAMAI TECHNOLOGIES INC	05/23/2011	12/14/2012	2,334.00	2,164.00	170.00
127. ASSURANT INC	01/29/2010	12/14/2012	4,402.00	4,054.00	348.00
3. CELGENE CORP	01/29/2010	12/14/2012	238.00	171.00	67.00
25. CISCO SYSTEMS INC	01/29/2010	12/14/2012	496.00	570.00	-74.00
33. COMCAST CORP-CL A	01/29/2010	12/14/2012	1,209.00	531.00	678.00
5. DEERE & CO	05/23/2011	12/14/2012	431.00	417.00	14.00
1. DOVER CORP	09/26/2011	12/14/2012	64.00	48.00	16.00
29. EXXON MOBIL CORPORATION	01/29/2010	12/14/2012	2,558.00	1,832.00	726.00
1. GOOGLE INC CL A	01/29/2010	12/14/2012	703.00	533.00	170.00
163. HUDSON CITY BANCORP INC	05/23/2011	12/14/2012	1,294.00	1,561.00	-267.00
37. MYLAN LABORATORIES INC	01/29/2010	12/14/2012	1,031.00	683.00	348.00
24. SCHLUMBERGER LTD	05/23/2011	12/14/2012	1,659.00	2,047.00	-388.00
14. SCHLUMBERGER LTD	01/29/2010	12/14/2012	968.00	906.00	62.00
7. SYSCO CORP	12/07/2010	12/14/2012	222.00	206.00	16.00

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VIRGIL ADKINS TRUST 16-117702

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

Schedule D-1 (Form 1041) 2012