Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: JOHN LARSEN FOUNDATION

A Employer identification number: 41-1715465

Number and street (or P O box number if mail is not delivered to street address): 2015 SUMMIT AVENUE | Room/suite

B Telephone number: 612-377-9010

City or town, state, and ZIP code: ST. PAUL, MN 55105

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 5,962,732.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	153,747.	153,747.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	71,832.			
	b Gross sales price for all assets on line 6a 868,296.				
	7 Capital gain net income (from Part IV, line 2)		71,832.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	225,579.	225,579.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,150.	0.		1,150.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	3,375.	1,687.		1,688.
	c Other professional fees STMT 3	41,455.	41,455.		0.
	17 Interest				
	18 Taxes STMT 4	7,167.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,680.	0.		1,680.
	22 Printing and publications				
	23 Other expenses STMT 5	1,987.	1,412.		575.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	56,814.	44,554.		5,093.
	25 Contributions, gifts, grants paid	238,000.			238,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	294,814.	44,554.		243,093.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-69,235.			
	b **Net investment income** (if negative, enter -0-)		181,025.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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08020306 742225 10251040 2012.03011 JOHN LARSEN FOUNDATION 12 10251041

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	82,955.	207,340.	207,340.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	201,257.	201,257.	219,637.
	b Investments - corporate stock STMT 7	2,350,839.	2,326,338.	2,908,487.
	c Investments - corporate bonds STMT 8	1,158,256.	1,136,121.	1,224,253.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	1,459,518.	1,312,534.	1,403,015.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	5,252,825.	5,183,590.	5,962,732.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,252,825.	5,183,590.	
	30 **Total net assets or fund balances**	5,252,825.	5,183,590.	
	31 **Total liabilities and net assets/fund balances**	5,252,825.	5,183,590.	

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	5,252,825.
2	Enter amount from Part I, line 27a	2	-69,235.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,183,590.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,183,590.

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	S/T SALES-SEE ATT. SCH.		VARIOUS	VARIOUS
b	L/T SALES-SEE ATT. SCH.		VARIOUS	VARIOUS
c	S/T SALES-SEE ATT. SCH.		VARIOUS	VARIOUS
d	L/T SALES-SEE ATT. SCH.		VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	293,609.		297,481.	-3,872.
b	135,614.		137,604.	-1,990.
c	76,777.		75,000.	1,777.
d	356,330.		286,379.	69,951.
e	5,966.			5,966.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-3,872.
b				-1,990.
c				1,777.
d				69,951.
e				5,966.

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	71,832.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	259,249.	5,903,738.	.043913
2010	275,269.	5,570,123.	.049419
2009	287,602.	5,006,724.	.057443
2008	293,082.	5,896,155.	.049707
2007	310,216.	6,712,656.	.046214

2	**Total** of line 1, column (d)	2	.246696
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	.049339
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,838,427.
5	Multiply line 4 by line 3	5	288,062.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,810.
7	Add lines 5 and 6	7	289,872.
8	Enter qualifying distributions from Part XII, line 4	8	243,093.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,621.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	3,621.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	3,621.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 4,800.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	4,800.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,179.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 1,179. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ JOHNLARSENFOUNDATION.ORG

14 The books are in care of ▶ JOHN E LARSEN Telephone no. ▶ 612-377-9010
Located at ▶ 2002 W. LAKE OF THE ISLES PKWY., MINNEAPOLIS, MN ZIP+4 ▶ 55405

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

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

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN A. LARSEN 2015 SUMMIT AVENUE ST PAUL, MN 55105	TREASURER 2.00	0.	0.	0.
KAREN R. LARSEN 2015 SUMMIT AVENUE ST PAUL, MN 55105	DIRECTOR 5.00	0.	0.	0.
KRISTEN L. ROSE 1825 STANFORD AVENUE ST PAUL, MN 55105	BOARD MEMBER 1.00	0.	0.	0.
JOHN E. LARSEN 2002 W. LAKE OF THE ISLES PKWY MINNEAPOLIS, MN 55405	PRESIDENT 5.00	1,150.	0.	0.

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,849,131.
b	Average of monthly cash balances	1b	78,206.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,927,337.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,927,337.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	88,910.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,838,427.
6	**Minimum investment return.** Enter 5% of line 5	6	291,921.

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	291,921.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 3,621.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,621.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	288,300.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	288,300.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	288,300.

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	243,093.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	243,093.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	243,093.

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				288,300.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			46,485.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 243,093.				
a Applied to 2011, but not more than line 2a			46,485.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				196,608.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				91,692.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ [X] 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMAZE WORKS, INC. PO BOX 17417 MINNEAPOLIS, MN 55417	N/A	PUBLIC	GENERAL OPERATING	6,000.
AVENUES FOR HOMELESS YOUTH 1708 OAK PARK AVENUE NORTH MINNEAPOLIS, MN 55411	N/A	PUBLIC	HOST HOME PROGRAM FOR LGBT YOUTH	7,000.
FRIENDS OF THE SAINT PAUL CHAMBER ORCHESTRA 408 ST PETER ST, STE 300 SAINT PAUL, MN 55102	N/A	PUBLIC	GENERAL OPERATING	6,000.
MINNESOTA INITIATIVE FOUNDATION 405 FIRST STREET SE LITTLE FALLS, MN 56345	N/A	PUBLIC	PROGRAM SUPPORT "LAND AND WATERS" ENDOWMENT	3,500.
JAMES SEWELL BALLET 528 HENNEPIN AVENUE, STE 205 MINNEAPOLIS, MN 55403	N/A	PUBLIC	GENERAL OPERATING	3,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	238,000.
b Approved for future payment				
AMAZE WORKS, INC. PO BOX 17417 MINNEAPOLIS, MN 55417	N/A	PUBLIC	GENERAL OPERATING	6,000.
MINNESOTA CHILDREN'S MUSEUM 10 WEST 7TH STREET SAINT PAUL, MN 55102	N/A	PUBLIC	PROGRAM SUPPORT (ACCESS PROGRAM)	10,000.
MINNESOTA INITIATIVE FOUNDATION 405 FIRST STREET SE LITTLE FALLS, MN 56345	N/A	PUBLIC	PROGRAM SUPPORT "LAND AND WATERS" FOUNDATION	7,000.
Total SEE CONTINUATION SHEET(S)			▶ 3b	248,000.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	153,747.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	71,832.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		225,579.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 225,579.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date 3-13-2013 | Title PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROGER A. KATZENMAIER	ROGER A. KATZENMAIER	03/06/13		P00139836
Firm's name ▶ WILKERSON, GUTHMANN & JOHNSON, LTD			Firm's EIN ▶ 41-0996210	
Firm's address ▶ 55 EAST FIFTH STREET, SUITE 1300 ST. PAUL, MN 55101-1790			Phone no. 651 222-1801	

Form **990-PF** (2012)

223622
12-05-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEREMIAH PROGRAM 1510 LAUREL AVE MINNEAPOLIS, MN 55403	N/A	PUBLIC	GENERAL OPERATING	10,000.
LAKES AREA RESTORATIVE JUSTICE 4638 CO. RD. 11 PEQUOT LAKES, MN 56347	N/A	PUBLIC	GENERAL OPERATING	13,500.
MINNESOTA CENTER FOR ENVIRONMENTAL ADVOCACY 26 E. EXCHANGE ST, STE 206 SAINT PAUL, MN 55101	N/A	PUBLIC	GENERAL OPERATING	4,000.
MINNESOTA CHILDREN'S MUSEUM 10 WEST 7TH STREET SAINT PAUL, MN 55102	N/A	PUBLIC	PROGRAM SUPPORT (ACCESS PROGRAM)	5,000.
NATIONAL WILDLIFE TURKEY FEDERATION 13075 LINNET ST. NW COON RAPIDS, MN 55448	N/A	PUBLIC	PROGRAM (JAKES PROGRAM AND YOUTH MENTOR TURKEY HUNT)	10,000.
WAPOA PO BOX 342 CROSSLAKE, MN 56442	N/A	PUBLIC	PROGRAM SUPPORT OF GRANT TO MCEA	1,000.
NATURE CONSERVANCY 1101 WEST RIVER PARKWAY, STE 200 MINNEAPOLIS, MN 55415	N/A	PUBLIC	PROGRAM SUPPORT (BRAINERD LAKES REGION)	5,000.
OUTFRONT MN 310 38TH ST. E., STE 204 MINNEAPOLIS, MN 55409	N/A	PUBLIC	GENERAL OPERATING	50,000.
PARK SQUARE THEATER 408 ST. PETER ST, STE 110 SAINT PAUL, MN 55102	N/A	PUBLIC	GENERAL OPERATING	7,000.
PROJECT 515 EDUCATION CAMPAIGN PO BOX 50143 MINNEAPOLIS, MN 55405	N/A	PUBLIC	GENERAL OPERATING	50,000.
Total from continuation sheets				212,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RESTORATIVE JUSTICE COMMUNITY ACTION 1201 MARQUETTE AVE S, STE 330 MINNEAPOLIS, MN 55403	N/A	PUBLIC	GENERAL OPERATING	15,000.
SAINT PAUL ACADEMY & SUMMIT SCHOOL 1712 RANDOLPH AVE SAINT PAUL, MN 55105	N/A	PUBLIC	GENERAL OPERATING	15,000.
SAINT PAUL CHAMBER ORCHESTRA 408 ST PETER ST, STE 300 SAINT PAUL, MN 55102	N/A	PUBLIC	GENERAL OPERATING	15,000.
SHADES OF YELLOW 379 UNIVERSITY AVE W, STE 204 SAINT PAUL, MN 55403	N/A	PUBLIC	GENERAL OPERATING	2,000.
TRANS YOUTH SUPPORT NETWORK PO BOX 7625 MINNEAPOLIS, MN 55407	N/A	PUBLIC	GENERAL OPERATING	5,000.
WINDUSTRY 2105 STEVENS AVE S. MINNEAPOLIS, MN 55104	N/A	PUBLIC	GENERAL OPERATING	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATURE CONSERVANCY 1101 WEST RIVER PARKWAY, STE 200 MINNEAPOLIS, MN 55415	N/A	PUBLIC	PROGRAM SUPPORT (BRAINERD LAKES REGION)	10,000.
OUTFRONT MN 310 38TH ST. E., STE 204 MINNEAPOLIS, MN 55409	N/A	PUBLIC	GENERAL OPERATING	60,000.
PARK SQUARE THEATER 408 ST PETER ST, STE 110 SAINT PAUL, MN 55102	N/A	PUBLIC	GENERAL OPERATING	10,000.
PROJECT 515 EDUCATION CAMPAIGN PO BOX 50143 MINNEAPOLIS, MN 55405	N/A	PUBLIC	GENERAL OPERATING	60,000.
SAINT PAUL ACADEMY & SUMMIT SCHOOL 1712 RANDOLPH AVE SAINT PAUL, MN 55105	N/A	PUBLIC	GENERAL OPERATING	60,000.
SAINT PAUL ACADEMY & SUMMIT SCHOOL 1712 RANDOLPH AVE SAINT PAUL, MN 55105	N/A	PUBLIC	GENERAL OPERATING	20,000.
WINDUSTRY 2105 STEVENS AVE S. MINNEAPOLIS, MN 55104	N/A	PUBLIC	GENERAL OPERATING	5,000.
Total from continuation sheets				225,000.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ANCHOR TRUST-DIVIDENDS	103,738.	5,966.	97,772.
ANCHOR TRUST-INTEREST	55,975.	0.	55,975.
TOTAL TO FM 990-PF, PART I, LN 4	159,713.	5,966.	153,747.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILKERSON GUTHMANN & JOHNSON-ACCOUNTING & 990-PF	3,375.	1,687.		1,688.
TO FORM 990-PF, PG 1, LN 16B	3,375.	1,687.		1,688.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUST & INVESTMENT MANAGEMENT FEES	41,455.	41,455.		0.
TO FORM 990-PF, PG 1, LN 16C	41,455.	41,455.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES - 2012	4,800.	0.		0.
EXCISE TAXES - 2011	2,367.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,167.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES, BOOKS, ETC.	550.	0.		550.
STATE FILING FEE	25.	0.		25.
FOREIGN TAX ON DIVIDENDS	1,412.	1,412.		0.
TO FORM 990-PF, PG 1, LN 23	1,987.	1,412.		575.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS-SEE ATTACHED SCH.	X		201,257.	219,637.
TOTAL U.S. GOVERNMENT OBLIGATIONS			201,257.	219,637.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			201,257.	219,637.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS-SEE ATTACHED SCH.	2,304,249.	2,885,616.
FOREIGN EQUITIES-SEE ATTACHED SCH.	22,089.	22,871.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,326,338.	2,908,487.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS & NOTES-SEE ATTACHED SCH.	1,136,121.	1,224,253.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,136,121.	1,224,253.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSIT-SEE ATTACHED SCH.	COST	0.	0.
PROMISSORY NOTES-SEE ATTACHED SCH.	COST	214,487.	214,487.
INT'L STOCK FUNDS-SEE ATTACHED SCH.	COST	811,847.	907,371.
INT'L BOND FUND-SEE ATTACHED SCH.	COST	286,200.	281,157.
BOND FUNDS-SEE ATTACHED SCH.	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,312,534.	1,403,015.

JOHN LARSEN FOUNDATION

FORM: 990-PF

I.D. # 41-1715465

Y.E. 12/31/12

PART II - BALANCE SHEETS - INVESTMENT DETAIL SCHEDULES

Ticker	Asset Name	Shares	Price	Cost	Market Value	Est. Annual Income	Annual Yield
Cash							
	Income Cash			0.00	0.00		
	Principal Cash			0.00	0.00		
	Total Cash			0.00	0.00		
Cash Equivalents							
Money Market - Taxable							
PCOXX	Federated Prime Cash Obligations Fund Instl - Income	90,284.430000	1.00	90,284.43	90,284.43	91 48	0.10%
PCOXX	Federated Prime Cash Obligations Fund Instl - Principal	117,055.5300...	1.00	117,055.53	117,055.53	118 61	0.10%
	Money Market - Taxable Total	207,339.9600...		207,339 96	207,339.96	210 09	0.10%
Equity							
Common Stock							
MMM	3M Company	265.000000	92.85	18,739.95	24,605.25	625 40	2.54%
T	AT&T Inc.	2,371.000000	33.71	61,131.14	79,926.40	4,267.81	5.34%
ABT	Abbott Labs	300.000000	65.50	16,033.50	19,650.00	168 00	0.85%
AAP	Advance Auto Parts Inc	280.000000	72.35	16,432.35	20,258.00	67.20	0 33%
ACM	Aecom Technology Corporation Delaware	260.000000	23.80	5,686.20	6,188.00	0 00	0.00%
AMG	Affiliated Managers Group Inc	85.000000	130.15	8,285.80	11,062.75	0 00	0.00%
AGCO	Agco Corp	450.000000	49.12	20,585.31	22,104.00	0.00	0.00%
APD	Air Products & Chemicals Inc.	235.000000	84.02	13,650.95	19,744.70	601.60	3.05%
ALK	Alaska Air Group, Ltd	260.000000	43.09	9,100.68	11,203.40	0.00	0.00%
ALB	Albemarle Corp	205.000000	62.12	12,536.45	12,734.60	164.00	1.29%
ADS	Alliance Data Systems Corp	165 000000	144.76	12,608.30	23,885.40	0 00	0.00%
MO	Altria Group	135.000000	31.44	3,906.90	4,244.40	237.60	5.60%
AXP	American Express	830.000000	57.48	34,461 02	47,708.40	664 00	1.39%
AFG	American Financial Group, Inc	275.000000	39.52	7,821.66	10,868.00	214 50	1.97%
NLY	Annaly Capital Management	200.000000	14.04	3,255.70	2,808 00	410.00	14.60%
AAPL	Apple Computer Inc	135.000000	532.17	12,797.68	71,843.34	1,431 00	1.99%
ARW	Arrow Electronics Inc.	125.000000	38.08	2,616.15	4,760.00	0.00	0.00%
ASNA	Ascena Retail Group Inc	370.000000	18.47	7,680.44	6,833.90	0.00	0.00%
ASH	Ashland Inc New	120.000000	80.41	5,925.60	9,649 20	108.00	1.12%
AVT	Avnet Inc	315.000000	30.61	6,126.30	9,642.15	0.00	0.00%
BEAV	B/E Aerospace Inc	425 000000	49.40	14,891.16	20,995.00	0 00	0.00%
BAC	Bank of America Corporation	1,030 000000	11.61	39,662.10	11,958.30	41 20	0 34%
BK	Bank of New York Mellon Corp	680.000000	25.70	26,637.61	17,476.00	353.60	2.02%
BLK	Blackrock Inc.	30.000000	206.71	5,002.74	6,201.30	180 00	2 90%
EAT	Brinker International Inc	525 000000	30 99	13,083.57	16,269.75	420.00	2.58%
CVS	CVS/Caremark Corp	730 000000	48 35	22,709.95	35,295.50	657.00	1.86%

JOHN LARSEN FOUNDATION FORM. 990-PF

I D. # 41-1715465

Y.E. 12/31/12

PART II - BALANCE SHEETS - INVESTMENT DETAIL SCHEDULES

Ticker	Asset Name	Shares	Price	Cost	Market Value	Est. Annual Income	Annual Yield
Equity							
Common Stock							
CAT	Caterpillar Inc.	380.000000	89 61	30,809 95	34,051.23	790.40	2.32%
CAKE	Cheesecake Factory Inc	285 000000	32.71	9,598.28	9,322.35	136.80	1.47%
CVX	Chevron Corp.	900.000000	108.14	53,406.65	97,326 00	3,240 00	3.33%
CI	Cigna Corp	330.000000	53.46	18,169.80	17,641.80	13.20	0.07%
CSCO	Cisco Systems Inc.	1,795.000000	19.65	37,939.69	35,270.68	1,005 20	2.85%
CNL	Cleco Corp New	205.000000	40 01	7,895.81	8,202.05	276.75	3.37%
COH	Coach Inc.	700.000000	55.51	28,349.79	38,857.00	840.00	2 16%
KO	Coca-Cola Co.	1,260.000000	36 25	28,034.75	45,675.00	1,285.20	2 81%
CBSH	Commerce Banchares Inc	262 500000	35.06	9,070.85	9,203.25	229.97	2.50%
COP	ConocoPhillips	80.000000	57.99	4,403.07	4,639.20	211.20	4 55%
ED	Consolidated Edison Inc.	170 000000	55.54	10,062.30	9,441.80	411.40	4.36%
COO	Cooper Cos Inc Com New	145.000000	92.48	12,432.45	13,409 60	8.70	0.06%
COST	Costco Wholesale Corp.	615.000000	98.73	27,881.55	60,718.95	676.50	1.11%
DST	DST Systems Inc.	210 000000	60.60	10,265.91	12,726.00	168.00	1.32%
DKS	Dick's Sporting Goods Inc	155.000000	45.49	7,534.54	7,050.95	77.50	1.10%
DOW	Dow Chemical Co.	195.000000	32.33	5,502.51	6,304.23	249.60	3.96%
DUK	Duke Energy Corp New	101 000000	63.80	6,296 34	6,443.80	309 06	4.80%
EMC	EMC Corp.	1,065.000000	25.30	21,097 65	26,944.50	0.00	0.00%
EWBC	East West Bancorp	450.000000	21.49	9,359 96	9,670.50	180.00	1.86%
EMR	Emerson Electric Co.	190 000000	52.96	9,908.50	10,062.40	311 60	3.10%
ENDP	Endo Health Solutions Inc	515 000000	26.23	12,009.89	13,508.49	0.00	0.00%
RE	Everest Re Group Ltd.	90.000000	109.95	8,674 15	9,895.50	172.80	1.75%
EXC	Exelon Corp.	665.000000	29.74	25,783.95	19,777.10	1,396.50	7.06%
XOM	Exxon Mobil Corp	915.000000	86.55	63,244 25	79,193.25	2,086.20	2.63%
FCS	Fairchild Semiconductor Int'l Inc	330.000000	14.40	5,076.40	4,752.00	0.00	0.00%
FE	Firstenergy Corp.	330.000000	41.76	14,324.30	13,780.80	726 00	5.27%
FL	Foot Locker Inc.	185.000000	32.12	4,922.90	5,942.20	133 20	2.24%
FULT	Fulton Fin Corp	1,650.000000	9.61	15,302.12	15,856.50	528.00	3.33%
GDI	Gardner Denver Inc	100 000000	68.50	5,322.98	6,850.00	20.00	0 29%
GRMN	Garmin Ltd	115.000000	40.75	4,261.79	4,686.25	207.00	4.42%
GE	General Electric Co.	2,390.000000	20.99	50,212.96	50,166.10	1,816 40	3.62%
GPC	Genuine Parts Co	80.000000	63.58	4,829.60	5,086.40	158 40	3.11%
HCC	HCC Insurance Holdings Inc.	455.000000	37.21	12,875.01	16,930.55	300 30	1.77%
HAS	Hasbro Inc	565.000000	35 90	23,255.17	20,283.50	813.60	4.01%
HLX	Helix Energy Solutions Group, Inc.	575.000000	20.64	10,440.20	11,868.00	0.00	0.00%
HFC	Hollyfrontier Corp	455.000000	46.55	14,233.03	21,180.25	364.00	1.72%
HD	Home Depot Inc.	120.000000	61.85	4,873.20	7,422 00	139.20	1.88%
HON	Honeywell International Inc.	705.000000	63.47	30,406.58	44,746.35	1,156.20	2.58%
HPT	Hospitality Properties Trust	195.000000	23 42	4,059.70	4,566.90	366.60	8.03%

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PART II - BALANCE SHEETS - INVESTMENT DETAIL SCHEDULES

Ticker	Asset Name	Shares	Price	Cost	Market Value	Est. Annual Income	Annual Yield
Equity							
Common Stock							
HUB/B	Hubbell Inc Class B	125.000000	84.63	3,997.63	10,578.75	205 00	1 94%
ITW	Illinois Tool Works Inc.	565.000000	60.81	20,503.30	34,357.65	858 80	2 50%
INGR	Ingredion Inc	345.000000	64.43	17,923.51	22,228 35	358 80	1.61%
INTC	Intel Corp.	2,525.000000	20.62	53,260.22	52,065.50	2,272.50	4.36%
IBM	International Business Machines Corp.	490.000000	191.55	47,089.65	93,859.50	1,666.00	1 77%
JBHT	JB Hunt Transport Services Inc.	120.000000	59.71	7,145 99	7,165.20	72.00	1.00%
JPM	JP Morgan Chase & Co.	1,460 000000	43.97	55,130.73	64,194.88	1,752 00	2.73%
JKHY	Jack Henry & Associates Inc	125.000000	39.26	3,820.24	4,907.50	57 50	1.17%
JNJ	Johnson & Johnson	780.000000	70.10	42,802.86	54,678.00	1,903.20	3.48%
JLL	Jones Lang Lasalle Inc.	140 000000	83.94	9,566.50	11,751.60	56.00	0.48%
KBR	KBR Inc	450 000000	29.92	13,481.82	13,464.00	144.00	1.07%
KMB	Kimberly-Clark Corp	60 000000	84.43	4,261.20	5,065.80	177.60	3.51%
KRFT	Kraft Foods Group Inc	31.000000	45.47	1,195.05	1,409.57	62.00	4.40%
LH	Laboratory Corp of America Hldgs	280.000000	86.62	20,784.68	24,253.60	0.00	0 00%
MAR	Marriott International Inc	596 000000	37.27	21,230.41	22,212.92	309 92	1 40%
MA	Mastercard Inc Cl A	100.000000	491.28	30,101.14	49,128.00	120.00	0.24%
MCD	McDonald's Corp.	965.000000	88.21	37,785.75	85,122.65	2,972.20	3.49%
MDT	Medtronic Inc.	815.000000	41.02	39,978.38	33,431.30	847.60	2 54%
MET	MetLife Inc	715.000000	32 94	35,964.06	23,552.10	529.10	2.25%
MCHP	Microchip Technology Inc	245 000000	32.59	8,549.84	7,984.55	344 96	4.32%
MSFT	Microsoft Corp.	2,075.000000	26 71	54,993.67	55,422.62	1,909.00	3 44%
MDLZ	Mondelez Intl Inc CL A	95.000000	25.45	2,258.15	2,418.05	49.40	2.04%
NVE	NV Energy Inc	445 000000	18.14	6,883.83	8,072.30	302.60	3.75%
NEE	Nextera Energy Inc	110.000000	69.19	6,308.50	7,610.90	264 00	3 47%
OKE	Oneok Inc.	365.000000	42 75	9,666.79	15,603.75	481.80	3 09%
PNC	PNC Financial Services Group Inc.	140.000000	58.31	7,646.10	8,163 40	224.00	2.74%
PVH	PVH Corp	140.000000	111.01	10,017.80	15,541.40	21.00	0 14%
PAYX	Paychex Inc	220 000000	31.10	6,551.60	6,842.00	290.40	4 24%
PEP	Pepsico Inc.	615.000000	68.43	33,381.05	42,084.45	1,322.25	3.14%
PETM	Petsmart Inc Common	205.000000	68.34	13,323.46	14,009.70	135.30	0.97%
PFE	Pfizer Inc.	2,425 000000	25.08	64,074.62	60,817.31	2,328.00	3 83%
PM	Philip Morris International Inc	75.000000	83.64	5,673.00	6,273.00	255.00	4 07%
PSX	Phillips 66	40 000000	53.10	1,308.53	2,124.00	40.00	1 88%
PG	Procter & Gamble Co	600.000000	67.89	32,221.40	40,734.00	1,348.80	3.31%
QLGC	Qlogic Corp Com	290 000000	9 73	4,228.20	2,821.70	0.00	0 00%
RJF	Raymond James Financial, Inc.	285.000000	38.53	7,999.72	10,981.05	159.60	1.45%
RGA	Reinsurance Group Amer Inc	195.000000	53 52	8,237.74	10,436.40	187.20	1.79%
RMD	Resmed Inc.	110.000000	41.57	4,534.19	4,572.70	74.80	1.64%
RAI	Reynolds American Inc.	195.000000	41.43	8,139.30	8,078.85	460.20	5.70%

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PART II - BALANCE SHEETS - INVESTMENT DETAIL SCHEDULES

Ticker	Asset Name	Shares	Price	Cost	Market Value	Est. Annual Income	Annual Yield
Equity							
Common Stock							
RKT	Rock-Tenn Company	240.000000	69 91	14,558.06	16,778.40	216.00	1 29%
ROST	Ross Stores Inc Com	240.000000	54.09	4,089.31	12,981.60	134.40	1.04%
SLB	Schlumberger Ltd.	665.000000	69.30	22,792.60	46,083.57	731.50	1.59%
SIAL	Sigma Aldrich Corp.	480.000000	73.58	15,498.43	35,318.40	384 00	1 09%
SCCO	Southern Copper Corp	171.000000	37.86	5,359.49	6,474.06	634.05	9.79%
SYK	Stryker Corp	400.000000	54.82	21,792.39	21,928.00	424.00	1.93%
SPN	Superior Energy Services Inc.	295.000000	20.72	5,682.78	6,112.40	0.00	0.00%
SNPS	Synopsys Inc.	140.000000	31.84	3,301.20	4,456.96	0.00	0.00%
TGT	Target Corp.	830.000000	59.17	37,016.28	49,111.10	1,195.20	2 43%
TEX	Terex Corp.	440.000000	28.11	10,066.55	12,368.40	0 00	0.00%
TKR	Timken Co.	225.000000	47.83	10,165.50	10,761.75	207.00	1.92%
TW	Towers Watson & Co	140.000000	56.21	7,525.39	7,869.40	64.40	0.82%
TUP	Tupperware Brands Corp	195.000000	64.10	11,926 55	12,499.50	280.80	2.25%
UGI	UGI Corp New	300.000000	32.71	8,622.09	9,813.00	324.00	3.30%
URS	URS Corp	240.000000	39.26	10,101.64	9,422.40	192 00	2 04%
USB	US Bancorp	1,540.000000	31.94	44,058.51	49,187.60	1,201.20	2.44%
UTX	United Technologies Corp.	615.000000	82.01	45,712.83	50,436.15	1,316.10	2.61%
UTHR	United Therapeutics Corp	85.000000	53.42	4,488.85	4,540.70	0.00	0.00%
UVV	Universal Corp	180.000000	49.91	8,411.40	8,983.80	360 00	4.01%
UHS	Universal Heath Services Inc	475.000000	48.35	19,237.48	22,966.25	95 00	0.41%
VAL	Valspar Corporation	290.000000	62.40	15,504.10	18,096.00	266.80	1.47%
VCLK	Valueclick Inc	1,045.000000	19.41	15,226.81	20,283 45	0.00	0.00%
VZ	Verizon Communications Inc.	175.000000	43.27	6,747.98	7,572.25	360 50	4.76%
VSH	Vishay Intertechnology Inc.	310 000000	10 63	3,549.87	3,295.30	0.00	0.00%
WRB	W.R. Berkley Corporation	180.000000	37.74	4,978.36	6,793.20	64.80	0.95%
WDR	Waddell & Reed Finl Inc Cl A	600.000000	34.82	18,597.96	20,892.00	672.00	3.22%
WMT	Wal-Mart Stores Inc.	530.000000	68.23	28,143.00	36,161.90	842.70	2.33%
WLP	Wellpoint Inc	400.000000	60.92	27,213.80	24,368.00	460.00	1.89%
WFC	Wells Fargo	1,095.000000	34.18	31,572.07	37,427 10	963 60	2.57%
WDC	Western Digital Corp.	500.000000	42.49	16,789.55	21,245.00	500.00	2.35%
	Common Stock Total	63,307.500000		2,304,249.18	2,885,615.81	67,868.97	2 35%
Foreign Equities							
CS	Credit Suisse Group Sponsored ADR	245.000000	24.56	7,078.05	6,017.20	192.01	3.19%
UFS	Domtar Corp	60.000000	83.52	4,431.59	5,011.20	108.00	2.16%
RDS/B	Royal Dutch Shell PLC Sponsored ADR Repstg B Shs	60.000000	70.89	4,316.21	4,253.40	202.80	4.77%
TD	Toronto Dominion Bk Ont Com New	90.000000	84.33	6,263.07	7,589.70	277.20	3.65%
	Foreign Equities Total	455 000000		22,088.92	22,871.50	780 01	3.41%

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PART II - BALANCE SHEETS - INVESTMENT DETAIL SCHEDULES

Ticker	Asset Name	Shares	Price	Cost	Market Value	Est. Annual Income	Annual Yield
Equity							
International Stock Funds							
MRSAX	MFS Research Intl A	20,197.585000	15.27	278,120.74	308,417.12	4,884.38	1.58%
ODMAX	Oppenheimer Developing Markets A	8,216.549000	35.29	273,365.00	289,962.02	1,137.17	0.39%
OIGAX	Oppenheimer International Growth A	10,006.207000	30.88	260,361.51	308,991.67	3,593.23	1.16%
	International Stock Funds Total	38,420.341000		811,847.25	907,370.81	9,614.78	1.06%
	Equity Total	102,182.8410...		3,138,185.35	3,815,858.12	78,263.76	2.05%
Fixed							
Corporate Bonds & Notes							
	Bank of America Corp dtd 07/19/2005 4.750% due 08/01/2015	25,000 000000	108.35	24,258.75	27,086.25	1,187.50	4.38%
	Becton Dickinson & Co Nt dtd 11/08/2011 3.125% due 11/08/2021	25,000.000000	106.41	26,154.75	26,602.25	781.25	2.94%
	Boeing Co dtd 11/20/2009 3.750% due 11/20/2016	75,000 000000	110 58	76,734.00	82,938.00	2,812.50	3.39%
	Cisco Systems Inc dtd 11/17/2009 4.450% due 01/15/2020	75,000 000000	116.37	73,988.25	87,280.50	3,337.50	3.82%
	Deere & Co Note dtd 10/16/2009 4.375% due 10/16/2019	50,000.000000	116.12	50,425.00	58,059.50	2,187.50	3.77%
	Ebay Inc Note dtd 10/28/2010 1.625% due 10/15/2015	15,000 000000	102.81	15,530.85	15,420.75	243 75	1 58%
	General Electric Cap Corp dtd 09/24/2007 5.625% due 09/15/2017	75,000 000000	117.93	78,029.25	88,449.75	4,218.75	4.77%
	Goldman Sachs Group Inc Note dtd 03/31/2003 5.250% due 04/01/2013	15,000 000000	101.15	14,599.50	15,172.20	787.50	5.19%
	Google Inc Note dtd 05/19/2011 1.250% due 5/19/2014	100,000.0000...	101.37	100,750.00	101,369 00	1,250.00	1.23%
	Occidental Pete Corp dtd 05/15/2009 4.125% due 06/01/2016	75,000 000000	110.94	78,037.50	83,206.50	3,093.75	3.72%
	Ontario Province CDA dtd 04/02/2008 3.500% due 07/15/2013	30,000.000000	101.74	31,450.50	30,521.70	1,050.00	3 44%
	Oracle Corp Note dtd 07/08/2009 5.000% due 07/08/2019	75,000.000000	120.43	78,262 50	90,321.00	3,750.00	4.15%
	PepsiCo Inc dtd 03/02/2009 3.750% Due 03/01/2014	75,000.000000	103.88	78,579.75	77,910.00	2,812.50	3.61%
	Pfizer Inc Note dtd 02/18/2003 4.650% due 0301/2018	75,000.000000	116 31	77,600.25	87,235.50	3,487.50	4.00%
	Procter & Gamble Co dtd 08/28/2009 3.150% due 09/01/2015	25,000.000000	106 41	25,682.75	26,603.25	787.50	2.96%
	Stryker Corp Nt dtd 01/15/2010 3 000% due 01/15/2015	75,000.000000	104.90	76,034.25	78,678 00	2,250.00	2.86%
	Target Corp Nt dtd 07/16/2010 3.875% due 07/15/2020	45,000 000000	113.36	46,541.70	51,013.80	1,743.75	3.42%
	Texas Instruments Inc Note dtd 05/23/2011 2.375% due 05/16/2016	50,000 000000	105.00	51,935.00	52,499.00	1,187.50	2.26%

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PART II - BALANCE SHEETS - INVESTMENT DETAIL SCHEDULES

Ticker	Asset Name	Shares	Price	Cost	Market Value	Est. Annual Income	Annual Yield
Fixed							
Corporate Bonds & Notes							
	United Technologies Corp Note dtd 02/26/2010 4.500% due 04/15/2020	55,000.000000	117.55	55,687 50	64,651.95	2,475 00	3.83%
	Wells Fargo & Co dtd 10/01/2009 3.750% due 10/01/2014	75,000.000000	105.65	75,838 50	79,234.50	2,812.50	3.55%
	Corporate Bonds & Notes Total	1,110,000.00...		1,136,120.55	1,224,253 40	42,256.25	3.45%
International Bond Funds							
TPINX	Templeton Global Bond Fund A	21,013.216000	13.38	286,200.00	281,156.83	11,767 40	4.19%
U.S. Government Agency Obligations							
	FHLB dtd 02/23/2010 3.625% due 03/10/2017	100,000.0000...	111.65	100,661.00	111,650.00	3,625 00	3.25%
	FHLMC dtd 01/07/2010 2 875% due 02/09/2015	75,000.000000	105 41	75,722.25	79,056 00	2,156 25	2.73%
	Freddie Mac dtd 03/26/2009 3.750% due 03/27/2019	25,000.000000	115.73	24,874 00	28,931.25	937.50	3.24%
	U.S. Government Agency Obligations Total	200,000.0000...		201,257.25	219,637.25	6,718.75	3.06%
	Fixed Total	1,331,013.21...		1,623,577.80	1,725,047.48	60,742.40	3.52%
Other							
Mortgages & Notes							
	City of Lakes Community Land Trust Promissory Note - Line of Credit dtd 04/15/10 3.500% due 04/15/2013	80,000.000000	1.00	80,000.00	80,000 00	2,800.00	3 50%
	City of Lakes Community Land Trust Promissory Note dtd 04/15/10 2.500% due 04/15/2013	100,000.0000..	1.00	100,000.00	100,000.00	2,500.00	2 50%
	James Sewell Ballet Promissory Note - Line of Credit dtd 09/22/2009 4 000% due 09/15/2014	34,486.860000	1.00	34,486.86	34,486.86	1,379 47	4 00%
	Mortgages & Notes Total	214,486.8600...		214,486.86	214,486.86	6,679 47	3.11%
	Grand Total	1,855,022.87...		5,183,589 97	5,962,732.42	145,895.72	2.45%

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PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
00751Y106	ADVANCE AUTO PARTS INC		AAP					
25.0000	11/19/2012	Various	1,943.20	1,777.20	0.00	166.00	0.00	0.00
008252108	AFFILIATED MANAGERS GROUP INC							
20.0000	04/05/2012	01/05/2012	2,256.54	1,949.60	0.00	306.94	0.00	0.00
008252108	AFFILIATED MANAGERS GROUP INC							
10.0000	11/19/2012	Various	1,246.18	1,008.65	0.00	237.52	0.00	0.00
001084102	AGCO CORP							
40.0000	11/19/2012	12/06/2011	1,771.96	1,836.88	0.00	-64.92	0.00	0.00
001204106	AGL RESOURCES INC		GAS					
.6430	06/22/2012	12/06/2011	24.27	26 69	0.00	-2.42	0.00	0.00
018581108	ALLIANCE DATA SYSTEMS CORP							
20.0000	05/10/2012	Various	2,506.74	1,877.95	0.00	628.78	0.00	0.00
018581108	ALLIANCE DATA SYSTEMS CORP							
15.0000	11/19/2012	Various	2,112.25	2,065.65	0.00	46 60	0.00	0.00
02553E106	AMERICAN EAGLE OUTFITTERS		AEO					
85.0000	10/05/2012	09/10/2012	1,912.45	1,954.75	0.00	-42.30	0.00	0.00

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Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition *(Box 1b)*	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis *(Box 3)*	Wash Sale Loss Disallowed *(Box 5)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
02553E106	AMERICAN EAGLE OUTFITTERS		AEO					
240.0000	12/06/2012	09/10/2012	5,093.40	5,519.28	0.00	-425.88	0.00	0.00
025932104	AMERICAN FINANCIAL GROUP INC		AFG					
65.0000	04/05/2012	Various	2,486.84	2,117.80	0.00	369.04	0.00	0.00
039380100	ARCH COAL INC							
340.0000	02/06/2012	07/05/2011	5,315.11	9,105.20	0.00	-3,790.09	0.00	0.00
039380100	ARCH COAL INC							
245.0000	03/06/2012	Various	2,925.98	5,468.01	0.00	-2,542.03	0.00	0.00
042735100	ARROW ELECTRONICS INC.							
75.0000	06/07/2012	12/06/2011	2,559.69	2,794.50	0.00	-234.81	0.00	0.00
042735100	ARROW ELECTRONICS INC.							
10.0000	07/11/2012	12/06/2011	326.39	372.60	0.00	-46.21	0.00	0.00
363576109	ARTHUR J. GALLAGHER & CO							
265.0000	01/05/2012	Various	8,607.42	6,925.86	0.00	1,681.56	0.00	0.00
044209104	ASHLAND INC NEW		ASH					
5.0000	10/05/2012	06/07/2012	367.59	326.90	0.00	40.69	0.00	0.00
050095108	ATWOOD OCEANICS INC							
70.0000	04/05/2012	03/06/2012	3,099.53	3,157.00	0.00	-57.47	0.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

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PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition *(Box 1b)*	Stock or Other Symbol *(Box 1d)*	Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis *(Box 3)*	Wash Sale Loss Disallowed *(Box 5)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
053807103	AVNET INC								
20.0000	06/07/2012	12/06/2011		614.38	618 60	0.00	-4.22	0.00	0.00
053807103	AVNET INC								
40.0000	10/05/2012	12/06/2011		1,171.57	1,237.20	0.00	-65.63	0.00	0.00
073302101	B/E AEROSPACE INC								
90.0000	01/05/2012	Various		3,506.33	3,425.10	0.00	81.23	0 00	0.00
073302101	B/E AEROSPACE INC								
35 0000	11/19/2012	10/05/2012		1,516.51	1,537.89	0.00	-21.38	0.00	0.00
109641100	BRINKER INTERNATIONAL INC		EAT						
85.0000	04/05/2012	Various		2,332.35	1,952 19	0.00	380.16	0.00	0.00
109641100	BRINKER INTERNATIONAL INC		EAT						
45.0000	11/19/2012	09/10/2012		1,315.77	1,599.73	0.00	-283.96	0 00	0.00
110122108	BRISTOL-MYERS SQUIBB CO.		BMY						
265.0000	03/15/2012	12/06/2011		8,784.59	8,837.03	0.00	-52.44	0.00	0.00
142339100	CARLISLE COS INC								
70.0000	10/05/2012	06/07/2012		3,712.71	3,593.10	0.00	119.61	0.00	0.00
163072101	CHEESECAKE FACTORY INC								
200.0000	03/06/2012	07/05/2011		5,919.91	6,654.00	0.00	-734.09	0.00	0 00

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JOHN LARSEN FOUNDATION
I.D. # 41-1715465
Y.E. 12/31/12

FORM: 990-PF

PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

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168615102	CHICO'S FAS INC.							
395.0000	05/10/2012	03/06/2012	5,766.91	5,944.71	0.00	-177.80	0.00	0.00
12561W105	CLECO CORP NEW							
50.0000	09/10/2012	07/11/2012	2,095.95	2,151.50	0.00	-55.55	0.00	0.00
216648402	COOPER COS INC COM NEW							
15.0000	11/19/2012	05/10/2012	1,386.41	1,315.35	0.00	71.06	0.00	0.00
219023108	CORN PRODUCTS INTL							
70.0000	01/05/2012	07/05/2011	3,569.23	3,998.39	0.00	-429.16	0.00	0.00
256746108	DOLLAR TREE INC							
15 0000	01/05/2012	Various	1,232.22	1,229.40	0 00	2.82	0.00	0 00
256746108	DOLLAR TREE INC							
10.0000	07/11/2012	06/07/2012	530.69	525.90	0.00	4.79	0.00	0.00
257559203	DOMTAR CORP		UFS					
40.0000	12/06/2012	10/05/2012	3,173.52	3,183.60	0.00	-10.08	0.00	0.00
26441C204	DUKE ENERGY CORP NEW		DUK					
.1667	07/18/2012	12/06/2011	10 96	10.39	0.00	0.57	0.00	0 00
26441C204	DUKE ENERGY CORP NEW		DUK					
.5000	09/24/2012	12/06/2011	32.08	31.17	0.00	0.91	0.00	0.00

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27579R104	EAST WEST BANCORP		EWBC					
185.0000	09/10/2012	Various	4,143.93	3,722.60	0.00	421.33	0.00	0.00
344849104	FOOT LOCKER INC.							
90.0000	02/06/2012	Various	2,422.75	2,183.50	0.00	239.25	0.00	0.00
344849104	FOOT LOCKER INC.							
5.0000	07/11/2012	06/07/2012	157.95	154.35	0.00	3.60	0.00	0.00
360271100	FULTON FIN CORP		FULT					
140.0000	11/19/2012	09/10/2012	1,313.18	1,434 99	0.00	-121.81	0.00	0.00
393122106	GREEN MOUNTAIN COFFEE ROASTERS INC							
100.0000	06/07/2012	Various	2,465.95	6,775.95	0.00	-4,310.00	0.00	0.00
404132102	HCC INSURANCE HOLDINGS INC.							
45.0000	11/19/2012	Various	1,612.76	1,415.83	0.00	196.93	0.00	0.00
421933102	HEALTH MANAGEMENT ASSOCIATES INC.		HMA					
550.0000	12/06/2012	Various	4,146.91	4,191.80	0.00	-44 89	0.00	0.00
42330P107	HELIX ENERGY SOLUTIONS GROUP INC.							
95.0000	06/07/2012	02/06/2012	1,604.51	1,733.66	0.00	-129 15	0.00	0.00
436106108	HOLLYFRONTIER CORP		HFC					
40.0000	06/07/2012	09/08/2011	1,245.57	1,511.11	0.00	-265.54	0.00	0.00

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JOHN LARSEN FOUNDATION
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PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

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436106108	HOLLYFRONTIER CORP		HFC					
140.0000	08/14/2012	09/08/2011	5,671.28	5,288.90	0.00	382.38	0.00	0.00
436106108	HOLLYFRONTIER CORP		HFC					
45.0000	11/19/2012	02/06/2012	1,957.90	1,474.65	0.00	483 25	0.00	0.00
436106108	HOLLYFRONTIER CORP		HFC					
35.0000	11/19/2012	02/06/2012	1,527.71	1,146.95	0.00	380.76	0.00	0.00
44106M102	HOSPITALITY PROPERTIES TRUST		HPT					
85.0000	06/07/2012	12/06/2011	1,977.90	1,891.03	0.00	86.87	0.00	0.00
44106M102	HOSPITALITY PROPERTIES TRUST		HPT					
110.0000	08/14/2012	12/06/2011	2,565.15	2,447.21	0.00	117.94	0.00	0.00
443510201	HUBBELL INC CLASS B		HUB/B					
10.0000	11/19/2012	Various	815.48	722.50	0.00	92.98	0.00	0.00
426281101	JACK HENRY & ASSOCIATES INC		JKHY					
90.0000	03/06/2012	07/05/2011	2,956.44	2,737.56	0.00	218.88	0.00	0.00
48020Q107	JONES LANG LASALLE INC.		JLL					
45.0000	07/11/2012	02/06/2012	3,117.08	3,681.90	0.00	-564.82	0.00	0.00
485170302	KANSAS CITY SOUTHERN							
25.0000	10/05/2012	Various	1,897 20	1,831 05	0.00	66.15	0.00	0.00

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JOHN LARSEN FOUNDATION
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PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

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50076Q106	KRAFT FOODS GROUP INC		KRFT					
6666	10/26/2012	10/05/2012	30.42	25.70	0.00	4.72	0.00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
25.0000	10/05/2012	02/06/2012	806.23	1,082.25	0.00	-276.02	0.00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
85.0000	12/06/2012	Various	2,977.48	3,620.00	0.00	-642.52	0.00	0.00
53219L109	LIFEPOINT HOSPITALS INC							
30.0000	05/10/2012	Various	1,101.06	1,172.20	0.00	-71.14	0.00	0.00
53219L109	LIFEPOINT HOSPITALS INC							
125.0000	11/19/2012	09/10/2012	4,431.20	5,219.91	0.00	-788.71	0.00	0.00
532791100	LINCARE HOLDINGS INC.							
25.0000	08/13/2012	12/06/2011	1,037.50	604.00	0.00	433.50	0.00	0.00
57164Y107	MARRIOTT VACATIONS WORLDWIDE CORP							
.6000	03/30/2012	11/28/2011	17.08	0.66	0.00	16.42	0.00	0.00
584690309	MEDICIS PHARMACEUTICAL CORP		MRX					
65.0000	12/12/2012	Various	2,860.00	2,442.05	0.00	417.95	0.00	0.00
611740101	MONSTER BEVERAGE CORP							
140.0000	07/11/2012	06/07/2012	10,134.51	10,476.20	0.00	-341.69	0.00	0.00

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67073Y106	NV ENERGY INC		NVE					
295.0000	09/10/2012	Various	5,345.30	4,169.20	0.00	1,176.10	0.00	0.00
675232102	OCEANEERING INTL INC							
20.0000	03/06/2012	Various	1,059.78	909.90	0.00	149.88	0.00	0.00
682680103	ONEOK INC.							
30.0000	04/05/2012	Various	2,422.14	2,391.90	0.00	30.24	0.00	0.00
682680103	ONEOK INC.							
35.0000	11/19/2012	05/10/2012	1,601.91	1,502.90	0.00	99.01	0.00	0.00
716768106	PETSMART INC COMMON		PETM					
45.0000	02/06/2012	01/05/2012	2,376.85	2,340.45	0.00	36.40	0.00	0.00
716768106	PETSMART INC COMMON		PETM					
55.0000	05/10/2012	12/06/2011	3,131.07	2,736.80	0.00	394.27	0.00	0.00
716768106	PETSMART INC COMMON		PETM					
20.0000	11/19/2012	09/10/2012	1,369.56	1,433.00	0.00	-63.44	0.00	0.00
723484101	PINNACLE WEST CAPITAL		PNW					
100.0000	03/15/2012	12/06/2011	4,700.93	4,674.00	0.00	26.93	0.00	0.00
743263105	PROGRESS ENERGY INC.							
160.0000	03/15/2012	12/06/2011	8,505.23	8,641.60	0.00	-136.37	0.00	0.00

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743674103	PROTECTIVE LIFE CORP.							
230.0000	06/07/2012	Various	6,242.10	6,619.88	0.00	-377.78	0.00	0.00
693656100	PVH CORP		PVH					
45.0000	05/10/2012	Various	3,689.01	3,177.45	0.00	511.56	0.00	0.00
693656100	PVH CORP		PVH					
5.0000	10/05/2012	06/07/2012	480.04	400.05	0.00	79.99	0.00	0.00
751028101	RALCORP HOLDINGS INC NEW							
70.0000	02/06/2012	Various	5,297.49	5,878.50	0.00	-581.01	0.00	0.00
754907103	RAYONIER INC							
87.0000	01/05/2012	02/04/2011	3,882.75	3,472.46	0.00	410.29	0.00	0.00
754907103	RAYONIER INC							
5.0000	11/19/2012	06/07/2012	241.79	214.85	0.00	26.94	0.00	0.00
758750103	REGAL BELOIT CORP							
55.0000	11/19/2012	06/07/2012	3,588.66	3,386.90	0.00	201.76	0.00	0.00
759351604	REINSURANCE GROUP AMER INC							
30.0000	10/05/2012	03/06/2012	1,754.96	1,662.30	0.00	92.66	0.00	0.00
76009N100	RENT A CTR INC NEW COM							
90.0000	02/06/2012	Various	3,121.14	3,154.50	0.00	-33.36	0.00	0.00

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76009N100	RENT A CTR INC NEW COM							
10.0000	03/06/2012	10/26/2011	333.39	331.20	0.00	2.19	0.00	0.00
749941100	RF MICRO DEVICES INC							
1045.0000	01/05/2012	Various	5,653.44	6,385 25	0.00	-731.81	0.00	0.00
768573107	RIVERBED TECHNOLOGY INC							
145.0000	06/07/2012	03/06/2012	2,486.70	3,910.65	0.00	-1,423.95	0.00	0.00
777779307	ROSETTA RESOURCES INC							
100.0000	10/05/2012	08/14/2012	4,515.99	4,481.00	0.00	34.99	0.00	0.00
778296103	ROSS STORES INC COM		ROST					
60.0000	06/07/2012	Various	3,794.30	2,627.90	0.00	1,166.42	0.00	0.00
778296103	ROSS STORES INC COM		ROST					
20.0000	07/11/2012	08/04/2011	1,338.97	749.40	0.00	589.57	0.00	0.00
84265V105	SOUTHERN COPPER CORP		SCCO					
.1075	03/08/2012	12/06/2011	3.31	3.37	0.00	-0.06	0.00	0.00
84265V105	SOUTHERN COPPER CORP		SCCO					
.7115	09/11/2012	12/06/2011	24.49	22.30	0.00	2.19	0.00	0.00
844030106	SOUTHERN UN CO NEW							
185.0000	03/28/2012	10/04/2011	8,186.25	7,150.21	0.00	1,036.04	0.00	0.00

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844030106	SOUTHERN UN CO NEW							
15.0000	03/28/2012	10/26/2011	663.75	629.85	0.00	33.90	0.00	0.00
784635104	SPX CORP COM							
110.0000	06/07/2012	12/06/2011	7,731.72	6,924.50	0.00	807.22	0.00	0.00
871607107	SYNOPSYS INC.							
130.0000	01/05/2012	Various	3,470.96	3,542.65	0.00	-71.69	0.00	0.00
879433829	TELEPHONE & DATA SYS INC. NEW							
.4950	02/01/2012	12/06/2011	12.73	12.21	0.00	0.52	0.00	0.00
879433829	TELEPHONE & DATA SYS INC. NEW							
418.0000	04/05/2012	12/06/2011	9,572.02	10,313.41	0.00	-741.39	0.00	0.00
884315102	THOMAS & BETTS							
25.0000	05/17/2012	Various	1,800.00	1,280.10	0.00	519.90	0.00	0.00
902653104	UDR INC							
280.0000	03/06/2012	01/05/2012	7,151.10	7,033.54	0.00	117.56	0.00	0.00
913456109	UNIVERSAL CORP							
70.0000	10/05/2012	07/11/2012	3,630.88	3,271.10	0.00	359.78	0.00	0.00
913903100	UNIVERSAL HEATH SERVICES INC		UHS					
40.0000	11/19/2012	03/06/2012	1,705.96	1,718.80	0.00	-12.84	0.00	0.00

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92046N102	VALUECLICK INC							
85.0000	11/19/2012	10/05/2012	1,533.36	1,523 19	0.00	10.17	0.00	0.00
92343V104	VERIZON COMMUNICATIONS INC.		VZ					
35.0000	03/15/2012	12/06/2011	1,377.22	1,349.60	0.00	27.62	0.00	0.00
084423102	W.R. BERKLEY CORPORATION		WRB					
90.0000	02/06/2012	Various	3,231.85	2,943.27	0.00	288.58	0.00	0.00
930059100	WADDELL & REED FINL INC CL A		WDR					
55.0000	11/19/2012	04/05/2012	1,805.61	1,754.50	0.00	51.11	0.00	0.00
94946T106	WELLCARE GROUP INC							
160.0000	08/14/2012	Various	8,551.88	7,638 15	0.00	913.73	0.00	0.00
Total Short Term Sales Reported on 1099-B Report on Form 8949, Part I, with Box A checked			**293,609.35**	**297,481.07**	**0.00**	**-3,871.72**	**0.00**	**0.00**
Long Term Sales Reported on 1099-B								
00751Y106	ADVANCE AUTO PARTS INC		AAP					
15.0000	05/10/2012	04/04/2011	1,331.97	990.30	0.00	341.67	0.00	0.00
109641100	BRINKER INTERNATIONAL INC		EAT					
85.0000	02/06/2012	02/04/2011	2,299.20	2,034.89	0.00	264.31	0.00	0.00

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109641100	BRINKER INTERNATIONAL INC		EAT					
60.0000	04/05/2012	02/04/2011	1,646.36	1,436.40	0.00	209.96	0.00	0.00
27579R104	EAST WEST BANCORP		EWBC					
230.0000	08/14/2012	Various	5,048.40	5,261.22	0.00	-212.82	0.00	0.00
27579R104	EAST WEST BANCORP		EWBC					
495.0000	09/10/2012	Various	11,087.80	10,324.71	0.00	763.09	0.00	0.00
29264F205	ENDO HEALTH SOLUTIONS INC							
100.0000	07/11/2012	03/03/2011	2,922.98	3,639.99	0.00	-717.01	0.00	0.00
303726103	FAIRCHILD SEMICONDUCTOR INT'L INC							
160.0000	04/05/2012	01/10/2011	2,228.74	2,686.40	0.00	-457.66	0.00	0.00
303726103	FAIRCHILD SEMICONDUCTOR INT'L INC							
120.0000	11/19/2012	01/10/2011	1,450.76	2,014.80	0.00	-564.04	0.00	0.00
344849104	FOOT LOCKER INC.							
45.0000	07/11/2012	06/03/2011	1,421.52	1,074.13	0.00	347.39	0.00	0.00
421933102	HEALTH MANAGEMENT ASSOCIATES INC.		HMA					
825.0000	12/06/2012	11/09/2011	6,220.36	7,250.35	0.00	-1,029.99	0.00	0.00
436106108	HOLLYFRONTIER CORP		HFC					
55.0000	11/19/2012	09/08/2011	2,392.99	2,077.78	0.00	315.21	0.00	0.00

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I.D. # 41-1715465
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FORM: 990-PF

PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
443510201	HUBBELL INC CLASS B		HUB/B					
5.0000	11/19/2012	10/26/2011	407.74	297.45	0.00	110.29	0.00	0.00
443510201	HUBBELL INC CLASS B		HUB/B					
5.0000	12/06/2012	10/26/2011	413.79	297.45	0.00	116.34	0.00	0.00
457187102	INGREDION INC							
75.0000	07/11/2012	Various	3,540.00	4,130.07	0.00	-590.07	0.00	0.00
457187102	INGREDION INC							
30.0000	11/19/2012	05/05/2011	1,884.85	1,610.99	0.00	273.86	0.00	0.00
48242W106	KBR INC		KBR					
65.0000	10/05/2012	Various	2,008.45	2,397.37	0.00	-388.92	0.00	0.00
48242W106	KBR INC		KBR					
145.0000	12/06/2012	Various	4,081.65	4,988.15	0.00	-906.50	0.00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
135.0000	09/10/2012	03/03/2011	4,712.75	7,974.37	0.00	-3,261.62	0.00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
25.0000	10/05/2012	03/03/2011	806.23	1,476.73	0.00	-670.50	0.00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
15.0000	12/06/2012	10/26/2011	525.44	623.85	0.00	-98.41	0.00	0.00

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JOHN LARSEN FOUNDATION
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Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
584690309	MEDICIS PHARMACEUTICAL CORP		MRX					
30.0000	11/19/2012	09/08/2011	1,294.77	1,154.10	0.00	140.67	0.00	0.00
584690309	MEDICIS PHARMACEUTICAL CORP		MRX					
330.0000	12/12/2012	Various	14,520.00	12,302.34	0.00	2,217.66	0.00	0.00
552983512	MFS RESEARCH INTL A		MRSAX					
3759.9580	11/16/2012	10/11/2011	53,805.00	51,774.62	0.00	2,030.38	0.00	0.00
693656100	PVH CORP		PVH					
15.0000	10/05/2012	07/05/2011	1,440.11	1,026.30	0.00	413.81	0.00	0.00
76009N100	RENT A CTR INC NEW COM							
135.0000	03/06/2012	03/03/2011	4,500.83	4,572.43	0.00	-71.60	0.00	0.00
772739207	ROCK-TENN COMPANY		RKT					
40.0000	05/10/2012	04/04/2011	2,329.14	2,791.58	0.00	-462.44	0.00	0.00
772739207	ROCK-TENN COMPANY		RKT					
20.0000	11/19/2012	04/04/2011	1,292.37	1,395.79	0.00	-103.42	0.00	0.00
Total Long Term 15% Sales Reported on 1099-B			**135,614.20**	**137,604.56**	**0.00**	**-1,990.36**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box A checked

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FORM: 990-PF

PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
225401108	CREDIT SUISSE GROUP SPONSORED ADR		CS					
245.0000	08/16/2012	Various	9.50	0.00	0.00	9.50	0.00	0.00
353612823	FRANKLIN INVS SECS TR FLTG RATE DAILY ACCESS FD CL A		FAFRX					
1272.6240	04/04/2012	12/07/2011	11,517.25	11,250.00	0.00	267.25	0.00	0.00
693391690	PIMCO SHORT TERM FD D							
4795.9710	04/04/2012	12/07/2011	47,000.52	46,425.00	0.00	575.52	0.00	0.00
737446104	POST HOLDINGS INC.							
35.0000	02/08/2012	Various	907.88	0.00	0.00	907.88	0.00	0.00
982349607	WRIGHT CURRENT INCOME		WCIFX					
1722.1670	04/04/2012	12/07/2011	17,342.22	17,325.00	0.00	17.22	0.00	0.00
Total Short Term Sales Reported on 1099-B **Report on Form 8949, Part I, with Box B checked**			**76,777.37**	**75,000.00**	**0.00**	**1,777.37**	**0.00**	**0.00**
Long Term 15% Sales Reported on 1099-B								
00751Y106	ADVANCE AUTO PARTS INC		AAP					
5.0000	05/10/2012	12/08/2010	443.99	338.75	0.00	105.24	0.00	0.00

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PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
042735100	ARROW ELECTRONICS INC.							
75.0000	07/11/2012	Various	2,447.94	2,327.71	0.00	120.23	0.00	0.00
044209104	ASHLAND INC NEW		ASH					
50.0000	10/05/2012	Various	3,675.91	2,482.00	0.00	1,193.91	0.00	0.00
053807103	AVNET INC							
40.0000	06/07/2012	12/08/2010	1,228.77	1,329.60	0.00	-100.83	0.00	0.00
053807103	AVNET INC							
40.0000	10/05/2012	05/04/2010	1,171.57	1,230.40	0.00	-58.83	0.00	0.00
054303AR3	AVON PRODUCTS INC NT DTD 06/23/2003 4.2							
25000.0000	05/09/2012	11/10/2009	25,227.75	24,803.25	0.00	424.50	0.00	0.00
20825CAE4	CONOCOPHILLIPS NOTES DTD 10/09/2002 4.7							
15000.0000	10/15/2012	06/22/2004	15,000.00	14,631.30	0.00	368.70	0.00	0.00
256746108	DOLLAR TREE INC							
70.0000	01/05/2012	Various	5,750.38	1,794.71	0.00	3,955.67	0.00	0.00
256746108	DOLLAR TREE INC							
50.0000	07/11/2012	07/08/2008	2,653.43	597.27	0.00	2,056.16	0.00	0.00
256746108	DOLLAR TREE INC							
270.0000	09/10/2012	07/08/2008	12,765.39	3,225.28	0.00	9,540.11	0.00	0.00
44106M102	HOSPITALITY PROPERTIES TRUST		HPT					
20.0000	08/14/2012	09/30/2009	466.39	416.38	0.00	50.01	0.00	0.00

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Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
443510201	HUBBELL INC CLASS B		HUB/B					
20.0000	12/06/2012	08/13/2009	1,655.16	792.00	0.00	863.16	0.00	0.00
459200BA8	IBM DTD 11/27/2002 4.750% DUE 11/29/201							
25000.0000	11/29/2012	05/28/2004	25,000.00	24,386.00	0 00	614.00	0.00	0.00
48020Q107	JONES LANG LASALLE INC.		JLL					
105.0000	07/11/2012	Various	7,273.18	8,263.20	0.00	-990.02	0.00	0.00
485170302	KANSAS CITY SOUTHERN							
60.0000	10/05/2012	10/05/2010	4,553.29	2,275.79	0.00	2,277.50	0.00	0.00
485170302	KANSAS CITY SOUTHERN							
125.0000	11/19/2012	10/05/2010	9,349.80	4,741.22	0.00	4,608.58	0.00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
70.0000	10/05/2012	Various	2,257.46	3,439.30	0.00	-1,181.84	0 00	0.00
512807108	LAM RESEARCH CORP.		LRCX					
130.0000	12/06/2012	08/04/2010	4,553.79	5,429.92	0.00	-876.13	0.00	0.00
53219L109	LIFEPOINT HOSPITALS INC							
230.0000	05/10/2012	Various	8,441.41	5,899 62	0.00	2,541.79	0.00	0.00
532791100	LINCARE HOLDINGS INC.							
352.0000	08/13/2012	Various	14,608.00	5,103 92	0.00	9,504.08	0.00	0.00
675232102	OCEANEERING INTL INC							
175.0000	03/06/2012	Various	9,273.09	4,560.87	0.00	4,712.22	0.00	0.00

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PART IV - SHORT-TERM & LONG-TERM CAPITAL GAINS - DETAIL SCHEDULES

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68380L100	OPPENHEIMER INTERNATIONAL GROWTH A		OIGAX					
1255.8990	11/16/2012	10/11/2011	36,195.00	32,678 49	0 00	3,516 51	0.00	0.00
754907103	RAYONIER INC							
68.0000	01/05/2012	07/02/2010	3,034.79	1,995.12	0.00	1,039.67	0.00	0.00
754907103	RAYONIER INC							
70.0000	03/06/2012	07/02/2010	3,100.24	2,053.80	0.00	1,046.44	0.00	0.00
754907103	RAYONIER INC							
115.0000	04/05/2012	07/02/2010	4,981.69	3,374.09	0.00	1,607.60	0.00	0.00
754907103	RAYONIER INC							
107.0000	11/19/2012	07/02/2010	5,174.41	3,139.37	0.00	2,035 04	0.00	0.00
778296103	ROSS STORES INC COM		ROST					
5.0000	07/11/2012	12/08/2010	334.74	161.03	0.00	173.71	0.00	0.00
778296103	ROSS STORES INC COM		ROST					
75.0000	11/19/2012	Various	4,122 65	2,021.24	0.00	2,101 41	0.00	0.00
778296103	ROSS STORES INC COM		ROST					
35.0000	11/19/2012	08/04/2008	1,939.65	667.36	0.00	1,272.29	0.00	0.00
778296103	ROSS STORES INC COM		ROST					
175.0000	12/06/2012	08/04/2008	9,621.28	3,336.78	0.00	6,284.50	0.00	0.00
884315102	THOMAS & BETTS							
255.0000	05/17/2012	10/14/2009	18,360 00	7,960 84	0.00	10,399.16	0 00	0 00

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900001991	UNIVERSITY NATIONAL BANK CD DTD 12/03/20							
102017.5900	12/04/2012	Various	102,017.59	102,017.59	0.00	0.00	0.00	0.00
928298108	VISHAY INTERTECHNOLOGY INC.							
395.0000	10/05/2012	11/02/2010	3,827.97	4,617.51	0.00	-789.54	0.00	0.00
084423102	W.R. BERKLEY CORPORATION		WRB					
60.0000	02/06/2012	Various	2,154.56	1,643.60	0.00	510.96	0.00	0.00
084423102	W.R. BERKLEY CORPORATION		WRB					
105.0000	03/06/2012	Various	3,668.68	2,643.91	0.00	1,024.77	0.00	0.00
Total Long Term 15% Sales Reported on 1099-B Report on Form 8949, Part II, with Box B checked			**356,329.95**	**286,379.22**	**0.00**	**69,950.73**	**0.00**	**0.00**

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