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

2012

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

THE ADORJAN FAMILY FOUNDATION
223 NORTH BEMISTON
CLAYTON, MO 63105

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, column (c), line 16) **\$ 435,398.** J Accounting method: Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis.)*

A Employer identification number
43-6752676

B Telephone number (see the instructions)
(314) 725-7270

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)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)	1,150.			
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	51.	51.	51.	
	4 Dividends and interest from securities	12,011.	12,011.	12,011.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	857.			
	b Gross sales price for all assets on line 6a	139,154.			
	7 Capital gain net income (from Part IV, line 2)		857.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
SEE STATEMENT 1		-659.			
12 Total. Add lines 1 through 11		13,410.	12,919.	12,062.	
A D M I N I S T R A T I V E O P E R A T I V E A N D E X P E N S E S	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	1,150.	575.		575.
	c Other prof fees (attach sch) SEE ST 3	1,610.	1,610.	1,610.	
	17 Interest	33.	33.	33.	
	18 Taxes (attach schedule) (see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
SEE STATEMENT 4		23.		23.	
24 Total operating and administrative expenses. Add lines 13 through 23		2,816.	2,218.	1,666.	575.
25 Contributions, gifts, grants paid PART XV		132,318.			132,318.
26 Total expenses and disbursements. Add lines 24 and 25		135,134.	2,218.	1,666.	132,893.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-121,724.			
b Net investment income (if negative, enter -0-)			10,701.		
c Adjusted net income (if negative, enter -0-)				10,396.	

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
A S S E T S	1	Cash – non-interest-bearing	64,690.	17,400.	17,400.
	2	Savings and temporary cash investments	5,244.	15,085.	15,085.
	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 sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	339,970.	263,887.	273,609.
	c	Investments – corporate bonds (attach schedule)	130,465.	122,273.	129,304.
	11	Investments – land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	540,369.	418,645.	435,398.
L I A B I L T I E S	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ►	X		
	24	Unrestricted	540,369.	418,645.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ►			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	540,369.	418,645.	
	31	Total liabilities and net assets/fund balances (see instructions)	540,369.	418,645.	

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	540,369.
2	Enter amount from Part I, line 27a	2	-121,724.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	418,645.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	418,645.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 5					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
(j) Fair Market Value as of 12/31/69		(l) Adjusted basis as of 12/31/69	(k) Excess of column (j) over column (l), if any		
a					
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	857.
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	-3,065.

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 (column (b) divided by column (c))
2011	83,130.	596,676.	0.139322
2010	53,394.	321,061.	0.166305
2009	109,615.	343,547.	0.319068
2008	81,862.	472,731.	0.173168
2007	111,779.	603,068.	0.185351

2 Total of line 1, column (d)	2	0.983214
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	0.196643
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	491,550.
5 Multiply line 4 by line 3	5	96,660.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	107.
7 Add lines 5 and 6	7	96,767.
8 Enter qualifying distributions from Part XII, line 4	8	132,893.

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)**

1 a	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 instrs)		
1	107.	
1 b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b.	
2	0.	
2 c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	
3	107.	
3	0.	
4	0.	
5	107.	
6	Credits/Payments:	
6 a	a 2012 estimated tax prnts and 2011 overpayment credited to 2012 1,500.	
6 b	b Exempt foreign organizations – tax withheld at source	
6 c	c Tax paid with application for extension of time to file (Form 8868)	
6 d	d Backup withholding erroneously withheld	
7	7 1,500.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	
9	9 0.	
10	10 1,393.	
11	1,393.	Refunded
11	11 0.	

Part VI-A **Statements Regarding Activities**

	Yes	No
1 a	X	
1 b	X	
1 c	X	
2	X	
3	X	
4 a	X	
4 b	N/A	
5	X	
6	X	
7	X	
8 b	X	
9	X	
10	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?		
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	
3	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.	
4 a	4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If 'Yes,' has it filed a tax return on Form 990-T for this year?	
5	5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.	
6	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?	
7	7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	
8 a	8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MO	
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		
9	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	
10	10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	

Part VI F Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► JULIUS J ADORJAN Located at ► 223 NORTH BEMINSTON AVE CLAYTON MO	Telephone no ► 314-726-2236	ZIP + 4 ► 63105
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	N/A ► 15	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

Part VI F 3 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
1 a	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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<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
1 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	
1 c	Organizations relying on a current notice regarding disaster assistance check here ►		
2	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?		
a	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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 __ , 20 __ , 20 __ , 20 __		
3 a	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)		
4 a	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))? ..

 Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ..

 Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ..

 Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ..

 Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ..

 Yes Nob 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 N/A

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 NoIf '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? ..

If 'Yes' to 6b, file Form 8870

6b X

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 (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
JULIUS J ADORJAN 223 NORTH BEMINSTON AVE CLAYTON, MO 63105	TRUSTEE 0.50	0.	0.	0.
DIANNA S ADORJAN 223 NORTH BEMINSTON AVE CLAYTON, MO 63105	TRUSTEE 0.50	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

BAA

TEEA0306L 12/25/12

Form 990-PF (2012)

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
1	N/A
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.

1		Amount
1	N/A	
2		

All other program-related investments See instructions.

3 _____

Total. Add lines 1 through 3 ► **0.**

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
 b Average of monthly cash balances
 c Fair market value of all other assets (see instructions)
 d **Total** (add lines 1a, b, and c)
 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
 3 Subtract line 2 from line 1d
 4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
 (for greater amount, see instructions)
 5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4
 6 **Minimum investment return.** Enter 5% of line 5
 6 24,578.

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	24,578.
2a Tax on investment income for 2012 from Part VI, line 5.	2a	107.
b Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b.	2c	107.
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3	24,471.
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	24,471.
6 Deduction from distributable amount (see instructions).	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	24,471.

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	132,893.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes.	2	
3 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule)	3a	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	132,893.
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	107.
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	132,786.

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				24,471.
2 Undistributed income, if any, as of the end of 2012.			0.	
a Enter amount for 2011 only			0.	
b Total for prior years. 20 20 20		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007	82,614.			
b From 2008	58,888.			
c From 2009	92,785.			
d From 2010	37,460.			
e From 2011	54,708.			
f Total of lines 3a through e	326,455.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 132,893.			0.	
a Applied to 2011, but not more than line 2a			0.	
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			24,471.	
e Remaining amount distributed out of corpus	108,422.			
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.	434,877.			
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 instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	82,614.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	352,263.			
10 Analysis of line 9-				
a Excess from 2008	58,888.			
b Excess from 2009	92,785.			
c Excess from 2010	37,460.			
d Excess from 2011	54,708.			
e Excess from 2012	108,422.			

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)				
<i>a Paid during the year</i>				
SEE STATEMENT 7				
Total				► 3a 132,318.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	51.	
4 Dividends and interest from securities			14	12,011.	
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			14	-659.	
8 Gain or (loss) from sales of assets other than inventory			18	857.	
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)				12,260.	
13 Total. Add line 12, columns (b), (d), and (e)				13	12,260.
(See worksheet in line 13 instructions to verify calculations)					

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

2012

FEDERAL STATEMENTS

PAGE 1

THE ADORJAN FAMILY FOUNDATION

43-6752676

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME.	\$ -659.		
TOTAL	<u>\$ -659.</u>	<u>\$ 0.</u>	<u>0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	\$ 1,150.	\$ 575.		\$ 575.
TOTAL	<u>\$ 1,150.</u>	<u>\$ 575.</u>	<u>\$ 0.</u>	<u>\$ 575.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL MGMT FEES	\$ 1,610.	\$ 1,610.	\$ 1,610.	
TOTAL	<u>\$ 1,610.</u>	<u>\$ 1,610.</u>	<u>\$ 1,610.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMIN EXPENSES	\$ 23.	\$ 0.	\$ 23.	
TOTAL	<u>\$ 23.</u>	<u>\$ 0.</u>	<u>\$ 23.</u>	<u>\$ 0.</u>

2012

FEDERAL STATEMENTS

PAGE 2

THE ADORJAN FAMILY FOUNDATION

43-6752676

**STATEMENT 5
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	US TRUST SCHEDULE	PURCHASED	VARIOUS	VARIOUS
2	US TRUST SCHEDULE	PURCHASED	VARIOUS	VARIOUS
3	65 UNITS ENERGY TRANSFER PARTNERS LP	PURCHASED	3/08/2011	2/13/2012
4	6 UNITS ENERGY TRANSFER PARTNERS LP	PURCHASED	3/08/2011	8/27/2012
5	110 UNITS MARKWEST ENERGY PARTNERSHIP LP	PURCHASED	3/08/2011	2/13/2012
6	5 UNITS MARKWEST ENERGY PARTNERSHIP LP	PURCHASED	3/08/2011	8/27/2012
7	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	50,309.		55,588.	-5,279.				\$ -5,279.
2	76,781.		74,932.	1,849.				1,849.
3	3,032.		2,751.	281.				281.
4	252.		234.	18.				18.
5	6,528.		4,595.	1,933.				1,933.
6	255.		197.	58.				58.
7								1,997.
						TOTAL	\$ 857.	

**STATEMENT 6
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:

NAME: _____

CARE OF:

STREET ADDRESS:

CITY, STATE, ZIP CODE:

TELEPHONE :

E-MAIL ADDRESS:

FORM AND CONTENT:

NO SPECIFIC FORM REQUIRED. LETTERS OF REQUEST USUALLY RECEIVED.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS ON AWARDS:

TRUSTEES DETERMINE FUNDING BASED UPON NEED.

**STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ARTS AND EDUCATION COUNCIL 3547 OLIVE STREET ST LOUIS, MO 63103	NONE		UNRESTRICTED	\$ 100.

THE ADORJAN FAMILY FOUNDATION

43-6752676

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ASPCA ST LOUIS, MO	NONE		UNRESTRICTED	\$ 70.
BARC ANIMAL CENTER 818 SPRING CREST DRIVE FENTON, MO 63026	NONE		UNRESTRICTED	18,000.
BRIGHTSIDE ST LOUIS 4646 SHENANDOAH AVE ST LOUIS, MO 63110	NONE		UNRESTRICTED	100.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE 2ND FLOOR NEW YORK, NY 10001	NONE		UNRESTRICTED	250.
ENDANGERED WOLF SANCTUARY PO BOX 760 EUREKA, MO 63025	NONE		UNRESTRICTED	125.
FOREST PARK FOREVER 5595 GRAND DRIVE IN FOREST PARK ST LOUIS, MO 63112	NONE		UNRESTRICTED	1,000.
FRIENDS OF TOWER GROVE PARK 4256 MAGNOLIA AVE ST LOUIS, MO 63110	NONE		UNRESTRICTED	150.
HUMANE SOCIETY OF NAPLES NAPLES, FL	NONE		UNRESTRICTED	500.
HUMANE SOCIETY OF MISSOURI 1201 MACKLIND AVE ST LOUIS, MO 63110	NONE		UNRESTRICTED	150.
HUMANE SOCIETY OF USA 2100 L STREET NW WASHINGTON, DC 20037	NONE		UNRESTRICTED	75.
LANDMARKS 911 WASHINGTON AVENUE #170 ST LOUIS, MO 63101	NONE		UNRESTRICTED	75.
MAGIC HOUSE 516 S KIRKWOOD ROAD ST LOUIS, MO 63122	NONE		UNRESTRICTED	100.
MISSOURI BOTANICAL GARDENS PO BOX 299 ST LOUIS, MO 63166	NONE		UNRESTRICTED	1,500.

THE ADORJAN FAMILY FOUNDATION

43-6752676

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
MISSOURI PARKS ASSOCIATION PO BOX 11940 ST LOUIS, MO 63112	NONE		UNRESTRICTED	\$ 100.
MISSOURI PRAIRIE FOUNDATION ST LOUIS, MO	NONE		UNRESTRICTED	50.
NATIONAL PARKS CONSERVATION 1201 EYE STREET NW STE 5508 WASHINGTON, DC 50005	NONE		UNRESTRICTED	50.
OZARK REGIONAL LAND TRUST 8707 LITZINGER DRIVE ST LOUIS, MO 63144	NONE		UNRESTRICTED	100.
PARENTS AS TEACHERS 2228 BALL DRIVE ST LOUIS, MO 63146	NONE		UNRESTRICTED	200.
PLANNED PARENTHOOD OF ST LOUIS REGION 4751 FOREST PARK AVE ST LOUIS, MO 63108	NONE		UNRESTRICTED	650.
RANKEN TECHNICAL COLLEGE 4431 FINNEY AVE ST LOUIS, MO 63113	NONE		UNRESTRICTED	10,000.
SHELDON ARTS FOUNDATION 3648 WASHINGTON BLVD ST LOUIS, MO 63108	NONE		UNRESTRICTED	250.
SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK, NY 10010	NONE		UNRESTRICTED	250.
ST LOUIS ART MUSEUM ONE FINE ARTS DRIVE, FOREST PARK ST LOUIS, MO 63110	NONE		UNRESTRICTED	1,500.
SAFE CONNECTIONS 2165 HAMPTON AVENUE ST LOUIS, MO 63139	NONE		UNRESTRICTED	250.
ST LOUIS ZOO FRIENDS ONE GOVERNMENT DRIVE ST LOUIS, MO 63110	NONE		UNRESTRICTED	12,300.
ST PATRICK CENTER 800 NORTH TUCKER BLVD ST LOUIS, MO 63101	NONE		UNRESTRICTED	500.

THE ADORJAN FAMILY FOUNDATION

43-6752676

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
STRAY RESCUE OF ST LOUIS 1463 SOUTH 18TH STREET ST LOUIS, MO 63104	NONE	UNRESTRICTED	\$ 500.	
THE REPERTORY THEATRE OF ST LOUIS 130 EDGAR ROAD ST LOUIS, MO 63119	NONE	UNRESTRICTED		1,500.
WILDLIFE RESCUE OF MISSOURI ST LOUIS, MO	NONE	UNRESTRICTED		75.
CONSERVANCY OF SW FLORIDA 991 2ND AVENUE NAPLES, FL 100.0	NONE	UNRESTRICTED		135.
CONTEMPORARY ART MUSEUM 1 ST LOUIS FINE ARTS DR FOREST PARK ST LOUIS, MO 63110	NONE	UNRESTRICTED		1,000.
KDHX PUBLIC RADIO 3504 MAGNOLIA AVE ST LOUIS, MO 63118	NONE	UNRESTRICTED		88.
KUNC COMMUNITY RADIO FOR NORTHERN COLORA 1901 56TH AVENUE STE 200 GREELEY, CO 80634	NONE	UNRESTRICTED		100.
ROCKY MOUNTAIN PBS 1089 BANNOCK STREET DENVER, CO 80204	NONE	UNRESTRICTED		100.
SIERRA CLUB 7164 MANCHESTER AVE ST. LOUIS, MO 63143	NONE	UNRESTRICTED		75.
SAINT LOUIS UNIVERSITY 221 NORTH GRAND BLVD ST LOUIS, MO 63103	BOARD MEMBER	UNRESTRICTED		200.
ST. LOUIS FOODBANK ST. LOUIS, MO	NONE	UNRESTRICTED		50.
UNITED WAY 910 N. 11TH STREET ST. LOUIS, MO 63101	NONE	UNRESTRICTED		25,000.
KWMU PUBLIC RADIO ST. LOUIS, MO	NONE	UNRESTRICTED		150.

THE ADORJAN FAMILY FOUNDATION

43-6752676

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PETA 501 FRONT STREET NORFOLK, VA 23510	NONE	UNRESTRICTED	\$ 100.	
LITTLE SISTERS OF THE POOR 3225 NORTH FLORISSANT AVENUE ST LOUIS, MO 63107	NONE	UNRESTRICTED	150.	
THE NATURE CONSERVANCY 2800 SOUTH BRENTWOOD BLVD. ST LOUIS, MO 63144	NONE	UNRESTRICTED	50,000.	
UPPITY THEATRE 4466 WEST PINE BLVD STE 13C ST LOUIS, MO 63108	NONE	UNRESTRICTED	200.	
WORLD WILDLIFE CENTER 1250 24TH STREET NW WASHINGTON, DC 20090	NONE	UNRESTRICTED	100.	
ALL SAINTS CHURCH ST LOUIS, MO	NONE	UNRESTRICTED	100.	
ANIMAL PROTECTIVE LEAGUE ST. LOUIS, MO	NONE	UNRESTRICTED	100.	
BEYOND HOUSING 4156 MANCHESTER AVE. ST. LOUIS, MO 63110	NONE	UNRESTRICTED	750.	
MO ALLIANCE FOR ANIMALS ST. LOUIS, MO	NONE	UNRESTRICTED	300.	
MO PRIMATE HOUSE ST. LOUIS, MO	NONE	UNRESTRICTED	150.	
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	NONE	UNRESTRICTED	50.	
PARALYZED VETERANS ST. LOUIS, MO 63132	NONE	UNRESTRICTED	25.	
NPR RADIO ST. LOUIS, MO	NONE	UNRESTRICTED	300.	
ROHAN WOODS SCHOOL ST. LOUIS, MO 63122	NONE	UNRESTRICTED	100.	

THE ADORJAN FAMILY FOUNDATION

43-6752676

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SOLAR ELECTRIC CHARITY WASHINGTON, DC 20006	NONE		UNRESTRICTED	\$ 500.
SOUTHSIDE DAY NURSERY 2911 OHIO AVE. ST. LOUIS, MO 63118	NONE		UNRESTRICTED	500.
ST. LOUIS SCIENCE CENTER 5050 OAKLAND AVE. ST. LOUIS, MO 63139	NONE		UNRESTRICTED	1,000.
WISHING WELL FOUNDATION 3000 WEST ESPLANADE AVENUE METAIRIE, LA 70002	NONE		UNRESTRICTED	100.
WORLD BIRD SANCTUARY 125 BALD EAGLE RIDGE ROAD VALLEY PARK, MO 63088	NONE		UNRESTRICTED	100.
MASTIFF RESCUE ST. LOUIS, MO	NONE		UNRESTRICTED	25.
ROCKY MOUNTAIN NATIONAL PARK FOUNDATION WASHINGTON, DC	NONE		UNRESTRICTED	100.
AUDUBON SOCIETY OF MISSOURI 2101 W. BROADWAY COLUMBIA, MO 65203	NONE		UNRESTRICTED	100.
GUADALUPE SCHOOL 1115 S. FLORISSANT ROAD ST. LOUIS, MO 63121	NONE		UNRESTRICTED	100.
				TOTAL \$ <u>132,318.</u>

2012

FEDERAL WORKSHEETS

THE ADORJAN FAMILY FOUNDATION

PAGE 2

43-6752676

**AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES
FORM 990-PF, PART X, LINE 1A**

SECURITY	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
US TRUST	455,884	472,091	480,061	480,692	468,193	460,881	468,045	453,813	440,475	442,357	420,612	401,404
AVERAGES	<u>455,884</u>	<u>472,091</u>	<u>480,061</u>	<u>480,692</u>	<u>468,193</u>	<u>460,881</u>	<u>468,045</u>	<u>453,813</u>	<u>440,475</u>	<u>442,357</u>	<u>420,612</u>	<u>401,404</u>
TOTALS	<u>5,444,508</u>		NUMBER OF MONTHS									

AVERAGE MONTHLY FAIR MARKET VALUE 453,709

**AVERAGE MONTHLY CASH BALANCES
FORM 990-PF, PART X, LINE 1B**

CASH BAL. JANUARY FEBRUARY MARCH APRIL MAY JUNE JULY AUGUST SEPTEMBER OCTOBER NOVEMBER DECEMBER

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extention on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE ADORJAN FAMILY FOUNDATION	Employer identification number (EIN) or 43-6752676
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P O box, see instructions 223 NORTH BEMISTON	Social security number (SSN) CLAYTON, MO 63105

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► JULIUS J ADORJAN

Telephone No ► 314-726-2236

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 13, to file the exempt organization return for the organization named above.

The extension is for the organization's return for:

► calendar year 20 12 or

► tax year beginning , 20 , and ending , 20 .

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ 107.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$ 1,500.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c \$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

Adorjan Family Foundation
Capital Gains

	Date Acquired	Date Sold	Gross Proceeds	Tax Cost	Gain(Loss)
Summary of Schedule					
Short Term Capital Gains per Schedule			59,868.95	64,061.95	(4,193.00)
Long Term Capital Loss per Schedule			77,288.75	75,480.47	1,808.28
Total Per Schedule			137,157.70	139,542.42	(2,384.72)
 Adjust Short Term Capital Gains					
Short Term Capital Gains per Schedule			59,868.95	64,061.95	(4,193.00)
Less: Sales of Partnership interests					
65 units Energy Transfer Partnership LP	03/08/11	02/13/12	(3,032.11)	(3,492.45)	460.34
110 units Markwest Energy Partnership LP	03/08/11	02/13/12	(6,528.08)	(4,981.90)	(1,546.18)
			(9,560.19)	(8,474.35)	(1,085.84)
Adjusted Short Cap Gains-Partnerships reported separately			<u>50,308.76</u>	<u>55,587.60</u>	<u>(5,278.84)</u>
 Adjust Long Term Capital Gains					
Long Term Capital Loss per Schedule			77,288.75	75,480.47	1,808.28
Less: Sales of Partnership interests					
6 units Energy Transfer Partnership LP	03/08/11	08/27/12	(252.11)	(322.38)	70.27
5 units Markwest Energy Partnership LP	03/08/11	08/27/12	(255.44)	(226.45)	(28.99)
			(507.55)	(548.83)	41.28
Adjusted Long Cap Gains-Partnerships reported separately			<u>76,781.20</u>	<u>74,931.64</u>	<u>1,849.56</u>
 Capital Gains-Partnerships					
Energy Transfer Partnership LP	03/08/11	02/13/12	3,032.11	3,492.45	Adj to Basis (741.00) 280.66
Markwest Energy Partnership LP	03/08/11	02/13/12	6,528.08	4,981.90	(387.00) 1,933.18
Energy Transfer Partnership LP	03/08/11	08/27/12	252.11	322.38	(88.00) 17.73
Markwest Energy Partnership LP	03/08/11	08/27/12	255.44	226.45	(29.00) 57.99
Total Partnerships			10,067.74	9,023.18	(1,245.00) 2,289.56
 Total Capital Gain					
Adjusted Short Cap Gains-Partnerships reported separately			50,308.76	55,587.60	(5,278.84)
Adjusted Long Term Capital Gain-Partnerships reported separately			76,781.20	74,931.64	1,849.56
Total Partnerships-above			<u>10,067.74</u>	<u>9,023.18</u>	<u>(1,245.00)</u> 2,289.56
Total Capital Gain (Loss) from sales			137,157.70	139,542.42	(1,245.00) (1,139.72)
Capital Gain Distribution					<u>1,996.87</u>
Total Capital Gains per Tax Return					857.15

Activity Detail

Jan. 01, 2012 through Dec. 31, 2012

Account: 50-01-100-0312397 IM ADORJAN FAMILY FDN TRUST

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Tax Cost</i>	<i>Short-term Realized Gain/Loss</i>	<i>Long-term Realized Gain/Loss</i>
Purchases (cont)						

Sales and Maturities

01/04/12	ALLIANCEBERNSTEIN INTL VALUE FD ADVISOR CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 435.700 UNITS @ 10.9800	\$4,783.99			-\$6,298.41	-\$1,514.42
01/04/12	COLUMBIA LARGE CAP INDEX FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 182.556 UNITS @ 24.6499	4,500.00			-4,677.09	-177.09
01/04/12	PIMCO COMMODITY REALRETURN STRATEGY FUND MUTUAL FUND AGENT PROCEEDS REDEMPTION 671.642 UNITS @ 6.6999	4,500.00			-6,561.94	-2,061.94
01/06/12	ISHARES RUSSELL 1000 VALUE INDEX FUND J.P. MORGAN SECURITIES INC. 01/03 SALE 70.00 SHS @ 64.7104 MISC .09 COMM 1.75	4,527.89			-4,813.54	-285.65

49542316300

Settlement Date



Activity Detail

Account: 50-01-100-0312397 **IM ADORJAN FAMILY FDN TRUST**

Jan. 01, 2012 through Dec. 31, 2012

Date	Description	Income Cash	Principal/Cash	Tax Cost	Short-term	Long-term	Realized Gain/Loss
					Sales and Maturities (cont)	Realized Gain/Loss	
01/06/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND UBS SECURITIES LLC 01/03 SALE 75.00 SHS @ 58.7948 MISC 09 COMM 1.88		4,407.65	-4,535.25		-127.60	
02/14/12	CAMBRIAR SMALL CAP FUND INV CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 26,178 UNITS @ 19.1000		500.00	-498.17		1.83	
02/14/12	COLUMBIA ACORN USA FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 12,979 UNITS @ 30.8190		400.00	-390.93		9.07	
02/14/12	COLUMBIA MARSICO GROWTH FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 40,341 UNITS @ 22.3098		900.00	-867.74		32.26	
02/14/12	COLUMBIA LARGE CAP INDEX FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 130,019 UNITS @ 26.1500		3,400.00	-3,331.09		68.91	
02/14/12	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 283,178 UNITS @ 11.8300		3,350.00	-3,480.26		-130.26	
02/14/12	PIMCO COMMODITY REALRETURN STRATEGY FUND MUTUAL FUND AGENT PROCEEDS REDEMPTION 579,710 UNITS @ 6.9000		4,000.00	-5,663.77		-1,663.77	

Activity Detail
Account: 50-01-100-0312397 **IM ADORJAN FAMILY FDN TRUST**

Jan. 01, 2012 through Dec. 31, 2012

<i>Date</i>	<i>Description</i>	<i>Income Cash</i>	<i>Principal Cash</i>	<i>Tax Cost</i>	<i>Short-term</i>	<i>Long-term</i>
					<i>Sales and Maturities (cont)</i>	<i>Realized Gain/Loss</i>
02/16/12	ENERGY TRANSFER PARTNERS LP UNIT LTD PARTNERSHIP INT UBS SECURITIES LLC 02/13 SALE 65.00 SHS @ 46.6739 MISC.06 COMM 1.63	3,032.11	-3,492.45		-460.34	
02/16/12	ISHARES RUSSELL 1000 VALUE INDEX FUND CS FIRST BOSTON 02/13 SALE 40.00 SHS @ 67.9500 MISC.05 COMM 1.00	2,716.95	-2,750.60		-33.65	
02/16/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP 02/13 SALE 45.00 SHS @ 63.3150 MISC.05 COMM 1.13	2,848.00	-2,721.15		126.85	
02/16/12	MARKWEST ENERGY PARTNERS LP UBS SECURITIES LLC 02/13 SALE 110.00 SHS @ 59.3724 MISC.13 COMM 2.74	6,528.08	-4,981.90		1,546.18	
04/20/12	SPDR S&P EMERGING MIDDLE EAST & AFRICA ETF FUND INSTINET 04/17 SALE 57.00 SHS @ 69.6557 MISC.09 COMM 1.71	3,968.58	-3,790.56		286.18	
08/28/12	CAMBIA SMALL CAP FUND INV CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 36.911 UNITS @ 17.6099	650.00	-702.42		-52.42	
08/28/12	COLUMBIA ACORN USA FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 16.437 UNITS @ 30.4191	500.00	-495.08		4.92	

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Settlement Date



Account: 50-01-100-0312397 **IM ADORJAN FAMILY FDN TRUST**

Activity Detail

Jan. 01, 2012 through Dec. 31, 2012

Date	Description	Income Cash	Principal Cash	Tax Cost	Short-term	Long-term	Realized Gain/Loss
					Sales and Maturities (cont)	Realized Gain/Loss	
08/28/12	CMG ULTRA SHORT TERM BOND FUND		1,175.00			-1,175.00	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 130.411 UNITS						
	@ 9.0099						
08/28/12	COLUMBIA MARSICO GROWTH FUND CLASS Z SHARES		1,100.00			-1,040.50	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 48.373 UNITS						
	@ 22.7399						
08/28/12	COLUMBIA LARGE CAP INDEX FUND CLASS Z SHARES		4,175.00			-3,892.42	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 151.929 UNITS						
	@ 27.4799						
08/28/12	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES		400.00			-445.02	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 36.597 UNITS						
	@ 10.9298						
08/28/12	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES		1,600.00			-1,690.80	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 137.575 UNITS						
	@ 11.6300						
08/28/12	COLUMBIA INTERMEDIATE BOND FUND CLASS Z SHARES		7,850.00			-7,463.26	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 822.851 UNITS						
	@ 9.5400						
08/28/12	HARBOR INTERNATIONAL FUND INSTL CL		400.00			-375.80	
	MUTUAL FUND AGENT						
	PROCEEDS REDEMPTION 6.831 UNITS						
	@ 57.7117						



Bank of America Private Wealth Management

Activity Detail

Account: 50-01-100-0312397 **IM ADORJAN FAMILY FDN TRUST**

Date	Description	Income Cash	Principal Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
	Sales and Maturities (cont)					

08/28/12	HUSSMAN INV STRATEGIC GROWTH FUND	925.00	-1,109.33
	MUTUAL FUND AGENT		
	PROCEEDS REDEMPTION 83,786 UNITS @ 11.04000		
08/28/12	NATIXIS FDS TR II ASG GLOBAL ALTERNATIVES FUND CLY	750.00	-752.16
	MUTUAL FUND AGENT		
	PROCEEDS REDEMPTION 72,254 UNITS @ 10.38600		
08/28/12	NUVEEN REAL ESTATE SECS FUND CLY	500.00	-438.04
	MUTUAL FUND AGENT		
	PROCEEDS REDEMPTION 22,862 UNITS @ 21.8703		
08/28/12	PIIMCO COMMODITY REAL RETURN STRATEGY FUND	650.00	-915.06
	MUTUAL FUND AGENT		
	PROCEEDS REDEMPTION 93,660 UNITS @ 6.9399		
08/28/12	PIIMCO EMERGING LOCAL BD FUND INSTL CL	800.00	-744.41
	MUTUAL FUND AGENT		
	PROCEEDS REDEMPTION 75,117 UNITS @ 10.65500		
08/28/12	PRINCIPAL PFD SECS FUND INSTL CL	825.00	-750.80
	MUTUAL FUND AGENT		
	PROCEEDS REDEMPTION 79,787 UNITS @ 10.34000		
08/30/12	EESHARES EMERGING MARKETS CONSUMER ETF UBS SECURITIES LLC 08/27 SALE 47,00 SHS @ 23.3800 MISC 08 COMM 1,18	1,096.71	-919.09
			177.62
			-184.33

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Settlement Date



Account: 50-01-100-0312397 IM ADORJAN FAMILY FDN TRUST

Activity Detail

		Jan. 01, 2012 through Dec. 31, 2012			
Date	Description	Income Cash	Principal Cash	Tax Cost	Short-term Realized Gain/Loss
Sales and Maturities (cont)		Long-term Realized Gain/Loss			
08/30/12	ENERGY TRANSFER PARTNERS LP UNIT LTD PARTNERSHIP INT INSTINET 08/27 SALE 6.00 SHS @ 42.0500 MISC .01 COMM .18	252.11		-322.38	-7027
08/30/12	ISHARES INC MSCI AUSTRALIA INDEX FUND UBS SECURITIES LLC 08/27 SALE 11.00 SHS @ 23.6500 MISC .01 COMM .28	259.86		-284.19	-24.33
08/30/12	ISHARES INC MSCI BRAZIL FREE INDEX FUND UBS SECURITIES LLC 08/27 SALE 8.00 SHS @ 53.7600 MISC .01 COMM .20	429.87		-600.60	-170.73
08/30/12	ISHARES INC MSCI CDA INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP 08/27 SALE 700 SHS @ 27.6000 MISC .01 COMM .18	193.01		-235.09	-42.08
08/30/12	ISHARES MSCI SINGAPORE INDEX FUND GOLDMAN SACHS EXEC & CLEARING LP 08/27 SALE 13.00 SHS @ 13.0800 MISC .01 COMM .33	169.70		-175.83	-6.13
08/30/12	ISHAR MSCI TAIWAN INDEX FUND BARCLAYS CAPITAL LP 08/27 SALE 7200 SHS @ 12.6200 MISC .03 COMM 1.80	906.81		-1,090.44	-183.63
08/30/12	ISHARES MSCI SOUTH KOREA INDEX FUND UBS SECURITIES LLC 08/27 SALE 20.00 SHS @ 56.6100 MISC .03 COMM .50	1,131.67		-1,204.90	-73.23



Settlement Date

Bank of America Private Wealth Management

Activity Detail

Account: 50-01-100-0312397 **IM ADORIAN FAMILY FDN TRUST**

Jan. 01, 2012 through Dec. 31, 2012

Date	Description	Sales and Maturities (cont)	Income Cash	Principal Cash	Tax Cost	Realized Gain/Loss
08/30/12	ISHR MSCI SD AFRICA INDEX FUND			327.46	-336.01	-8.55
	UBS SECURITIES LLC					
	08/27 SALE 500 SHS @ 65.5200					
	MISC. .01 COMM. .13					
08/30/12	ISHARES CORE TOTAL U.S. BOND MARKET ETF			2,910.76	-2,729.23	181.53
	BARCLAYS CAPITAL LE					
	08/27 SALE 2600 SHS @ 11.9800					
	MISC. .07 COMM. .65					
08/30/12	ISHARES MSCI EAFFE INDEX FUND			1,305.84	-1,524.73	-218.89
	GOLDMAN SACHS EXEC & CLEARING LP					
	08/27 SALE 2500 SHS @ 52.2600					
	MISC. .03 COMM. .63					
08/30/12	ISHARES RUSSELL 1000 VALUE INDEX FUND			3,530.67	-3,438.25	92.42
	BARCLAYS CAPITAL LE					
	08/27 SALE 500 SHS @ 70.6400					
	MISC. .08 COMM. 1.25					
08/30/12	ISHARES RUSSELL 1000 GROWTH INDEX FUND			3,430.62	-3,144.44	286.18
	GOLDMAN SACHS EXEC & CLEARING LP					
	08/27 SALE 5700 SHS @ 66.0000					
	MISC. .08 COMM. 1.30					
08/30/12	ISHARES IBOXX \$ HIGH YIELD CORP BD FUND			1,197.85	-1,179.03	18.82
	BARCLAYS CAPITAL LE					
	08/27 SALE 1300 SHS @ 92.1700					
	MISC. .03 COMM. .33					
08/30/12	ISHARES MSCI INDONESIA INVESTABLE MKT INDEX FUND			146.71	-120.85	25.86
	GOLDMAN SACHS EXEC & CLEARING LP					
	08/27 SALE 500 SHS @ 29.3700					
	MISC. .01 COMM. .13					

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Settlement Date



Activity Detail

Account: 50-01-100-0312397 **IM ADORIAN FAMILY FDN TRUST**

Jan 01, 2012 through Dec. 31, 2012

Sales Date	Description	Sales and Maturities (cont)	Income Cash			Realized Gain/Loss
			Principal Cash	Tax Cost	Realized Gain/Loss	
08/30/12	ISHARES MSCI POLAND INVESTABLE MKT INDEX FUND UBS SECURITIES LLC 08/27 SALE 5.00 SHS @ 24.9000		124.36	-115.17	9.19	
	MISC.01 COMM.13					28.99
08/30/12	MARKWEST ENERGY PARTNERS LP INSTINET 08/27 SALE 5.00 SHS @ 51.1200		255.44	-226.45		
	MISC.01 COMM.15					
11/29/12	CMG ULTRA SHORT TERM BOND FUND MUTUAL FUND AGENT PROCEEDS REDEMPTION 1,423.418 UNITS @ 9.0100		12,825.00	-12,825.00		
						247.45
11/29/12	COLUMBIA MARSICO GROWTH FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 220.946 UNITS @ 22.6299		5,000.00	-4,752.55		
						363.73
11/29/12	COLUMBIA LARGE CAP INDEX FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 180.963 UNITS @ 27.6299		5,000.00	-4,636.27		
						1,163.03
11/29/12	COLUMBIA INTERMEDIATE BOND FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 2,076.843 UNITS @ 9.6300		20,000.00	-18,836.97		
						-\$1,139,542.42
						\$137,157.70
						\$1,808,28
						-\$4,193.00

Net loss (2,284.72)