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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2012**Department of the Treasury
Internal Revenue Service

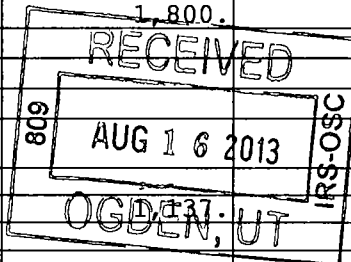
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

Name of foundation HOWARD K. ARCHDEACON FAMILY FOUNDATION, INC.		A Employer identification number 43-6870666
Number and street (or P O box number if mail is not delivered to street address) C/O J. ALBANESI 14 WATKINS DRIVE		B Telephone number (see the instructions) (203) 304-1401
City or town SANDY HOOK		C If exemption application is pending, check here ☐
State ZIP code CT 06482		D 1 Foreign organizations, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity		2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Final return ☐ Amended return		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Address change ☐ Name change		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
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) \$ 1,454,069.		
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

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)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)	26,138.			
	2 Ck ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	32,583.			
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	9,765.	L-6a Stmt		
	b Gross sales price for all assets on line 6a	117,211.			
	7 Capital gain net income (from Part IV, line 2)		1,327.		
	8 Net short-term capital gain				
	9 Income modifications				
ADMINISTRATIVE AND OPERATING EXPENSES	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	68,486.	1,327.		
	13 Compensation of officers, directors, trustees, etc	22,000.	22,000.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	1,800.	1,800.		
	c Other prof fees (attach sch)				
17 Interest					
18 Taxes (attach schedule)(see instrs) FEDERAL TAX 12/20	226.				
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings	1,137.				
22 Printing and publications					
23 Other expenses (attach schedule)					
FILING FEES	50.	50.			
24 Total operating and administrative expenses. Add lines 13 through 23	25,213.	24,987.			
25 Contributions, gifts, grants paid	52,500.				
26 Total expenses and disbursements. Add lines 24 and 25	77,713.	24,987.			
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-9,227.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)					

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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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	138,508.	45,888.	45,888.
	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) L-10a Stmt	15,075.	15,075.	15,808.
	b Investments — corporate stock (attach schedule) L-10b Stmt	853,083.	961,596.	1,091,319.
	c Investments — corporate bonds (attach schedule) L-10c Stmt	210,854.	185,733.	199,032.
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) L-13 Stmt	100,000.	100,000.	102,022.	
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)	1,317,520.	1,308,292.	1,454,069.	
LIABILITIES	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)			
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	1,317,520.	1,308,292.	
	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)	1,317,520.	1,308,292.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,317,520.	1,308,292.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,317,520.
2 Enter amount from Part I, line 27a	2	-9,227.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,308,293.
5 Decreases not included in line 2 (itemize) ROUNDING	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,308,292.

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 MCDONALD NOTE	P	01/05/09	03/12/12
b 169 SH HEINZ	P	01/05/09	07/12/12
c 1093.135SH ICON	P	01/05/09	07/12/12
d SCHWAB DIV EQUITY FUND	P	01/05/09	07/13/12
e See Columns (a) thru (d)			

(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 16,000.		15,440.	560.
b 9,276.		6,363.	2,913.
c 18,933.		25,000.	-6,067.
d 14,564.		10,962.	3,602.
e See Columns (e) thru (h)		49,681.	319.

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))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			560.
b			2,913.
c			-6,067.
d			3,602.
e See Columns (i) thru (j)			319.

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	1,327.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	[If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☐ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	0.	0.	0.000000
2010	0.	0.	0.000000
2009	0.	0.	0.000000
2008		893,465.	
2007	0.	899,118.	0.000000

2 Total of line 1, column (d)	2	0.000000
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	0.000000
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	0.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	0.
8 Enter qualifying distributions from Part XII, line 4	8	0.

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 ☐ and enter 'N/A' on line 1. Date of ruling or determination letter. <u>07/31/01</u> (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	0.
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	0.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	0.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	400.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	400.	
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	400.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <u>400.</u> Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <u>\$</u> (2) On foundation managers <u>\$</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <u>\$</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CT - Connecticut</u>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>JOANNE ALBANESI</u> Telephone no <u>(203) 304-1401</u>			
Located at <u>14 WATKINS DRIVE SANDY HOOK CT</u> ZIP + 4 <u>06482</u>				
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 <u>15</u>			
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 <u></u>				X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
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? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	
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?	1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a	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)	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

If 'Yes' to 6b, file Form 8870.

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOANNE ALBANESI 14 WATKINS DRIVE SANDY HOOK CT 06482	PRES/AS NECESSARY 8.00	22,000.	0.	0.
NANCY SIDARIO 314 ST JONS AVE YONKERS NY 10704	SECT/AS NECESSARY 1.00	0.	0.	0.
CHRISTINE HUNIHAN 213 COBBLER LANE SOUTHBRY CT 06488	VICE PRES/NECESSARY 1.00	0.	0.	0.
JEANNE VARUM 33 ASHFORD LANE NEWTOWN CT 06470	TRES/AS NECESSARY 1.00	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

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over \$50,000 for professional services

None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	None

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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	1 a	
b Average of monthly cash balances	1 b	
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	0.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	0.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6 Minimum investment return. Enter 5% of line 5	6	0.

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

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	1 a	
b Program-related investments — total from Part IX-B	1 b	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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	0.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.

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				0.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	0.			
b From 2008	0.			
c From 2009	0.			
d From 2010	0.			
e From 2011	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 0.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2012 distributable amount				
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))				
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				
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)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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	0.			
b Excess from 2009	0.			
c Excess from 2010	0.			
d Excess from 2011	0.			
e Excess from 2012	0.			

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

N/A

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

- 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:

3 Grants and Contributions Paid During the Year or Approved for Future Payment

BAA TEEA0501 12/23/12 Form 990-PF (2012)

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) 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			514		
4	Dividends and interest from securities	900001	32,583.	514		
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			514		
8	Gain or (loss) from sales of assets other than inventory					9,765.
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)		32,583.			9,765.
13	Total. Add line 12, columns (b), (d), and (e)					42,348.

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

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2012

Name of the organization

Employer identification number

HOWARD K. ARCHDEACON FAMILY FOUNDATION, INC.

43-6870666

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (i) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

HOWARD K. ARCHDEACON FAMILY FOUNDATION, INC.

43-6870666

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE ARCHDEACON CHARITABLE LEAD TRUST ANNUITY C/O WELLS FARGO 2 NORTH JEFFERSON SAINT LOUIS MO 63103	\$ 1,595,161.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name	Employer Identification Number
HOWARD K. ARCHDEACON FAMILY FOUNDATION, INC.	43-6870666

Asset Information:

Description of Property:	MCDONALD BOND		
Date Acquired:	01/09/09	How Acquired:	Purchased
Date Sold:	03/12/12	Name of Buyer:	
Sales Price:	16,000.	Cost or other basis (do not reduce by depreciation)	15,440.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	560.	Accumulation Depreciation:	
Description of Property:	HEINZ 169 SH		
Date Acquired:	01/09/09	How Acquired:	Purchased
Date Sold:	07/12/12	Name of Buyer:	
Sales Price:	9,276.	Cost or other basis (do not reduce by depreciation)	6,363.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	2,913.	Accumulation Depreciation:	
Description of Property:	ICON 1093.135 SH		
Date Acquired:	01/09/09	How Acquired:	Purchased
Date Sold:	07/13/12	Name of Buyer:	
Sales Price:	18,933.	Cost or other basis (do not reduce by depreciation)	25,000.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	-6,067.	Accumulation Depreciation:	
Description of Property:	SCHWAB DIV EQUITY 1050SH		
Date Acquired:	01/09/08	How Acquired:	Purchased
Date Sold:	07/13/12	Name of Buyer:	
Sales Price:	14,564.	Cost or other basis (do not reduce by depreciation)	10,962.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	3,602.	Accumulation Depreciation:	
Description of Property:	GE BOND		
Date Acquired:	01/02/10	How Acquired:	Purchased
Date Sold:	09/10/12	Name of Buyer:	
Sales Price:	25,000.	Cost or other basis (do not reduce by depreciation)	25,000.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	0.	Accumulation Depreciation:	
Description of Property:	BEAL BANK NOTE		
Date Acquired:	04/10/10	How Acquired:	Purchased
Date Sold:	01/16/12	Name of Buyer:	
Sales Price:	10,000.	Cost or other basis (do not reduce by depreciation)	10,000.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	0.	Accumulation Depreciation:	
Description of Property:	CITIGROUP		
Date Acquired:	01/02/09	How Acquired:	Purchased
Date Sold:	02/11/12	Name of Buyer:	
Sales Price:	15,000.	Cost or other basis (do not reduce by depreciation)	14,681.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	319.	Accumulation Depreciation:	
Description of Property:	CAPITAL GAINS DISTRIBUTIONS FROM MUTUAL FUNDS		
Date Acquired:	01/09/09	How Acquired:	Purchased
Date Sold:	12/31/12	Name of Buyer:	
Sales Price:	8,438.	Cost or other basis (do not reduce by depreciation)	0.
Sales Expense:		Valuation Method:	
Total Gain (Loss):	8,438.	Accumulation Depreciation:	

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(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)
GE CAPITAL BOND DUE	P	01/05/09	09/10/12
BEAL BANK NOE DUE 01102012	P	01/05/09	01/10/12
CITI GROUP BOND	P	01/05/09	02/11/12

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
25,000.		25,000.	0.
10,000.		10,000.	0.
15,000.		14,681.	319.
Total		49,681.	319.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			0.
			0.
			319.
Total			319.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year BROWN SPORTS FOUNDATION BOX 1925 PROVIDENCE RI 02912		NONE	CONTRIBUTION	Person or Business ☒ 1,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
BROOKFIELD BOARD OF EDUCATION			CONTRIBUTION	Person or ☐
PO BOX 5047				Business ☒
BROOKFIELD CT 06804		NONE		2,500.
DREAM COME TRUE			CONTRIBUTION	Person or ☐
MAIN ST				Business ☒
DANBURY CT 06810		NONE		4,000.
SOUTHBURY FOOD PANTRY			CONTRIBUTION	Person or ☐
WASHINGTON ST				Business ☒
SANDY HOOK CT 06482		NONE		500.
NEWTOWN METHODIST CHURCH			CONTRIBUTION	Person or ☐
MAIN ST				Business ☒
NEWTOWN CT 06470		NONE		2,000.
SANDY HOOK FIRE DEPT			CONTRIBUTION	Person or ☐
RIVERSIDE RD				Business ☒
SANDY HOOK CT 06482		NONE		3,600.
NEWTOWN AMBULANCE			CONTRIBUTION	Person or ☐
75 MAIN ST				Business ☒
NEWTOWN CT 06470		NONE		6,000.
ROTARY TRIBURY C/O ROATRY INTERNATIONAL			CONTRIBUTION	Person or ☐
MAIN ST				Business ☒
DANBURY CT 06810		NONE		1,300.
SBASTICOCK VALLEY HOSPITAL			CONTRIBUTION	Person or ☐
447 NORTH MAIN ST				Business ☒
PITTSFIELD MA 04967		NONE		500.
SANDY HOOK SCHOOL FUND			CONTRIBUTION	Person or ☐
MAIN ST				Business ☒
SANDY HOOK CT 06482		NONE		1,000.
WESTERN CT HEALTH FOUNDATION			CONTRIBUTION	Person or ☐
WEST ST				Business ☒
DANBURY CT 06810		NONE		1,600.
NEWTOWN SENIORS CENTER GIFT FUNF			CONTRIBUTION	Person or ☐
MAIN ST				Business ☒
NEWTOWN CT 06470		NONE		2,000.
CHILDRENS ADVENTURE CENTER			CONTRIBUTION	Person or ☐
RIVERSIDE RD				Business ☒
SANDY HOOK CT 06482		NONE		1,500.
NCCNS			CONTRIBUTION	Person or ☐
WEST ST				Business ☒
NEWTOWN CT 06470		NONE		800.

Total

28,300.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Joseph DeMaria Assoc	Accounting	1,800.	1,800.		
Total		<u>1,800.</u>	<u>1,800.</u>		

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
FRENSNO CNTY 6.45%DUE 8/15/14			15,075.	15,808.
Total			<u>15,075.</u>	<u>15,808.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
CITADEL BROADCASTING 22SH	0.	0.
DISNEY WALT 295 SH	7,074.	14,688.
EMERSON ELECTRIC 220SH	7,085.	11,651.
FANNIE MAE 89 SH	7,036.	21.
FORD MOTOR CORP 430SH	7,074.	5,569.
MCDONALDS CORP 245 SH	7,029.	21,611.
PFIZER 176 SH	7,056.	4,414.
ARTIO INT'L EQUITY 2588.325 SH	22,000.	28,031.
BUFFALO SCIENTIFIC 915.751 SH (04/05/2011	15,000.	14,405.
DODGE & COX BALANCE 526 SH	35,000.	97,428.
DODGE & COX BALANCE 330.12 SH	25,100.	0.
DODGE & COX REINVESTED \$534+\$2846 (36.753SH)	3,380.	0.
DODGE & COX REINVESTED \$5097 (58.96SH) 12/06	5,097.	0.
DODGE & COX REINVESTED \$2859 (35.36SH) 12/05	2,859.	0.
DODGE & COX REINVESTED \$7708 (92.833SH) 12/07	7,708.	0.
DODGE & COX REINVESTED \$3606 (53.763SH) 12/08	3,606.	0.
DODGE & COX REINVESTED \$1731 (31.413SH) 12/09	1,731.	0.
DODGE & COX REINVESTED \$\$1787 (27.014SH) 12/10	1,787.	0.
DODGE & COX REINVESTED \$\$1948 (28.418SH) 12/11	1,948.	0.
DODGE & COX REINVESTED \$2037 (27.354SH) 12/12	2,037.	0.
GAMBELLI SMALL CAP 626.37	20,000.	32,817.
GAMBELLI SMALL CAP SOLD -505.902(608.458) BAL 102.556	3,623.	0.
GAMBELLI SMALL CAP REINVEST 2007 59.731 SH	1,908.	0.
GAMBELLI SMALL CAP REINVEST\$1130 (57.709SH) 2008	1,130.	0.
GAMBELLI SMALL CAP REINVEST\$18 (.7SH) 2009	18.	0.
GAMBELLI SMALL CAP REINVEST \$47 (3.532SH) 2010	47.	0.
GAMBELLI SMALL CAP REINVEST \$639.77 (21.145SH) 2011	640.	0.
GAMBELLI SMALL CAP REINVEST \$948.43 (26.956SH) 2012	948.	0.

Form 990-PF, Page 2, Part II, Line 10b

Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
HARBOUR INTERNATIONAL 156.446SH	10,000.	51,031.
HARBOUR INTERNATIONAL 7/12 \$36,000 (672.646SH) 2012	36,000.	0.
JANUS GROWTH & INCOME 769.468SH	25,000.	26,277.
MANNING & NAPIER WORLD 1083.42SH	10,000.	90,201.
MANNING & NAPIER WORLD 4198.477 (2009)	22,000.	0.
MANNING & NAPIER WORLD \$ 25,000 (3067.485SH(2010)	25,000.	0.
MANNING & NAPIER WORLD \$ 30,000 (3289.474SH(2011)	30,000.	0.
MANNING & NAPIER EQUITY \$ 25,000 (1402.131SH(2010)	25,000.	24,033.
BMO SMALL CAP 1178.134 SH (04/05/2011)	25,000.	21,089.
PERKINS MID CAP \$25,000 (1197.892SH 2010)	25,000.	25,563.
PERKINS SMALL CAP \$25,000 (1117.568SH 2010)	25,000.	23,491.
SCHWAB MKTTRK GROWTH 1645.82 SH	25,000.	29,970.
SCWAB S&P 500 INDEX 6191.374 SH	75,000.	221,880.
SCHWAB S&P 500 INDEX \$80,000, (3807.711SH) 2012	80,000.	0.
VANGUARD BALANCED INDEX 1482.737 SH	25,100.	82,493.
VANGUARD BALANCED REINVESTED SH (39.995+41.864) \$352+\$749+\$815	1,916.	0.
VANGUARD BALANCED REINVESTED SH 46.404 \$949.28 12/06	949.	0.
VANGUARD BALANCED REINVESTED 48.762 SH 12/07	1,075.	0.
VANGUARD BALANCED REINVESTED \$1011.92 (5.576SH) 2008	1,012.	0.
VANGUARD BALANCED REINVESTED \$890.65 (50.137SH) 2008	891.	0.
VANGUARD BALANCED REINVESTED \$1571.1 (77.627SH) 2010	1,571.	0.
VANGUARD BALANCED REINVESTED \$30049.95 (1487.57SH) 2010	30,050.	0.
VANGUARD BALANCED REINVESTED \$1600.56 (73.988SH) 2011	1,601.	0.
VANGUARD BALANCED REINVESTED \$1635.28 (69.848SH) 2012	1,635.	0.
ING GROEP 500 SH	12,973.	12,210.
ROYAL BANK 500SH	12,533.	11,060.
PROCTER & GAMBLE \$6948 100 SH 12/10/12	6,948.	6,789.
SCHWAB DIVIDEND EQUITY 3542.623 REDUCING BASIS BY SALE	33,215.	96,565.
SCHWAB DIVIDEND EQUITY 4041.57 (2009)	35,000.	0.
SCHWAB DIVIDEND EQUITY SOLD 1050SH @ 10.44/SH	0.	0.
SSGA INT'L STOCK 1167.64 SH	14,000.	48,148.
SSGA INT'L STOCK 1231.408 SH	17,500.	0.
SSGA INT'L STOCK 2017.485 SH	30,000.	0.
SSGA INT'L STOCK 794.281	10,000.	0.
SCHWAB VALUE ADVANTAGE	49,436.	49,436.
TCW SELECT EQUITY 850.822 SH (04/05/2011)	15,000.	16,378.
WALMART \$7194 100 SH (12/10/120	7,194.	6,823.
UNDISCOVERED MGRS \$4,000 115.307SH (7/12/12)	4,000.	4,458.
VANGUARD STRATEGIC \$12,076 589.102SH (7/12/12)	12,076.	12,789.
Total	961,596.	1,091,319.

Form 990-PF, Page 2, Part II, Line 10c

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
GOLDMAN SSACHS BK 4.75% 3/19/18	50,000.	58,259.
CREDIT SUISSE 6% 2/15/18	25,733.	28,757.
GE CAITAL FINANCE (4/5/11) DUE 4/10/17	40,000.	41,673.

Form 990-PF, Page 2, Part II, Line 10c

Continued

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
ALLY BANK (4/5/11) DUE 04/14/14	30,000.	30,287.
GE CAPITAL NOTE DUE 7/22/13	20,000.	20,000.
GOLDMAN SACHS NOTE DUE 7/18/14	20,000.	20,056.
Total	<u>185,733.</u>	<u>199,032.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
CITIBANK 3.25%CD FDIC DUE 03/25/13	50,000.	50,312.
SAEHAN BANK CD FDIC DUE 03/27/14	50,000.	51,710.
Total	<u>100,000.</u>	<u>102,022.</u>

Supporting Statement of:

Form 990-PF, p1/Line 21(a)

Description	Amount
	882.
	255.
Total	<u>1,137.</u>

Supporting Statement of:

Form 990-PF, p2/Line 2(a)

Description	Amount
SWEEP MONEY MARKET ACCOUNT	138,508.
Total	<u>138,508.</u>

Supporting Statement of:

Form 990-PF, p11/Line 3a, Amount-5

Description	Amount
	200.
	200.
	100.
	100.
	300.
	100.
	200.
	100.
	100.
	200.
	200.
	100.
	100.
Total	<u>2,000.</u>

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (b)

Description	Amount
DIVIDENDS REINVESTED	21,892.
INTEREST INCOME FROM MONEY MARKET A/C	10,691.

Continued

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (b)

Description	Amount
Total	<u>32,583.</u>

Supporting Statement of:

Sch. B, page 2 (Copy 1)/Contribution amount-1

Description	Amount
2001	119,533.
2002	144,949.
2003	144,949.
2004	144,949.
2005	144,949.
2006	144,949.
2007	144,949.
2008	144,949.
2009	144,949.
2010	144,949.
2011	144,949.
2012	26,138.
Total	<u>1,595,161.</u>

Supporting Statement of:

Investments/Line 10b Book-56

Description	Amount
	44,177.
	-10,962.
Total	<u>33,215.</u>