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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

04/04, 2012, and ending

12/31, 2012

Name of foundation PAUL & ROSE SUCHOVSKY CHARITABLE TUA		A Employer identification number 45-6831625
Number and street (or P O box number if mail is not delivered to street address) P O BOX 32760		B Telephone number (see instructions) -
City or town, state, and ZIP code LOUISVILLE, KY 40232-2760		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,051,643.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part II Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		1,753,363.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest, dividends, and temporary investments					
4 Dividends and interest from securities		61,162.	61,162.		STMT 1
5a Gross rents					
5b Net gain or (loss) from sale of assets not on line 10		174,873.			
6a Gross sales price for all assets on line 6					
7 Capital gain, net income (from Part IV, line 2)			174,873.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		125.	125.		STMT 3
12 Total. Add lines 1 through 11		1,989,523.	236,160.		
13 Compensation of officers, directors, trustees, etc.		14,191.	14,191.		
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)		1,060.	NONE	NONE	1,060.
b Accounting fees (attach schedule)		4,452.	NONE	NONE	4,452.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)		250.	250.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)		28.	28.		
24 Total operating and administrative expenses. Add lines 13 through 23		19,981.	14,469.	NONE	5,512.
25 Contributions, gifts, grants paid		100,884.			100,884.
26 Total expenses and disbursements. Add lines 24 and 25		120,865.	14,469.	NONE	106,396.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		1,868,658.			
b Net investment income (if negative, enter -0-)			221,691.		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	NONE	44,781.	44,781.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)		536,574.	596,708.
	c	Investments - corporate bonds (attach schedule)		1,288,417.	1,397,964.
	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 ▶)		262.	12,190.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	NONE	1,870,034.	2,051,643.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	NONE	1,870,034.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	NONE	1,870,034.	
	31	Total liabilities and net assets/fund balances (see instructions)	NONE	1,870,034.	

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	NONE
2	Enter amount from Part I, line 27a	2	1,868,658.
3	Other increases not included in line 2 (itemize) ▶ TAX COST ADJUSTMENT	3	1,447.
4	Add lines 1, 2, and 3	4	1,870,105.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	71.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,870,034.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 700,892.		526,019.	174,873.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FM V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			174,873.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	174,873.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

N/A

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

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

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

☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011			
2010			
2009			
2008			
2007			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	4,434.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2.		3	4,434.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,434.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012.	6a		
b Exempt foreign organizations - tax withheld at source.	6b		NONE
c Tax paid with application for extension of time to file (Form 8868).	6c		NONE
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7		NONE
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9		4,434.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax. Refunded.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a 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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	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>HILLIARD LYONS TRUST COMPANY LLC</u> Telephone no ▶ _____			
	Located at ▶ <u>PO BOX 32760, LOUISVILLE, KY</u> ZIP+4 ▶ <u>40232-2760</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		<input type="checkbox"/>
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
				X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ _____				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
HILLIARD LYONS TRUST COMPANY LLC PO BOX 32760, LOUISVILLE, KY 40232-2760	TRUSTEE 5	14,191.	-0-	-0-

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

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

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

NONE

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	NONE
b	Average of monthly cash balances	1b	1,518,949.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,518,949.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,518,949.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,784.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,496,165.
6	Minimum investment return. Enter 5% of line 5	6	55,748.

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	55,748.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,434.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,434.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,314.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	51,314.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	51,314.

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	106,396.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	106,396.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	106,396.

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				51,314.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 106,396.				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				51,314.
e Remaining amount distributed out of corpus	55,082.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	55,082.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	55,082.			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	55,082.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE****1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:**b** The form in which applications should be submitted and information and materials they should include:**c** Any submission deadlines:**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Cornerstone Alliance 38 W. WALL STREET Benton Harbor MI 49022		501(C)(3)	ECONOMIC DEVELOPMENT	1,500.
St. Joseph Today Association 421 STATE STREET St. Joseph MI 49085			ARTS AND HUMANITIES	18,376.
Curious Kids Museum 415 LAKE BLVD. St. Joseph MI 49085			YOUTH EDUCATION	10,389.
WESTERN MICHIGAN UNIVERSITY FDN ATTN: LYNDA H ATTN: LYNDA HUNT KALAMAZOO MI 49008-5403			EDUCATIONAL ADVANCEMENT	20,177.
DR MARTIN LUTHER EV LUTHERAN CHURCH ATTN: PA ATTN: PASTOR DENNIS STROH & MUSKEGON MI 494			CHURCH PROJECTS	20,177.
ST JOSEPH PUBLIC SCHOOLS FOUNDATION 3275 LINCOLN AVENUE ST JOSEPH MI 49085			EDUCATIONAL ADVANCEMENT	30,265.
Total			3a	100,884.
b Approved for future payment				
Total			3b	

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

PAUL & ROSE SUCHOVSKY CHARITABLE TUA

45-6831625

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 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 (1) \$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).

Name of organization

PAUL & ROSE SUCHOVSKY CHARITABLE TUA

Employer identification number

45-6831625

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	C/O HILLIARD LYONS TRUST COMPANY LL PO BOX 32760 LOUISVILLE, KY 40232-2760	\$ 1,753,363.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

45-6831625

[illegible]

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ALLENDALE MICH PUB SCH DIST REF GO SCHOO	4,125.	4,125.
ALLERGAN INC COM	20.	20.
ARTISAN INTERNATIONAL FUND #661	318.	318.
AVONDALE MICH SCH DIST REF GO SCHOOL BDS	4,000.	4,000.
BATTLE CREEK MICH GO LTD TAX REF BDS 4.0	2,000.	2,000.
CHEVRON CORP NEW COM	756.	756.
CISCO SYS INC COM	558.	558.
DISNEY WALT CO COM	619.	619.
DODGE & COX INTERNATIONAL STOCK FUND #10	684.	684.
DOVER CORP COM	370.	370.
EXXON MOBIL CORP COM	399.	399.
FEDERATED MICHIGAN INTERMEDIATE MUNICIPA	1,350.	1,350.
FLAT ROCK MICH TAX INCREMENT F REF LTD T	2,209.	2,209.
GOLDMAN FINANCIAL SQ FED FUND 520	2.	2.
GOLDMAN SACHS SATELLITE STRATEGIES PORTF	396.	396.
HARLEY DAVIDSON INC COM	198.	198.
HOME DEPOT INC COM	827.	827.
JPMORGAN CHASE & CO COM	519.	519.
JOHNSON & JOHNSON COM	796.	796.
KALAMAZOO MICH HOSP FIN AUTH H REV REF B	13,200.	13,200.
KALAMAZOO MICH PUB SCHS REF GO SCHOOL BD	2,313.	2,313.
KALAMAZOO MICH WTR REV WTR SUPPLY SYS RE	1,500.	1,500.
LAKEVIEW MICH PUB SCH DIST MAC GO REFUND	3,998.	3,998.
MICHIGAN HIGHER ED FACS AUTH R LTD OBLIG	3,281.	3,281.
MICHIGAN INSD MUNS INCOME TR UNIT 165 SE	285.	285.
MICHIGAN INSD MUNS INCOME TR UNIT 178 MO	500.	500.
MICHIGAN INSD MUNS INCOME TR UNIT 179 MO	248.	248.
MICHIGAN ST HOSP FIN AUTH REV HOSP REV A	3,250.	3,250.
MICHIGAN ST HOSP FIN AUTH REV REF BD	4,487.	4,487.
PORTLAND MICH DIST LIBR GO BDS 4.40% DTD	642.	642.
ROYCE TOTAL RETURN FUND #267	437.	437.
SOUTH LYON MICH CMNTY SCHS GO REF BDS 4.	3,000.	3,000.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
TEVA PHARMACEUTICAL INDS LTD ADR	382.	382.
VANGUARD FTSE EMERGING MARKETS ETF	979.	979.
VANGUARD INDEX FDS VANGUARD MID-CAP ETF	756.	756.
VANGUARD INDEX FDS VANGUARD SMALL-CAP ET	794.	794.
WELLS FARGO & CO NEW COM	451.	451.
TE CONNECTIVITY LTD REG SHS	513.	513.
	-----	-----
TOTAL	61,162.	61,162.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PORTLAND MICH DIST LIBR GO BDS 4.40% DTD	125.	125.
TOTALS	----- 125. =====	----- 125. =====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - PRINCIPAL (ALLOCA	530.			530.
LEGAL FEES - INCOME (ALLOCABLE	530.			530.
TOTALS	1,060.	NONE	NONE	1,060.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	4,452.			4,452.
TOTALS	4,452.	NONE	NONE	4,452.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	79.	79.
FOREIGN TAXES ON QUALIFIED FOR	119.	119.
FOREIGN TAXES ON NONQUALIFIED	52.	52.
	-----	-----
TOTALS	250.	250.
	=====	=====

PAUL & ROSE SUCHOVSKY CHARITABLE TUA

45-6831625

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER ALLOCABLE EXPENSE-PRINCI	28.	28.
TOTALS	----- 28. =====	----- 28. =====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

CATCHUP AMORTIZATION REDUCING COST BASIS BUT NOT INCOME
TIMING DIFFERENCES/ROUNDING

66.

5.

TOTAL

71.

TRAN RHTI INVESTMENT REVIEW ACCOUNT TOTALS 12:52 05/14/13

BANK NA

ACCOUNT NO : PAUL & ROSE SUCHOVSKY CHARITABLE TUA

ASSETS FROZEN DATE: 12/31/2012

INCOME CASH : 0.00

PRINCIPAL CASH: 0.00

ACCRUAL/

EST. ANN. INCOME

COST/

UNITS

MARKET VALUE

CARRYING VALUE

CASH EQUIVALENTS 44,780.80 0.22

44,780.80 2.68

FIXED INCOME 1,288,416.90 12,148.70

1,228,281.397 1,288,416.90 57,954.31

EQUITIES 536,574.27 41.41

12,883.397 536,574.27 13,521.55

OTHER 0.00 0.00

0.00 0.00

GRAND TOTAL 1,869,771.97 12,190.33

1,285,945.594 1,869,771.97 71,478.54

2,039,452.42

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER 'TERM' TO SIGN OFF TRAN ==> RHTI

L TRAN RHLL BANK NA		INVESTMENT REVIEW -	HOLDINGS LIST	12:52 05/14/13
ACCOUNT:		FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA			PRIN CASH	0.00
STALE/MISSING PRICE:		TYPE:	UNITS	
MARKET PRICE PRICE DATE			ACCRUAL	CARRY VALUE
DESCRIPTION/ SYMBOL			EST ANN INC	MARKET VALUE
018195KC0	107.373000 12/31/2012		100,000.000	TAX COST/LOCAL
- ALLENDALE MICH PUB SCH DIST REF GO			687.49	100,007.00
SCHOOL BDS 4.125% DTD 02/08/2007 DUE			4,125.00	107,373.00
054375QJ2	104.811000 12/31/2012		100,000.000	100,007.00
- AVONDALE MICH SCH DIST REF GO SCHOOL			666.66	99,507.00
BDS 4.00% DTD 03/21/2007 DUE			4,000.00	104,811.00
071365B58	111.144000 12/31/2012		100,000.000	99,507.00
- BATTLE CREEK MICH GO LTD TAX REF BDS			1,333.33	100,009.00
4.00% DTD 06/29/2011 DUE 09/01/2024			4,000.00	111,144.00
338654DB9	109.415000 12/31/2012		100,000.000	100,009.00
- FLAT ROCK MICH TAX INCREMENT F REF			1,156.24	102,126.00
LTD TAX DEVELOPMENT SERIES 4.625%			4,625.00	109,415.00

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHLF TO PRINT TRAN ==> 001

TRAN RHLL BANK NA		INVESTMENT REVIEW - HOLDINGS LIST	12:52 05/14/13
ACCOUNT:	FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		PRIN CASH	0.00
STALE/MISSING PRICE:	TYPE:	UNITS	
MARKET PRICE PRICE DATE		ACCRUAL	
DESCRIPTION/ SYMBOL		EST ANN INC	
483233MA7 108.750000 12/31/2012		240,000.000	248,210.30
- KALAMAZOO MICH HOSP FIN AUTH H REV		1,686.66	261,000.00
REF BDS 2010A 5.50% DTD 09/28/2010		13,200.00	248,210.30
483270AU8 110.371000 12/31/2012		50,000.000	48,023.00
- KALAMAZOO MICH PUB SCHS REF GO		385.41	55,185.50
SCHOOL BDS 4.625% DTD 07/27/2006 DUE		2,312.50	48,023.00
483278MS3 107.582000 12/31/2012		75,000.000	75,007.00
- KALAMAZOO MICH WTR REV WTR SUPPLY		999.99	80,686.50
SYS REV REF B 4.00% DTD 11/29/2006		3,000.00	75,007.00
512264HL9 107.631000 12/31/2012		100,000.000	100,005.00
- LAKEVIEW MICH PUB SCH DIST MAC GO		666.66	107,631.00
REFUNDING SCHOOL BDS 4.00% DTD		4,000.00	100,005.00

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHLP TO PRINT TRAN ==> 002

-TRAN RHLL BANK NA		INVESTMENT REVIEW - HOLDINGS LIST	12:52 05/14/13
ACCOUNT:		FROZEN DATE: 12/31/2012	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		INCOME CASH	0.00
STALE/MISSING PRICE:		PRIN CASH	
MARKET PRICE PRICE DATE		UNITS	
DESCRIPTION/ SYMBOL		ACCRUAL	
594519S76 105.080000 12/31/2012		EST ANN INC	
- MICHIGAN HIGHER ED FACS AUTH R LTD		75,000.000	74,857.00
OBLIG REV BDS SERIES 4.375% DTD		273.43	78,810.00
		3,281.25	74,857.00
59465HFZ4 107.928000 12/31/2012			
- MICHIGAN ST HOSP FIN AUTH REV HOSP		130,000.000	124,957.80
REV AND REFUNDING B SERIES 5.00% DTD		2,997.22	140,306.40
		6,500.00	124,957.80
59465HJH0 114.029000 12/31/2012			
- MICHIGAN ST HOSP FIN AUTH REV REV		80,000.000	80,700.80
REF BDS 2008A 5.625% DTD 08/06/2008		575.00	91,223.20
		4,500.00	80,700.80
838736UL8 109.855000 12/31/2012			
- SOUTH LYON MICH CMNTY SCHS GO REF		75,000.000	75,007.00
BDS 4.00% DTD 11/02/2006 DUE		499.99	82,391.25
		3,000.00	75,007.00

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHP TO PRINT TRAN ==> 003

TRAN RHLL BANK NA	INVESTMENT REVIEW - HOLDINGS LIST	12:52 05/14/13
ACCOUNT:	FROZEN DATE: 12/31/2012	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA	INCOME CASH	0.00
STALE/MISSING PRICE:	PRIN CASH	
MARKET PRICE PRICE DATE	UNITS	
DESCRIPTION/ SYMBOL	ACCRUAL	
018490102 91.730000 12/31/2012	EST ANN INC	
- ALLERGAN INC COM	200.000	17,725.98
AGN	0.00	18,346.00
	40.00	17,725.98
04314H204 24.590000 12/31/2012		25,000.00
- ARTISAN INTERNATIONAL FUND #661	1,156.337	28,434.33
ARTIX	0.00	25,000.00
	317.99	
084670702 89.700000 12/31/2012		24,230.97
- BERKSHIRE HATHAWAY INC DEL CL B NEW	300.000	26,910.00
BRK B	0.00	24,230.97
	0.00	
166764100 108.140000 12/31/2012		28,417.17
- CHEVRON CORP NEW COM	280.000	30,279.20
CVX	0.00	28,417.17
	1,120.00	

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **
 PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHLP TO PRINT TRAN ==> 004

TRAN RHLL BANK NA		INVESTMENT REVIEW - HOLDINGS LIST	12:52 05/14/13
ACCOUNT:	FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		PRIN CASH	0.00
STALE/MISSING PRICE:	TYPE:	UNITS	
MARKET PRICE PRICE DATE		ACCRUAL	CARRY VALUE
DESCRIPTION/ SYMBOL		EST ANN INC	MARKET VALUE
17275R102	19.649400 12/31/2012	1,550.000	TAX COST/LOCAL
- CISCO SYS INC COM		0.00	25,758.68
CSCO		1,054.00	30,456.57
			25,758.68
- 254687106	49.790000 12/31/2012	825.000	37,306.42
- DISNEY WALT CO COM		0.00	41,076.75
DIS		618.75	37,306.42
- 256206103	34.640000 12/31/2012	836.400	25,000.00
- DODGE & COX INTERNATIONAL STOCK		0.00	28,972.90
FUND #1048		624.79	25,000.00
DODFX			
- 260003108	65.710000 12/31/2012	365.000	21,334.21
- DOVER CORP COM		0.00	23,984.15
DOV		511.00	21,334.21

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **
 PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHLP TO PRINT TRAN ==> 005

TRAN RHLL BANK NA	INVESTMENT REVIEW -	HOLDINGS LIST	12:52 05/14/13
ACCOUNT:	FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		PRIN CASH	0.00
STALE/MISSING PRICE:	TYPE:	UNITS	
MARKET PRICE PRICE DATE		ACCRUAL	
DESCRIPTION/ SYMBOL		EST ANN INC	
30231G102 86.550000 12/31/2012		350.000	28,720.97
- EXXON MOBIL CORP COM		0.00	30,292.50
XOM		882.00	28,720.97
38142B880 1.000000000 00/00/0000		26,699.90	26,699.90
- GOLDMAN FINANCIAL SQ FED FUND 520		0.14	26,699.90
FEDXX		1.60	26,699.90
38142B880 1.000000000 00/00/0000		18,080.90	18,080.90
- GOLDMAN FINANCIAL SQ FED FUND 520		0.08	18,080.90
FEDXX		1.08	18,080.90
38143H332 8.210000 12/31/2012		1,288.660	10,000.00
- GOLDMAN SACHS SATELLITE STRATEGIES		220.62	10,579.90
PORTFOLIO - IS		467.78	10,000.00

GXSIX

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHP TO PRINT

TRAN ==> 006

TRAN RHLL BANK NA	INVESTMENT REVIEW -	HOLDINGS LIST	12:52 05/14/13
ACCOUNT:	FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		PRIN CASH	0.00
STALE/MISSING PRICE:	TYPE:	UNITS	
MARKET PRICE PRICE DATE		ACCRUAL	
DESCRIPTION/ SYMBOL		EST ANN INC	
412822108 48.830000 12/31/2012		425.000	20,047.21
HARLEY DAVIDSON INC COM		0.00	20,752.75
HOG		357.00	20,047.21
437076102 61.850000 12/31/2012		950.000	45,827.91
HOME DEPOT INC COM		0.00	58,757.50
HD		1,482.00	45,827.91
478160104 70.100000 12/31/2012		435.000	27,800.81
JOHNSON & JOHNSON COM		0.00	30,493.50
JNJ		1,148.40	27,800.81
46625H100 43.969100 12/31/2012		865.000	31,312.91
JPMORGAN CHASE & CO COM		0.00	38,033.27
JPM		1,038.00	31,312.91

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHLP TO PRINT

TRAN ==> 007

TRAN RHLL BANK NA	INVESTMENT REVIEW -	HOLDINGS LIST	12:52 05/14/11
ACCOUNT:	FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		PRIN CASH	0.00
STALE/MISSING PRICE:	TYPE:	UNITS	CARRY VALUE
DESCRIPTION/ SYMBOL	MARKET PRICE PRICE DATE	ACCRUAL	MARKET VALUE
780905881	13.630000 12/31/2012	EST ANN INC	TAX COST/LOCAL
ROYCE TOTAL RETURN FUND #267		1,908.397	25,000.00
RYTRX		41.41	26,011.45
		400.76	25,000.00
H84989104	37.120000 12/31/2012	815.000	26,780.82
TE CONNECTIVITY LTD REG SHS		0.00	30,252.80
TEL		684.60	26,780.82
881624209	37.340000 12/31/2012	500.000	20,559.95
TEVA PHARMACEUTICAL INDS LTD ADR		0.00	18,670.00
TEVA		475.00	20,559.95
922042858	44.530000 12/31/2012	900.000	34,242.51
VANGUARD FTSE EMERGING MARKETS ETF		0.00	40,077.00
VWO		929.70	34,242.51

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** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I" OR "M" **
PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHELP TO PRINT TRAN ==> 008

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TRAN RHLL BANK NA	INVESTMENT REVIEW -	HOLDINGS LIST	12:52 05/14/13
ACCOUNT:	FROZEN DATE: 12/31/2012	INCOME CASH	0.00
PAUL & ROSE SUCHOVSKY CHARITABLE TUA		PRIN CASH	0.00
STALE/MISSING PRICE:	TYPE:	UNITS	
MARKET PRICE PRICE DATE		ACCRUAL	CARRY VALUE
DESCRIPTION/ SYMBOL		EST ANN INC	MARKET VALUE
922908751 80.900000 12/31/2012		535.000	TAX COST/LOCAL
- VANGUARD INDEX FDS VANGUARD		0.00	39,409.50
SMALL-CAP ETF		794.47	43,281.50
			39,409.50
VB			
922908629 82.440000 12/31/2012		655.000	50,058.29
- VANGUARD INDEX FDS VANGUARD MID-CAP		0.00	53,998.20
ETF		755.87	50,058.29
VO			
949746101 34.180000 12/31/2012		1,025.000	32,039.96
- WELLS FARGO & CO NEW COM		0.00	35,034.50
WFC		1,230.00	32,039.96

** END OF LIST **

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER RHLP TO PRINT

TRAN ==> 009

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust

PAUL & ROSE SUCHOVSKY CHARITABLE TUA

Employer identification number

45-6831625

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

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	287.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	287.

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS					1,160.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	173,426.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	174,586.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		287.
14	Net long-term gain or (loss):			
a	Total for year	14a		174,586.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		174,873.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

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

2012

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

Employer identification number

45-6831625

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	287.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA
2F1221 2 000

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Employer identification number

45-6831625

[illegible]

173,426.00

JSA

2F1222 2 000

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31 E