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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

THE LOWELL F. JOHNSON FOUNDATION
C/O PNC BANK, N. A. - CO-TRUSTEE

A Employer identification number

52-1776774

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

Room/suite

1600 MARKET STREET - TAX DEPT.

B Telephone number

(215) 585-5597

City or town, state, and ZIP code

PHILADELPHIA, PA 19103-7240C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

J Accounting method:

☒ Cash☐ Accrual

(from Part II, col (c), line 16)

☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**\$ 2,187,830.** (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).)

(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

N/A2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

61,547.**61,547.****Statement 1**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

49,653.

b Gross sales price for all assets on line 6a

429,984.

7 Capital gain net income (from Part IV, line 2)

49,653.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total. Add lines 1 through 11

111,200.**111,200.**

13 Compensation of officers, directors, trustees, etc.

13,203.**9,902.****3,301.**

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

Stmt 2**1,400.****0.****1,400.**

c Other professional fees

Stmt 3**3,009.****0.****3,009.**

17 Interest

18 Taxes

Stmt 4**2,547.****350.****0.**

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

Stmt 5**22.****22.****0.**

24 Total operating and administrative expenses. Add lines 13 through 23

20,181.**10,274.****7,710.**

25 Contributions, gifts, grants paid

112,000.**112,000.**

26 Total expenses and disbursements. Add lines 24 and 25

132,181.**10,274.****119,710.**

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-20,981.

b Net investment income (if negative, enter -0-)

100,926.

c Adjusted net income (if negative, enter -0-)

N/A223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

2 3ne

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations Stmt 7	78,805.	68,079.	77,446.
	b	Investments - corporate stock Stmt 8	846,417.	838,009.	1,036,761.
	c	Investments - corporate bonds Stmt 9	49,648.	49,648.	52,300.
Liabilities	11	Investments - land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other Stmt 10	979,050.	980,019.	1,021,323.
	14	Land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	1,953,920.	1,935,755.	2,187,830.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
Net Assets or Fund Balances	24	Unrestricted			
	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	1,953,920.	1,935,755.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	Total net assets or fund balances	1,953,920.	1,935,755.	
	31	Total liabilities and net assets/fund balances	1,953,920.	1,935,755.	

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	1,953,920.
2	Enter amount from Part I, line 27a	2	-20,981.
3	Other increases not included in line 2 (itemize) ▶ See Statement 6	3	2,816.
4	Add lines 1, 2, and 3	4	1,935,755.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,935,755.

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 SEE ATTACHED GAIN/LOSS REPORT	P		
b LONG-TERM CAPITAL GAIN DISTRIBUTIONS	P		
c SHORT-TERM CAPITAL GAIN DISTRIBUTIONS	P		
d PROCEEDS CLASS ACTION SETTLEMENTS	P		
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 422,258.		380,331.	41,927.
b 3,547.			3,547.
c 3,596.			3,596.
d 583.			583.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			41,927.
b			3,547.
c			3,596.
d			583.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	49,653.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	95,978.	2,149,257.	.044656
2010	96,321.	2,014,092.	.047824
2009	103,458.	1,860,565.	.055606
2008	101,947.	2,149,040.	.047438
2007	111,045.	2,429,099.	.045714

2 Total of line 1, column (d)	2	.241238
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	.048248
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,199,839.
5 Multiply line 4 by line 3	5	106,138.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,009.
7 Add lines 5 and 6	7	107,147.
8 Enter qualifying distributions from Part XII, line 4	8	119,710.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,009.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,009.
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	1,009.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,120.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,620.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,611.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 1,611. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
1c 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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) ☒ NJ		
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

N/A

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? Website address ► N/A	13		
14	The books are in care of ► PNC BANK, N. A. - TAX DEPARTMENT Telephone no. ► (215) 585-5597 Located at ► 1600 MARKET STREET, PHILADELPHIA, PA ZIP+4 ► 19103-7240			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(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
PNC BANK, N. A. 454 STATE ROUTE 28 BRIDGEWATER, NJ 088072452	TRUSTEE 0.00	13,203.	0.	0.
JOY J. DONAHUE C/O PNC BANK, N. A. - 454 STATE ROUTE BRIDGEWATER, NJ 088072452	TRUSTEE 1.00	0.	0.	0.
DON W. JOHNSON C/O PNC BANK, N. A. - 454 STATE ROUTE BRIDGEWATER, NJ 088072452	TRUSTEE 1.00	0.	0.	0.
JOHN BONK C/O PNC BANK, N. A. - 454 STATE ROUTE BRIDGEWATER, NJ 088072452	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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

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

0

Summary of Direct Charitable Activities

Expenses

Summary of Program-Related Investments

Amount

All other program-related investments. See instructions.

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,233,339.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,233,339.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,233,339.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,500.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,199,839.
6	Minimum investment return. Enter 5% of line 5	6	109,992.

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	109,992.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,009.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,009.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	108,983.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	108,983.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	108,983.

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	119,710.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	119,710.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,009.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	118,701.

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				108,983.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			100,246.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 119,710.				
a Applied to 2011, but not more than line 2a			100,246.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				19,464.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				89,519.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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:

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 AMERICAN FEDERATION OF AGING RESEARCH (AFAR) 55 WEST 39TH STREET, 16TH FLOOR NEW YORK, NY 10018		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	10,000.
AMERICAN HEART ASSOCIATION, INC. DALLAS, TX 75231		PUBLIC CHARITY	SCHOLARSHIPS TO NECC SUMMIT	5,000.
AMERICAN HEART ASSOCIATION, INC. DALLAS, TX 75231		PUBLIC CHARITY	STROKE EDUCATION SUPPORT	5,000.
ASSOCIATED HUMANE SOCIETIES OF NEW JERSEY - MONMOUTH COUNTY BRANCH 2960 SHAFTO ROAD TINTON FALLS, NJ 07753-7608		PUBLIC CHARITY	HURRICAN SANDY RELIEF/RESCUE OF ANIMALS	1,000.
ASSOCIATED HUMANE SOCIETIES OF NEW JERSEY - OCEAN COUNTY BRANCH POPCORN PARK - P. O. BOX 43 FORKED RIVER, NJ 08731-0043		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	1,000.
Total	See continuation sheet(s)			112,000.
b Approved for future payment None				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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					
4 Dividends and interest from securities			14	61,547.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	49,653.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		111,200.	0.
13 Total. Add line 12, columns (b), (d), and (e)				111,200.	111,200.

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

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

[illegible]

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
--	-----	----

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

1a(1)	X
-------	---

(2) Other assets

1a(2)	X
-------	---

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

1b(1)	X
-------	---

(2) Purchases of assets from a noncharitable exempt organization

1b(2)		X
-------	--	---

(3) Rental of facilities, equipment, or other assets

1b(3)		X
-------	--	---

(4) Reimbursement arrangements

1b(4)	X
-------	---

(5) Loans or loan guarantees

1b(5)		X
-------	--	---

(6) Performance of services or membership or fundraising solicitations

1b(6)	X
-------	---

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr)?

☐ Yes ☐ No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name _____

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

**Paid
Preparer
Use Only**

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no.

THE LOWELL F. JOHNSON FOUNDATION
C/O PNC BANK, N. A. - CO-TRUSTEE

52-1776774

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY FOOD BANK OF NEW JERSEY 31 EVANS TERMINAL HILLSIDE, NJ 07205		PUBLIC CHARITY	NEW JERSEY HURRICAN SANDY RELIEF	15,000.
HURRICANE SANDY NEW JERSEY RELIEF FUND P. O. BOX 95 MENDHAM, NJ 07945-0095		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	25,000.
KING'S DAUGHTERS DAY SCHOOL 502 WEST FRONT ST. PLAINFIELD, NJ 07060		PUBLIC CHARITY	GENERAL USE OF THE ORGANIZATION	10,000.
MORRISTOWN MEDICAL CENTER FOUNDATION 475 SOUTH STREET MORRISTOWN, NJ 07960		PUBLIC CHARITY	FOR AN ECHO BED	10,000.
SALVATION ARMY PLAINFIELD, NJ 07060		PUBLIC CHARITY	NEW JERSEY HURRICAN SANDY RELIEF	15,000.
SOMERSET MEDICAL CENTER FOUNDATION 110 REHILL AVENUE SOMMERVILLE, NJ 08876		PUBLIC CHARITY	LAUNCH OF A MOBILE BLOOD DONATION PROGRAM	15,000.
Total from continuation sheets				90,000.

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DOMESTIC DIVIDENDS	43,252.	0.	43,252.
DOMESTIC DIVIDENDS	9,670.	0.	9,670.
DOMESTIC INTEREST	2,675.	0.	2,675.
FOREIGN DIVIDENDS	2,880.	0.	2,880.
FOREIGN DIVIDENDS	1,564.	0.	1,564.
U.S. GOVERNMENT INTEREST	1,506.	0.	1,506.
Total to Fm 990-PF, Part I, ln 4	61,547.	0.	61,547.

Form 990-PF

Accounting Fees

Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PNC BANK, N. A. - TAX PREPARATION FEES	1,400.	0.		1,400.
To Form 990-PF, Pg 1, ln 16b	1,400.	0.		1,400.

Form 990-PF	Other Professional Fees	Statement	3
-------------	-------------------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MANAGED ACCOUNTS - INVESTMENT AND SERVICE FEES	3,009.	0.		3,009.
To Form 990-PF, Pg 1, ln 16c	3,009.	0.		3,009.

Form 990-PF	Taxes		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAX ON DIVIDENDS	350.	350.		0.
FEDERAL EXCISE TAX FORM 990-PF 12/31/2011	500.	0.		0.
FEDERAL ESTIMATED EXCISE TAX FORM 990-PF 12/31/2012	510.	0.		0.
FEDERAL ESTIMATED EXCISE TAX FORM 990-PF 12/31/2012	657.	0.		0.
FEDERAL ESTIMATED EXCISE TAX FORM 990-PF 12/31/2012	530.	0.		0.
To Form 990-PF, Pg 1, ln 18	2,547.	350.		0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN DIVIDENDS PROCESSING FEE	22.	22.		0.	
To Form 990-PF, Pg 1, ln 23	22.	22.		0.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	6
-------------	--	-----------	---

Description	Amount
ADJUSTMENT TO BOOK CARRYING VALUE	1.
ADJUSTMENT INCREASE IN DIFFERENCE BOOK CARRYING VALUE VS. TAX COST	2,815.
Total to Form 990-PF, Part III, line 3	2,816.

Form 990-PF	U.S. and State/City Government Obligations	Statement	7
-------------	--	-----------	---

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. GOVERNMENT BONDS & NOTES	X		68,079.	77,446.
Total U.S. Government Obligations			68,079.	77,446.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			68,079.	77,446.

Form 990-PF

Corporate Stock

Statement 8

Description	Book Value	Fair Market Value
COMMON STOCK	838,009.	1,036,761.
Total to Form 990-PF, Part II, line 10b	838,009.	1,036,761.

Form 990-PF	Corporate Bonds	Statement	9
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Description	Book Value	Fair Market Value
CORPORATE BONDS	49,648.	52,300.
Total to Form 990-PF, Part II, line 10c	49,648.	52,300.

Form 990-PF	Other Investments	Statement	10
Description	Valuation Method	Book Value	Fair Market Value
CASH EQUIVALENTS	COST	46,266.	46,266.
MUTUAL FUNDS - EQUITY	COST	419,603.	447,059.
MUTUAL FUNDS-FIXED	COST	514,150.	527,999.
ROUNDING ADJUSTMENT	COST	0.	-1.
Total to Form 990-PF, Part II, line 13		980,019.	1,021,323.

SUMMARY OF INVESTMENTS

AS OF 12/31/12

ACCOUNT
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LOWELL F JOHNSON FOUNDATION CONS

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	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
PRINCIPAL CASH	10,569.04	10,569.04	10,569.04	.491	1.06	.010
CASH EQUIVALENTS						
FIXED INCOME						
BONDS	117,726.77	117,726.77	129,745.83	6.031	4,085.87	3.149
MUTUAL FUNDS - FIXED	513,418.23	513,418.23	527,236.93	24.507	15,607.57	2.960
TOTAL FIXED INCOME	631,145.00	631,145.00	656,982.76	30.538	19,693.44	2.998
EQUITIES						
COMMON STOCK	838,009.13	824,958.94	1,036,761.46	48.191	26,597.30	2.565
MUTUAL FUNDS - EQUITY	419,602.76	409,972.40	447,058.78	20.780	14,352.31	3.210
TOTAL EQUITIES	1,257,611.89	1,234,931.34	1,483,820.24	68.971	40,949.61	2.760
TOTAL PRINCIPAL ASSETS	1,899,325.93	1,876,645.38	2,151,372.04	100.000	60,644.11	2.819
CASH EQUIVALENTS	35,696.55	35,696.55	35,696.55	97.910	3.57	.010
FIXED INCOME						
MUTUAL FUNDS - FIXED	732.10	732.10	761.90	2.090	47.09	6.181
ACCOUNT TOTAL	1,935,754.58	1,913,074.03	2,187,830.49		60,694.77	2.774

S T A T E M E N T O F I N V E S T M E N T S

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ACCOUNT
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LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
1,611.400	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 42-44-792-0015095	1,611.40	1,611.40	1,611.40	0.074	0.16	0.010	1.000
35,696.550	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 42-44-001-0015095	35,696.55	35,696.55	35,696.55	1.632	3.57	0.010	1.000
1,962.690	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 42-44-001-0015095	1,962.69	1,962.69	1,962.69	0.090	0.20	0.010	1.000
1,501.100	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 42-44-610-0015095	1,501.10	1,501.10	1,501.10	0.069	0.15	0.010	1.000
5,493.850	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 ACCOUNT 42-44-631-0015095	5,493.85	5,493.85	5,493.85	0.251	0.55	0.010	1.000
TOTAL CASH EQUIVALENTS		46,265.59	46,265.59	46,265.59	2.116	4.63	0.010	

U.S. GOVERNMENT BONDS & NOTES

STATEMENT OF INVESTMENTS

AS OF 12/31/12

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LOWELL F JOHNSON FOUNDATION CONS

ACCOUNT
42-44-501-0015095

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
15,000.000	USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 01.875% DUE 07/15/2013 ACCOUNT 42-44-001-0015095	17,688.95	17,688.95	19,208.64	0.878	353.46	1.840	128.057
15,000.000	USA TREASURY BOND TREASURY INFLATION PROTECTN SECS 02.000% DUE 01/15/2014 ACCOUNT 42-44-001-0015095	17,581.40	17,581.40	19,390.42	0.886	374.76	1.933	129.269
15,000.000	USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 01.875% DUE 07/15/2015 ACCOUNT 42-44-001-0015095	16,520.45	16,520.45	19,453.30	0.889	333.76	1.716	129.688
15,000.000	USA TREASURY BOND TREASURY INFLATION PROTECTN SECS 02.000% DUE 01/15/2016 ACCOUNT 42-44-001-0015095	16,287.97	16,287.97	19,393.47	0.886	348.89	1.799	129.289
	TOTAL U.S. GOVERNMENT BONDS & NOTES	68,078.77	68,078.77	77,445.83	3.539	1,410.87	1.822	
	CORPORATE BONDS							
50,000.000	EXELON GENERATION CO LLC NTS SERIES WI 05.350% DUE 01/15/2014 ACCOUNT 42-44-001-0015095	49,648.00	49,648.00	52,300.00	2.390	2,675.00	5.115	104.600
	TOTAL CORPORATE BONDS	49,648.00	49,648.00	52,300.00	2.390	2,675.00	5.115	
	COMMON STOCK							
169,000.000	WESTERN UNION CO - W/I	3,131.80	3,103.96	2,300.09	0.105	84.50	3.674	13.610

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LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
9.000	APACHE CORPORATION	1,116.82	1,116.82	706.50	0.032	7.20	1.019	78.500
166.000	CENTURYLINK INC	6,835.02	6,826.30	6,493.92	0.297	358.56	5.521	39.120
117.000	HEINZ H J CO	5,711.93	5,711.93	6,748.56	0.308	241.02	3.571	57.680
24.000	ARCOS DORADOS HOLDINGS INC A ISIN VGG0457F1071 SEDOL B529PQ0 ACCOUNT 42-44-610-0015095	526.69	526.69	287.04	0.013	5.74	2.000	11.960
83.000	ACCENTURE PLC CLASS A ISIN IE00B4BNMY34 SEDOL B4BNMY3 ACCOUNT 42-44-631-0015095	3,519.32	3,199.29	5,519.50	0.252	134.46	2.436	66.500
175.000	COVIDIEN PLC ISIN IE00B68SQD29 SEDOL B68SQD2 ACCOUNT 42-44-001-0015095	8,251.75	8,251.75	10,104.50	0.462	182.00	1.801	57.740
115.000	DELPHI AUTOMOTIVE PLC SEDOL B783TY6 ISIN JE00B783TY65 ACCOUNT 42-44-631-0015095	3,363.80	3,363.80	4,398.75	0.201	78.20	1.778	38.250
51.000	ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6 ACCOUNT 42-44-631-0015095	3,263.21	3,263.21	4,069.80	0.186	99.96	2.456	79.800
101.000	TYCO INTERNATIONAL LTD SEDOL: B64GC98 ISIN: CH0100383485 ACCOUNT 42-44-631-0015095	2,683.20	2,654.27	2,954.25	0.135	60.60	2.051	29.250
58.000	AT&T INC ACCOUNT 42-44-631-0015095	1,750.27	1,589.20	1,955.18	0.089	104.40	5.340	33.710

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LOWELL F JOHNSON FOUNDATION CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
203.000	AT&T INC ACCOUNT 42-44-792-0015095	5,828.87	5,965.38	6,843.13	0.313	365.40	5.340	33.710
48.000	ABBOTT LABORATORIES INC ACCOUNT 42-44-631-0015095	1,163.14	1,163.14	3,144.00	0.144	26.88	0.855	65.500
43.000	ABBOTT LABORATORIES INC ACCOUNT 42-44-610-0015095	963.59	963.59	2,816.50	0.129	24.08	0.855	65.500
175.000	ABBOTT LABORATORIES INC ACCOUNT 42-44-001-0015095	13,775.76	13,775.76	11,462.50	0.524	98.00	0.855	65.500
-167.000	ABBVIE INC-WHEN ISSUED ACCOUNT 42-44-001-0015095	-5,698.18	-5,698.18	-5,704.72	0.261	-267.20	4.684	34.160
43.000	ABBVIE INC-WHEN ISSUED ACCOUNT 42-44-610-0015095	1,044.94	1,044.94	1,468.88	0.067	68.80	4.684	34.160
124.000	ABBVIE INC-WHEN ISSUED ACCOUNT 42-44-792-0015095	4,653.24	4,653.24	4,235.84	0.194	198.40	4.684	34.160
12.000	AIR PRODUCTS & CHEMICALS INC ACCOUNT 42-44-610-0015095	1,059.38	1,059.38	1,008.24	0.046	30.72	3.047	84.020
90.000	ALTRIA GROUP INC ACCOUNT 42-44-610-0015095	1,486.01	1,486.02	2,829.60	0.129	158.40	5.598	31.440
203.000	ALTRIA GROUP INC ACCOUNT 42-44-792-0015095	5,109.46	5,096.25	6,382.32	0.292	357.28	5.598	31.440
43.000	AMERICAN ELECTRIC POWER INC ACCOUNT 42-44-792-0015095	1,625.48	1,625.48	1,835.24	0.084	80.84	4.405	42.680
20.000	AMERICAN EXPRESS CO ACCOUNT 42-44-610-0015095	1,039.54	1,039.54	1,149.60	0.053	16.00	1.392	57.480

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LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
100.000	AMERICAN EXPRESS CO ACCOUNT 42-44-001-0015095	4,043.00	4,043.00	5,748.00	0.263	80.00	1.392	57.480
100.000	AMPHENOL CORP NEW CL A ACCOUNT 42-44-001-0015095	6,071.87	6,071.87	6,470.00	0.296	42.00	0.649	64.700
75.000	APPLE INC ACCOUNT 42-44-001-0015095	6,653.27	4,796.14	39,912.90	1.824	795.00	1.992	532.172
13.000	APPLE INC ACCOUNT 42-44-610-0015095	1,674.66	1,674.66	6,918.24	0.316	137.80	1.992	532.172
154.000	ASTRAZENECA PLC SPONS ADR ACCOUNT 42-44-792-0015095	7,359.61	7,343.34	7,279.58	0.333	431.20	5.923	47.270
22.000	AUTOMATIC DATA PROCESSING INC ACCOUNT 42-44-610-0015095	863.17	863.18	1,252.46	0.057	38.28	3.056	56.930
155.000	BCE INC ISIN CA05534B7604 SEDOL B188TJ4 ACCOUNT 42-44-792-0015095	5,603.36	5,603.36	6,655.70	0.304	362.86	5.452	42.940
153.000	BANK NEW YORK MELLON CORP COM ACCOUNT 42-44-631-0015095	3,752.98	3,701.35	3,932.10	0.180	79.56	2.023	25.700
100.000	BAXTER INTERNATIONAL INC ACCOUNT 42-44-001-0015095	5,368.97	5,368.97	6,666.00	0.305	180.00	2.700	66.660
75.000	BED BATH AND BEYOND ACCOUNT 42-44-001-0015095	5,004.00	5,004.00	4,193.25	0.192	0.00	0.000	55.910
75.000	BOEING CO ACCOUNT 42-44-001-0015095	5,452.50	5,452.50	5,652.00	0.258	145.50	2.574	75.360

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178.000	BRISTOL MYERS SQUIBB CO ACCOUNT 42-44-792-0015095	4,610.20	4,610.20	5,801.02	0.265	249.20	4.296	32.590
200.000	BROADCOM CORP ACCOUNT 42-44-001-0015095	7,018.00	7,018.00	6,642.00	0.304	88.00	1.325	33.210
175.000	CBS CORP CLASS B WI ACCOUNT 42-44-001-0015095	6,314.00	6,314.00	6,658.75	0.304	84.00	1.261	38.050
50.000	CF INDUSTRIES HOLDINGS INC ACCOUNT 42-44-001-0015095	10,570.00	10,570.00	10,158.00	0.464	80.00	0.788	203.160
475.000	CSX CORP ACCOUNT 42-44-001-0015095	8,389.92	8,389.92	9,371.75	0.428	266.00	2.838	19.730
119.000	CVS CAREMARK CORPORATION ACCOUNT 42-44-631-0015095	5,156.28	5,156.28	5,753.65	0.263	107.10	1.861	48.350
21.000	CATERPILLAR INC ACCOUNT 42-44-610-0015095	1,425.08	1,425.08	1,881.77	0.086	43.68	2.321	89.608
100.000	CATERPILLAR INC ACCOUNT 42-44-001-0015095	8,823.00	8,823.00	8,960.80	0.410	208.00	2.321	89.608
100.000	CELGENE CORP ACCOUNT 42-44-001-0015095	5,771.80	5,609.50	7,847.00	0.359	0.00	0.000	78.470
39.000	CHEVRON CORPORATION ACCOUNT 42-44-610-0015095	2,519.72	2,519.72	4,217.46	0.193	140.40	3.329	108.140
39.000	CHEVRON CORPORATION ACCOUNT 42-44-631-0015095	3,024.81	3,024.81	4,217.46	0.193	140.40	3.329	108.140
15.000	CHEVRON CORPORATION ACCOUNT 42-44-792-0015095	1,270.65	1,270.65	1,622.10	0.074	54.00	3.329	108.140

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48.000	COCA COLA CO ACCOUNT 42-44-792-0015095	1,540.32	1,540.32	1,740.00	0.080	53.76	3.090	36.250
136.000	COCA COLA CO ACCOUNT 42-44-610-0015095	2,968.20	2,968.20	4,930.00	0.225	152.32	3.090	36.250
500.000	COCA COLA CO ACCOUNT 42-44-001-0015095	14,573.84	13,533.44	18,125.00	0.828	560.00	3.090	36.250
325.000	COCA COLA ENTERPRISES ACCOUNT 42-44-001-0015095	9,646.62	9,646.62	10,312.25	0.471	260.00	2.521	31.730
61.000	COCA COLA ENTERPRISES ACCOUNT 42-44-631-0015095	1,871.47	1,871.47	1,935.53	0.088	48.80	2.521	31.730
200.000	COMCAST CORPORATION CL A ACCOUNT 42-44-001-0015095	6,796.00	6,796.00	7,472.00	0.342	156.00	2.088	37.360
116.000	COMCAST CORP CLASS A SPECIAL ACCOUNT 42-44-631-0015095	2,613.93	2,613.93	4,166.72	0.190	90.48	2.171	35.920
112.000	CONOCOPHILLIPS ACCOUNT 42-44-792-0015095	5,691.72	5,672.36	6,494.88	0.297	295.68	4.553	57.990
50.000	CONOCOPHILLIPS ACCOUNT 42-44-610-0015095	2,362.96	2,362.97	2,899.50	0.133	132.00	4.553	57.990
75.000	COOPER COS INC NEW	6,157.50	6,157.50	6,936.00	0.317	4.50	0.065	92.480
59.000	DANAHER CORP ACCOUNT 42-44-631-0015095	2,818.01	2,818.01	3,298.10	0.151	5.90	0.179	55.900

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75.000	DEERE & CO ACCOUNT 42-44-001-0015095	5,765.25	5,765.25	6,481.50	0.296	153.00	2.361	86.420
10.000	DIAGEO PLC SPONSORED ADR ACCOUNT 42-44-610-0015095	1,144.84	1,144.84	1,165.80	0.053	28.50	2.445	116.580
23.000	DIAGEO PLC SPONSORED ADR ACCOUNT 42-44-631-0015095	1,546.75	1,546.75	2,681.34	0.123	65.55	2.445	116.580
72.000	DISNEY WALT CO ACCOUNT 42-44-631-0015095	3,625.68	3,625.68	3,584.88	0.164	54.00	1.506	49.790
20.000	DISNEY WALT CO ACCOUNT 42-44-610-0015095	671.06	671.06	995.80	0.046	15.00	1.506	49.790
175.000	DISNEY WALT CO ACCOUNT 42-44-001-0015095	8,678.25	8,678.25	8,713.25	0.398	131.25	1.506	49.790
125.000	DOLLAR TREE INC ACCOUNT 42-44-001-0015095	4,979.37	4,979.37	5,070.00	0.232	0.00	0.000	40.560
35.000	DOMINION RESOURCES INC VA ACCOUNT 42-44-792-0015095	1,475.59	1,475.60	1,813.00	0.083	78.75	4.344	51.800
99.000	DUKE ENERGY HOLDING CORP ACCOUNT 42-44-792-0015095	5,449.16	5,449.16	6,316.20	0.289	302.94	4.796	63.800
400.000	EMC CORP ACCOUNT 42-44-001-0015095	8,317.25	8,317.25	10,120.00	0.463	0.00	0.000	25.300
150.000	EASTMAN CHEM CO ACCOUNT 42-44-001-0015095	8,350.20	8,350.20	10,207.50	0.467	180.00	1.763	68.050

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275.000	EBAY INC ACCOUNT 42-44-001-0015095	10,764.50	10,764.50	14,024.18	0.641	0.00	0.000	50.997
125.000	ENBRIDGE INC SEDOL 2478906 ISIN CA29250N1050 ACCOUNT 42-44-001-0015095	4,981.24	4,981.24	5,415.00	0.248	153.38	2.833	43.320
74.000	EXXON MOBIL CORP ACCOUNT 42-44-610-0015095	4,401.77	4,401.77	6,404.70	0.293	168.72	2.634	86.550
67.000	EXXON MOBIL CORP ACCOUNT 42-44-631-0015095	4,644.29	4,644.29	5,798.85	0.265	152.76	2.634	86.550
150.000	FMC CORPORATION NEW ACCOUNT 42-44-001-0015095	8,236.50	8,236.50	8,778.00	0.401	81.00	0.923	58.520
100.000	FEDEX CORPORATION ACCOUNT 42-44-001-0015095	8,951.80	8,951.80	9,172.00	0.419	56.00	0.611	91.720
6.000	FRANKLIN RESOURCES INC ACCOUNT 42-44-610-0015095	598.61	598.61	754.20	0.034	6.96	0.923	125.700
39.000	FREEMPORT MCMORAN COPPER & GOLD INC ACCOUNT 42-44-610-0015095	1,772.42	1,772.42	1,333.80	0.061	48.75	3.655	34.200
83.000	GENERAL ELECTRIC CO ACCOUNT 42-44-610-0015095	2,815.36	2,815.36	1,742.17	0.080	63.08	3.621	20.990
118.000	GENERAL MILLS INC ACCOUNT 42-44-631-0015095	4,334.94	4,334.94	4,769.56	0.218	155.76	3.266	40.420

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158.000	GLAXO SMITHKLINE ADR	6,272.00	6,254.82	6,868.26	0.314	370.51	5.395	43.470
	ACCOUNT 42-44-792-0015095							
48.000	GOLDMAN SACHS GROUP INC ACCOUNT 42-44-631-0015095	6,644.72	6,513.05	6,122.88	0.280	96.00	1.568	127.560
25.000	GOOGLE INC-CL A ACCOUNT 42-44-001-0015095	10,022.25	10,022.25	17,684.50	0.808	0.00	0.000	707.380
150.000	HCP INC REIT	6,744.00	6,744.00	6,774.00	0.310	315.00	4.650	45.160
	ACCOUNT 42-44-001-0015095							
54.000	HCP INC REIT	2,074.89	2,074.89	2,438.64	0.111	113.40	4.650	45.160
	ACCOUNT 42-44-792-0015095							
25.000	HSBC HLDGS PLC SPONSORED ADR NEW ACCOUNT 42-44-610-0015095	1,604.87	1,604.87	1,326.75	0.061	56.25	4.240	53.070
49.000	HEALTH CARE REIT INC REIT	2,200.59	2,200.59	3,003.21	0.137	149.94	4.993	61.290
	ACCOUNT 42-44-792-0015095							
125.000	THE HERSHEY COMPANY ACCOUNT 42-44-001-0015095	5,803.75	5,803.75	9,027.50	0.413	210.00	2.326	72.220
250.000	HOME DEPOT INC ACCOUNT 42-44-001-0015095	14,162.50	14,162.50	15,462.50	0.707	390.00	2.522	61.850
53.000	HONEYWELL INTL INC ACCOUNT 42-44-631-0015095	2,243.49	2,243.49	3,363.91	0.154	86.92	2.584	63.470

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270.000	INTEL CORP ACCOUNT 42-44-001-0015095	6,095.00	4,533.94	5,567.40	0.254	243.00	4.365	20.620
85.000	INTEL CORP ACCOUNT 42-44-610-0015095	2,276.30	2,276.30	1,752.70	0.080	76.50	4.365	20.620
18.000	INTERNATIONAL BUSINESS MACHS CORP ACCOUNT 42-44-610-0015095	2,638.51	2,638.51	3,447.90	0.158	61.20	1.775	191.550
125.000	INTERNATIONAL BUSINESS MACHS CORP ACCOUNT 42-44-001-0015095	12,630.00	11,926.25	23,943.75	1.094	425.00	1.775	191.550
15.000	INTERNATIONAL BUSINESS MACHS CORP ACCOUNT 42-44-631-0015095	1,932.10	1,891.65	2,873.25	0.131	51.00	1.775	191.550
3.000	INTUITIVE SURGICAL INC ACCOUNT 42-44-610-0015095	581.08	481.63	1,471.11	0.067	0.00	0.000	490.370
50.000	JPMORGAN CHASE & CO ACCOUNT 42-44-610-0015095	1,709.34	1,709.34	2,198.45	0.100	60.00	2.729	43.969
195.000	JPMORGAN CHASE & CO ACCOUNT 42-44-631-0015095	7,855.39	7,855.39	8,573.96	0.392	234.00	2.729	43.969
105.000	JOHNSON & JOHNSON ACCOUNT 42-44-631-0015095	6,528.08	6,524.92	7,360.50	0.336	256.20	3.481	70.100
46.000	JOHNSON & JOHNSON ACCOUNT 42-44-610-0015095	2,877.07	2,866.59	3,224.60	0.147	112.24	3.481	70.100
75.000	JOHNSON & JOHNSON ACCOUNT 42-44-001-0015095	4,802.17	4,802.17	5,257.50	0.240	183.00	3.481	70.100

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69.000	JOHNSON & JOHNSON ACCOUNT 42-44-792-0015095	4,293.18	4,293.18	4,836.90	0.221	168.36	3.481	70.100
72.000	JOHNSON CONTROLS INC ACCOUNT 42-44-631-0015095	2,507.02	2,507.02	2,208.24	0.101	54.72	2.478	30.670
47.000	KIMBERLY-CLARK CORP ACCOUNT 42-44-792-0015095	2,905.07	2,905.07	3,968.21	0.181	152.28	3.837	84.430
114.000	KRAFT FOODS GROUP INC ACCOUNT 42-44-792-0015095	5,319.53	5,319.53	5,183.58	0.237	228.00	4.399	45.470
10.000	KRAFT FOODS GROUP INC ACCOUNT 42-44-610-0015095	333.14	333.14	454.70	0.021	20.00	4.399	45.470
38.000	LAUDER ESTEE COS INC CL A	725.80	725.80	2,274.68	0.104	27.36	1.203	59.860
100.000	LAUDER ESTEE COS INC CL A	5,859.50	5,859.50	5,986.00	0.274	72.00	1.203	59.860
105.000	LILLY ELI & CO ACCOUNT 42-44-792-0015095	3,653.75	3,577.34	5,178.60	0.237	205.80	3.974	49.320
175.000	LIMITED BRANDS INC ACCOUNT 42-44-001-0015095	7,482.81	7,482.81	8,235.50	0.376	210.00	2.550	47.060
86.000	LOCKHEED MARTIN CORP ACCOUNT 42-44-631-0015095	6,042.60	5,933.14	7,936.94	0.363	395.60	4.984	92.290
111.000	IONILLARD INC ACCOUNT 42-44-631-0015095	4,732.93	4,732.93	12,950.37	0.592	244.20	1.886	116.670

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-58.000	LORILLARD INC ACCOUNT 42-44-792-0015095	1,310.24	1,310.24	-6,766.86	0.309	-127.60	1.886	116.670
200.000	MACY'S INC ACCOUNT 42-44-001-0015095	6,340.00	6,340.00	7,804.00	0.357	160.00	2.050	39.020
50.000	MCDONALD'S CORP ACCOUNT 42-44-001-0015095	3,838.75	3,667.50	4,410.50	0.202	154.00	3.492	88.210
32.000	MCDONALD'S CORP ACCOUNT 42-44-610-0015095	1,209.21	1,209.21	2,822.72	0.129	98.56	3.492	88.210
16.000	MCDONALD'S CORP ACCOUNT 42-44-631-0015095	1,446.80	1,446.80	1,411.36	0.065	49.28	3.492	88.210
31.000	MCDONALD'S CORP ACCOUNT 42-44-792-0015095	2,507.77	2,507.77	2,734.51	0.125	95.48	3.492	88.210
141.000	MERCK & CO INC ACCOUNT 42-44-792-0015095	5,442.13	5,442.13	5,772.54	0.264	242.52	4.201	40.940
29.000	MERCK & CO INC ACCOUNT 42-44-610-0015095	877.31	872.06	1,187.26	0.054	49.88	4.201	40.940
126.000	METLIFE INC. ACCOUNT 42-44-631-0015095	5,250.24	5,250.24	4,150.44	0.190	93.24	2.247	32.940
750.000	MICROSOFT CORP ACCOUNT 42-44-001-0015095	19,381.50	18,355.25	20,031.75	0.916	690.00	3.445	26.709
30.000	MONDELEZ INTERNATIONAL ACCOUNT 42-44-610-0015095	620.65	620.65	763.59	0.035	15.60	2.043	25.453
75.000	MONSTER BEVERAGE CORPORATION ACCOUNT 42-44-001-0015095	4,587.00	4,587.00	3,963.00	0.181	0.00	0.000	52.840

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51.000	MOODY'S CORP ACCOUNT 42-44-631-0015095	2,278.41	2,278.41	2,566.32	0.117	40.80	1.590	50.320
250.000	MYLAN INC ACCOUNT 42-44-001-0015095	5,950.00	5,950.00	6,862.50	0.314	0.00	0.000	27.450
135.000	NATIONAL GRID PLC SP ADR ACCOUNT 42-44-792-0015095	6,500.78	6,489.48	7,754.40	0.354	427.41	5.512	57.440
75.000	NATIONAL OILWELL VARCO INC ACCOUNT 42-44-001-0015095	4,549.50	4,549.50	5,126.25	0.234	39.00	0.761	68.350
39.000	NESTLE S.A. SPONSORED ADR REPSTG REG SH ACCOUNT 42-44-631-0015095	2,077.92	2,077.92	2,541.63	0.116	69.11	2.719	65.170
52.000	NESTLE S.A. SPONSORED ADR REPSTG REG SH ACCOUNT 42-44-610-0015095	1,554.96	1,554.96	3,388.84	0.155	92.14	2.719	65.170
60.000	NEWS CORPORATION CL A ACCOUNT 42-44-610-0015095	970.20	970.20	1,530.60	0.070	10.20	0.666	25.510
27.000	NORTHROP GRUMMAN CORPORATION ACCOUNT 42-44-631-0015095	1,385.75	1,385.75	1,824.66	0.083	59.40	3.255	67.580
16.000	NOVO NORDISK A S ADR ACCOUNT 42-44-610-0015095	1,093.26	1,093.26	2,611.36	0.119	37.18	1.424	163.210
26.000	OCCIDENTAL PETROLEUM CORP ACCOUNT 42-44-610-0015095	1,042.47	1,042.47	1,991.86	0.091	66.56	3.342	76.610
39.000	OCCIDENTAL PETROLEUM CORP ACCOUNT 42-44-631-0015095	3,896.97	3,896.97	2,987.79	0.137	99.84	3.342	76.610

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111.000	ORACLE CORP ACCOUNT 42-44-631-0015095	2,938.35	2,666.11	3,698.52	0.169	26.64	0.720	33.320
31.000	ORACLE CORP ACCOUNT 42-44-610-0015095	831.14	831.14	1,032.92	0.047	7.44	0.720	33.320
400.000	ORACLE CORP ACCOUNT 42-44-001-0015095	8,259.59	5,670.25	13,328.00	0.609	96.00	0.720	33.320
28.000	PPG INDUSTRIES INC ACCOUNT 42-44-631-0015095	2,072.21	1,942.92	3,789.80	0.173	66.08	1.744	135.350
127.000	PPL CORPORATION ACCOUNT 42-44-792-0015095	3,498.55	3,498.24	3,636.01	0.166	186.69	5.134	28.630
100.000	PVH CORP ACCOUNT 42-44-001-0015095	7,447.00	7,447.00	11,101.00	0.507	15.00	0.135	111.010
35.000	PEPSICO INC ACCOUNT 42-44-610-0015095	1,901.55	1,901.55	2,395.05	0.109	75.25	3.142	68.430
26.000	PEPSICO INC ACCOUNT 42-44-792-0015095	1,619.07	1,619.07	1,779.18	0.081	55.90	3.142	68.430
293.000	PFIZER INC ACCOUNT 42-44-631-0015095	5,135.86	5,135.86	7,348.15	0.336	281.28	3.828	25.079
94.000	PHILIP MORRIS INTERNAT-W/I ACCOUNT 42-44-631-0015095	5,182.86	5,049.68	7,862.16	0.359	319.60	4.065	83.640
86.000	PHILIP MORRIS INTERNAT-W/I ACCOUNT 42-44-610-0015095	3,285.78	3,285.77	7,193.04	0.329	292.40	4.065	83.640
250.000	PHILIP MORRIS INTERNAT-W/I ACCOUNT 42-44-001-0015095	12,657.59	11,868.25	20,910.00	0.956	850.00	4.065	83.640

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42-44-501-0015095

LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
33.000	PHILIP MORRIS INTERNAT-W/I. ACCOUNT 42-44-792-0015095	1,923.90	1,923.90	2,760.12	0.126	112.20	4.065	83.640
25.000	PHILLIPS 66 ACCOUNT 42-44-610-0015095	745.09	745.08	1,327.50	0.061	31.25	2.354	53.100
100.000	POLARIS INDS INC ACCOUNT 42-44-001-0015095	6,522.67	6,522.67	8,415.00	0.385	168.00	1.996	84.150
18.000	PRAXAIR INC ACCOUNT 42-44-610-0015095	947.42	947.42	1,970.10	0.090	43.20	2.193	109.450
42.000	PROCTER & GAMBLE CO ACCOUNT 42-44-610-0015095	2,271.36	2,271.36	2,851.38	0.130	94.42	3.311	67.890
29.000	PROCTER & GAMBLE CO ACCOUNT 42-44-792-0015095	1,801.77	1,801.77	1,968.81	0.090	65.19	3.311	67.890
45.000	PRUDENTIAL FINANCIAL, INC. ACCOUNT 42-44-631-0015095	2,433.60	2,433.60	2,399.85	0.110	72.00	3.000	53.330
25.000	QUALCOMM ACCOUNT 42-44-610-0015095	1,004.15	1,004.15	1,546.48	0.071	25.00	1.617	61.859
175.000	QUALCOMM ACCOUNT 42-44-001-0015095	8,817.40	8,204.00	10,825.33	0.495	175.00	1.617	61.859
100.000	RED HAT INC ACCOUNT 42-44-001-0015095	5,048.00	5,048.00	5,296.00	0.242	0.00	0.000	52.960
250.000	RESMED INC ACCOUNT 42-44-001-0015095	9,257.50	9,257.50	10,392.50	0.475	170.00	1.636	41.570
147.000	REYNOLDS AMERICAN INC ACCOUNT 42-44-792-0015095	5,089.18	5,089.18	6,090.21	0.278	346.92	5.696	41.430

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LOWELL F JOHNSON FOUNDATION CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
22.000	RIO TINTO PLC SPONSORED ADR ACCOUNT 42-44-610-0015095	1,451.87	1,451.87	1,277.98	0.058	36.83	2.882	58.090
29.000	ROCHE HOLDING LTD SPONSORED ADR ACCOUNT 42-44-610-0015095	1,280.87	1,280.87	1,464.50	0.067	49.16	3.357	50.500
100.000	ROSS STORES INC ACCOUNT 42-44-001-0015095	6,982.00	6,982.00	5,409.00	0.247	68.00	1.257	54.090
106.000	ROYAL DUTCH SHELL PLC ADR B ACCOUNT 42-44-792-0015095	6,771.85	6,771.85	7,514.34	0.343	364.64	4.853	70.890
36.000	ROYAL DUTCH SHELL PLC ADR A ACCOUNT 42-44-610-0015095	2,153.01	2,153.01	2,482.20	0.113	105.26	4.241	68.950
14.000	SABMILLER PLC SPON ADR ACCOUNT 42-44-610-0015095	571.23	571.23	655.06	0.030	12.70	1.939	46.790
78.000	ST JUDE MEDICAL INC ACCOUNT 42-44-631-0015095	2,878.73	2,878.73	2,818.92	0.129	78.00	2.767	36.140
50.000	SHIRE PLC SPONSORED ADR ACCOUNT 42-44-001-0015095	4,807.50	4,807.50	4,609.00	0.211	26.00	0.564	92.180
75.000	SIMON PROPERTY GROUP INC ACCOUNT 42-44-001-0015095	10,452.25	10,452.25	11,856.75	0.542	345.00	2.910	158.090
152.000	SOUTHERN CO ACCOUNT 42-44-792-0015095	5,798.78	5,798.78	6,507.12	0.297	297.92	4.578	42.810

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LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
39.000	STANLEY BLACK & DECKER INC ACCOUNT 42-44-631-0015095	2,330.79	2,260.36	2,884.83	0.132	76.44	2.650	73.970
225.000	SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2 ACCOUNT 42-44-001-0015095	7,150.41	7,150.41	7,420.50	0.339	117.45	1.583	32.980
60.000	TARGET CORP ACCOUNT 42-44-631-0015095	3,234.70	3,194.11	3,550.20	0.162	86.40	2.434	59.170
40.000	TARGET CORP ACCOUNT 42-44-610-0015095	2,181.66	2,181.66	2,366.80	0.108	57.60	2.434	59.170
50.000	TEXAS INSTRUMENTS INC ACCOUNT 42-44-610-0015095	1,574.27	1,574.27	1,544.50	0.071	56.00	3.626	30.890
43.000	THERMO FISHER SCIENTIFIC INC ACCOUNT 42-44-631-0015095	2,250.95	2,250.95	2,742.54	0.125	25.80	0.941	63.780
34.000	3M COMPANY ACCOUNT 42-44-631-0015095	2,901.01	2,901.01	3,156.90	0.144	86.36	2.736	92.850
150.000	3M COMPANY ACCOUNT 42-44-001-0015095	13,893.00	13,893.00	13,927.50	0.637	381.00	2.736	92.850
8.000	TIME WARNER CABLE ACCOUNT 42-44-610-0015095	509.70	509.70	777.52	0.036	20.80	2.675	97.190
52.000	TOTAL S A ACCOUNT 42-44-610-0015095	3,032.93	3,032.92	2,704.52	0.124	133.43	4.934	52.010
143.000	TOTAL S A ACCOUNT 42-44-792-0015095	7,253.43	7,253.10	7,437.43	0.340	366.94	4.934	52.010

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LOWELL F JOHNSON FOUNDATION CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
58.000	THE TRAVELERS COS INC ACCOUNT 42-44-631-0015095	3,001.79	2,900.58	4,165.56	0.190	106.72	2.562	71.820
47.000	UNILEVER PLC W/I SPONSORED ADR ACCOUNT 42-44-792-0015095	1,376.16	1,376.16	1,819.84	0.083	58.89	3.236	38.720
35.000	UNITED PARCEL SERVICE CL B ACCOUNT 42-44-631-0015095	2,710.71	2,710.71	2,580.55	0.118	86.80	3.364	73.730
43.000	UNITED TECHNOLOGIES CORP ACCOUNT 42-44-631-0015095	3,035.18	2,947.15	3,526.43	0.161	92.02	2.609	82.010
24.000	UNITED TECHNOLOGIES CORP ACCOUNT 42-44-610-0015095	1,628.39	1,628.39	1,968.24	0.090	51.36	2.609	82.010
150.000	UNITED TECHNOLOGIES CORP ACCOUNT 42-44-001-0015095	8,361.87	8,310.00	12,301.50	0.562	321.00	2.609	82.010
100.000	UNITEDHEALTH GROUP INC ACCOUNT 42-44-001-0015095	3,566.00	3,566.00	5,424.00	0.248	85.00	1.567	54.240
125.000	VERIZON COMMUNICATIONS INC ACCOUNT 42-44-001-0015095	4,648.75	4,648.75	5,408.75	0.247	257.50	4.761	43.270
162.000	VERIZON COMMUNICATIONS INC ACCOUNT 42-44-792-0015095	5,331.40	5,331.40	7,009.74	0.320	333.72	4.761	43.270
46.000	VIACOM INC CLASS B WI ACCOUNT 42-44-631-0015095	2,089.68	1,997.96	2,426.04	0.111	50.60	2.086	52.740
50.000	VISA INC CLASS A SHARES ACCOUNT 42-44-001-0015095	2,929.87	2,511.75	7,579.00	0.346	66.00	0.871	151.580

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LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
99.000	VODAFONE GROUP PLC SPONSORED ADR NEW ACCOUNT 42-44-631-0015095	2,590.83	2,515.61	2,493.81	0.114	148.40	5.951	25.190
261.000	VODAFONE GROUP PLC SPONSORED ADR NEW ACCOUNT 42-44-792-0015095	6,936.69	6,926.67	6,574.59	0.301	391.24	5.951	25.190
29.000	WAL-MART STORES INC ACCOUNT 42-44-610-0015095	1,429.96	1,429.96	1,978.67	0.090	54.52	2.755	68.230
32.000	WALGREEN CO ACCOUNT 42-44-610-0015095	1,443.89	1,405.83	1,184.32	0.054	35.20	2.972	37.010
59.000	WELLS FARGO & COMPANY ACCOUNT 42-44-631-0015095	1,978.85	1,978.85	2,016.62	0.092	59.00	2.926	34.180
75.000	WHOLE FOODS MKT INC ACCOUNT 42-44-001-0015095	5,159.15	5,159.15	6,837.00	0.313	60.00	0.878	91.160
132.000	WINDSTREAM CORP W/I ACCOUNT 42-44-792-0015095	1,779.21	1,779.21	1,092.96	0.050	132.00	12.077	8.280
150.000	WYNDHAM WORLDWIDE CORP ACCOUNT 42-44-001-0015095	4,274.34	4,274.34	7,981.50	0.365	174.00	2.180	53.210
13.000	XILINX INC ACCOUNT 42-44-610-0015095	427.34	427.34	466.19	0.021	13.00	2.789	35.861
	TOTAL COMMON STOCK	838,009.13	824,958.94	1,036,761.46	47.384	26,597.30	2.565	

MUTUAL FUNDS - FIXED

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LOWELL F JOHNSON FOUNDATION CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
12,790.766	BLACKROCK FDS HIGH YIELD BD PORTFOLIO FUND 318 INSTITUTIONAL CLASS ACCOUNT 42-44-001-0015095	95,000.00	95,000.00	103,477.30	4.730	6,395.38	6.180	8.090
94.178	BLACKROCK FDS HIGH YIELD BD PORTFOLIO FUND 318 INSTITUTIONAL CLASS (INCOME INVESTMENT) ACCOUNT 42-44-001-0015095	732.10	732.10	761.90	0.035	47.09	6.181	8.090
5,065.856	FIDELITY ADVISOR FLOATING HIGH INCOME FUND I FUND #279 ACCOUNT 42-44-001-0015095	50,000.00	50,000.00	50,253.29	2.297	1,595.74	3.175	9.920
17,654.677	PIMCO FDS TOTAL RETURN BD FUND INSTL CLASS, FD #35 ACCOUNT 42-44-001-0015095	193,370.78	193,370.78	198,438.57	9.070	6,020.24	3.034	11.240
17,163.507	PNC LIMITED MATURITY BOND FUND CLASS I FUND #413 ACCOUNT 42-44-001-0015095	175,047.45	175,047.45	175,067.77	8.002	1,596.21	0.912	10.200
TOTAL MUTUAL FUNDS - FIXED		514,150.33	514,150.33	527,998.83	24.134	15,654.66	2.965	
MUTUAL FUNDS - EQUITY								
1,763.265	ARTISAN SMALL CAP VALUE FD #963 ACCOUNT 42-44-001-0015095	30,000.00	30,000.00	27,066.12	1.237	220.41	0.814	15.350

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LOWELL F JOHNSON FOUNDATION CONS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
1,385.036	BARON SMALL CAP FUND INSTITUTIONAL ACCOUNT 42-44-001-0015095	30,000.00	30,000.00	36,661.90	1.676	0.00	0.000	26.470
5,454.919	DWS RREEF GLOBAL REAL ESTATE SECURITIES FUND CLASS FUND #2365 ACCOUNT 42-44-001-0015095	40,000.00	40,000.00	44,239.39	2.022	2,743.82	6.202	8.110
4,859.086	EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND CLASS I #88 ACCOUNT 42-44-001-0015095	50,000.00	50,000.00	47,764.82	2.183	1,880.47	3.937	9.830
2,703.754	HARBOR INTERNATIONAL FUND CLASS INS FD # 2011 ACCOUNT 42-44-001-0015095	149,860.78	140,230.42	167,957.20	7.677	3,395.92	2.022	62.120
485.000	ISHARES TR MSCI EMERGING MKTS INDEX FD ETF ACCOUNT 42-44-001-0015095	20,059.60	20,059.60	21,509.75	0.983	361.33	1.680	44.350
1,275.000	ISHARES S&P U.S. PREFERRED STOCK ETF INDEX FUND ACCOUNT 42-44-001-0015095	49,967.25	49,967.25	50,515.50	2.309	2,996.25	5.931	39.620
1,335.000	THE JPMORGAN ALERIAN MLP INDEX ETN ETF ACCOUNT 42-44-001-0015095	49,715.13	49,715.13	51,344.10	2.347	2,754.11	5.364	38.460

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LOWELL F JOHNSON FOUNDATION CONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
TOTAL MUTUAL FUNDS - EQUITY								
		419,602.76	409,972.40	447,058.78	20.434	14,352.31	3.210	
TOTAL INVESTMENTS								
		1,935,754.58	1,913,074.03	2,187,830.49	100.000	60,694.77	2.774	
CASH								
		0.00	0.00					
TOTAL ASSETS								
		1,935,754.58	1,913,074.03	2,187,830.49				
INCOME CASH								
				0.00				

REPORT: TMS-TX-23
BANK 42 PNC BANK (42)
REGION 44 NEW JERSEY - UNB
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GAIN/LOSS FED/STE REPORT INTERNAL USE ONLY
ACCOUNT 0015095 LOWELL F JOHNSON FOUNDATION
FROM: 01/01/12 TO: 12/31/12

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TAX CODE	OR-OFF	SERIAL	SEQ	LOT#	DATES	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
ASSET G1151C101 ACCENTURE PLC CLASS A												
ISIN IE00B4BNMY34 SEDOL B4BNMY3												
830	631	41632-00001	00000	05/09/12	07/05/12			14.000	849.22	821.60	27.62 S	27.62 L
TOTAL-SHORT								14.000	849.22	821.60	27.62	.00
TOTAL-LONG											.00	27.62
ASSET G29183103 EATON CORP PLC												
SEDOL B8KQN82												
ISIN IE00B8KQN827												
830	631	41785-00001	00000	12/03/12	12/05/12			14.000	720.29	723.17	2.88-S	2.88-L
830	631	41792-00001	00000	12/03/12	12/12/12			19.000	988.50	981.45	7.05 S	7.05 L
TOTAL-SHORT								33.000	1,708.79	1,704.62	4.17	.00
TOTAL-LONG											.00	4.17
ASSET H6169Q108 PENTAIR LTD												
SEDOL B8DTTSO												
ISIN CH0193880173												
830	631	41725-00001	00000	03/07/12	10/05/12			.239	11.06	9.86	1.20 S	1.20 L
830	631	41725-00001	00000	11/16/11	10/05/12			8.761	405.55	323.18	82.37 S	82.37 L
833	631	41731-00001	00000	11/16/11	10/17/12			.356	15.52	13.13	2.39 S	2.39 L
TOTAL-SHORT								9.356	432.13	346.17	85.96	.00
TOTAL-LONG											.00	85.96
ASSET H89128104 TYCO INTERNATIONAL LTD												
SEDOL: B64GC98												
ISIN: CH0100383485												
830	631	41694-00001	00000	03/07/12	09/05/12			16.000	888.25	835.46	52.79 S	52.79 L
TOTAL-SHORT								16.000	888.25	835.46	52.79	.00
TOTAL-LONG											.00	52.79
ASSET N07059186 ASML HOLDING NV F												
ISIN USN070591862												
REV SPLIT 11/29/12 SEE N07059210												
830	631	41617-00001	00000	08/17/11	06/20/12			18.000	912.63	626.29	286.34 S	286.34 L
830	631	41638-00001	00000	08/10/11	07/11/12			25.000	1,283.67	818.47	465.20 S	465.20 L

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BANK 42 PNC BANK (42)
REGION 44 NEW JERSEY - UNB
OFFICE 001 PERSONAL

GAIN/LOSS FED/STE REPORT INTERNAL USE ONLY
ACCOUNT 0015095 LOWELL F JOHNSON FOUNDATION
FROM: 01/01/12 TO: 12/31/12

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TAX		-----		DATES		-----		G A I N / L O S S			I N F O R M A T I O N		
CODE	OR-OFF	SERIAL	SEQ	LOT#	ACQUIRED	TRADE		UNITS	PROCEEDS	TAX COST	FEDERAL	STATE	
ASSET N07059186 (CONT'D)											G/L	G/L	
TOTAL-SHORT													
TOTAL-LONG													
ASSET 00101J106 ADT CORP													
830	631	41725-00002	00000	03/07/12	10/05/12		.500	19.00	16.83		2.17 S	2.17 L	
830	631	41725-00002	00000	11/16/11	10/05/12		18.500	702.84	558.93		143.91 S	143.91 L	
833	631	41731-00002	00000	11/16/11	10/17/12		.500	19.36	15.11		4.25 S	4.25 L	
TOTAL-SHORT													
TOTAL-LONG													
TOTAL-SHORT													
TOTAL-LONG													
ASSET 00206R102 AT&T INC													
830	631	41478-00001	00000	09/08/10	02/02/12		27.000	805.95	739.80		66.15 L	66.15 L	
830	631	41484-00001	00000	09/08/10	02/08/12		29.000	871.43	794.60		76.83 L	76.83 L	
830	792	41702-00001	00000	11/11/11	09/13/12		3.000	113.58	88.37		25.21 S	25.21 L	
830	792	41731-00001	00000	11/11/11	10/12/12		24.000	857.27	706.94		150.33 S	150.33 L	
830	792	41731-00001	00000	12/06/10	10/12/12		23.000	821.55	652.28		169.27 L	169.27 L	
TOTAL-SHORT													
TOTAL-LONG													
TOTAL-SHORT													
TOTAL-LONG													
ASSET 002824100 ABBOTT LABORATORIES INC													
830	631	41547-00001	00000	09/08/10	04/11/12		14.000	837.43	707.13		130.30 L	130.30 L	
830	792	41648-00001	00000	06/13/11	07/23/12		20.000	1,285.02	1,029.65		255.37 L	255.37 L	
830	792	41648-00001	00000	03/03/11	07/23/12		7.000	449.76	338.48		111.28 L	111.28 L	
830	792	41667-00001	00000	03/03/11	08/09/12		24.000	1,579.07	1,160.51		418.56 L	418.56 L	
830	631	41729-00001	00000	09/08/10	10/10/12		14.000	988.38	707.13		281.25 L	281.25 L	
830	792	41731-00002	00000	03/03/11	10/12/12		1.000	69.41	48.35		21.06 L	21.06 L	
830	792	41731-00002	00000	12/06/10	10/12/12		26.000	1,804.78	1,219.40		585.38 L	585.38 L	
TOTAL-SHORT													
TOTAL-LONG													
TOTAL-SHORT													
TOTAL-LONG													
ASSET 00751Y106 ADVANCED AUTO PARTS WI													
830	631	41764-00001	00000	05/23/12	11/14/12		13.000	1,017.24	899.59		117.65 S	117.65 L	
TOTAL-SHORT													
TOTAL-LONG													
TOTAL-SHORT													
TOTAL-LONG													
ASSET 009158106 AIR PRODUCTS & CHEMICALS INC													
830	631	41554-00001	00000	09/08/10	04/18/12		10.000	892.92	780.60		112.32 L	112.32 L	
830	631	41575-00003	00000	09/08/10	05/09/12		12.000	1,010.55	936.72		73.83 L	73.83 L	

REPORT: TMS-TX-23
BANK 42 PNC BANK (42)
REGION 44 NEW JERSEY - UNB
OFFICE 001 PERSONAL

GAIN/LOSS FED/STE REPORT INTERNAL USE ONLY
ACCOUNT 0015095 LOWELL F JOHNSON FOUNDATION
FROM: 01/01/12 TO: 12/31/12

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TAX CODE	OR-OFF	SERIAL	SEQ	DATES		ACQUIRED	TRADE	G A I N / L O S S I N F O R M A T I O N				
				UNITS	PROCEEDS			TAX COST	FEDERAL G/L	STATE G/L		
TOTAL-LONG								22.000	1,903.47	1,717.32	186.15	186.15
ASSET 02209S103 ALTRIA GROUP INC								30.000	931.18	801.30	129.88 S	129.88 L
830	631	41541-00002	00000	09/19/11	04/04/12			31.04	26.31		4.73 S	4.73 L
830	631	41541-00002	00000	09/28/11	04/04/12			905.62	763.01		142.61 S	142.61 L
830	631	41547-00002	00000	09/28/11	04/11/12			100.77	83.44		17.33 S	17.33 L
830	792	41702-00002	00000	11/11/11	09/13/12							
TOTAL-SHORT								63.000	1,968.61	1,674.06	294.55	.00
TOTAL-LONG											.00	294.55
ASSET 025816109 AMERICAN EXPRESS CO								25.000	1,415.96	1,010.75	405.21 L	405.21 L
830	000	41680-00003	00000	08/30/10	08/22/12			1,415.96	1,010.75		405.21	405.21
TOTAL-LONG								25.000				
ASSET 03073E105 AMERISOURCEBERGEN CORP								150.000	5,689.37	4,153.50	1,535.87 L	1,535.87 L
830	000	41680-00004	00000	08/30/10	08/22/12			5,689.37	4,153.50		1,535.87	1,535.87
TOTAL-LONG								150.000				
ASSET 037411105 APACHE CORPORATION								9.000	935.04	829.71	105.33 L	105.33 L
830	631	41526-00002	00000	09/08/10	03/21/12			1,099.58	1,198.47		98.89-L	98.89-L
830	631	41582-00002	00000	09/08/10	05/16/12							
TOTAL-LONG								22.000	2,034.62	2,028.18	6.44	6.44
ASSET 046353108 ASTRAZENECA PLC SPONS ADR								3.000	141.00	155.99	14.99-L	14.99-L
830	792	41702-00003	00000	05/11/11	09/13/12			141.00	155.99		14.99-	14.99-
TOTAL-LONG								3.000				
ASSET 057224107 BAKER HUGHES INC								100.000	4,735.89	5,721.90	986.01-S	986.01-L
830	000	41680-00006	00000	11/07/11	08/22/12			4,735.89	5,721.90		986.01-	.00
TOTAL-SHORT								100.000			986.01-	.00
TOTAL-LONG											.00	986.01-
ASSET 060505104 BANK OF AMERICA CORP								217.000	1,462.90	2,916.46	1,453.56-L	1,453.56-L
830	631	41457-00001	00000	09/08/10	01/11/12							

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ASSET		060505104		(CONT'D)							
TOTAL-LONG							217.000	1,462.90	2,916.46	1,453.56-	1,453.56-
ASSET 064058100 BANK NEW YORK MELLON CORP COM											
830	631	41673-00002	00000	09/08/10	08/15/12		42.000	929.02	1,081.86	152.84-L	152.84-L
TOTAL-LONG							42.000	929.02	1,081.86	152.84-	152.84-
ASSET 071813109 BAXTER INTERNATIONAL INC											
830	000	41680-00007	00000	11/07/11	08/22/12		50.000	2,902.93	2,684.49	218.44 S	218.44 L
TOTAL-SHORT							50.000	2,902.93	2,684.49	218.44	.00
TOTAL-LONG										.00	218.44
ASSET 075887109 BECTON DICKINSON & CO											
830	631	41449-00001	00000	02/16/11	01/04/12		10.000	736.78	807.28	70.50-S	70.50-L
830	631	41449-00001	00000	09/08/10	01/04/12		2.000	147.36	139.68	7.68 L	7.68 L
830	631	41457-00002	00000	09/08/10	01/11/12		18.000	1,346.24	1,257.12	89.12 L	89.12 L
830	610	41697-00001	00000	06/02/09	09/10/12		6.000	467.35	414.52	52.83 L	52.83 L
TOTAL-SHORT							36.000	2,697.73	2,618.60	70.50-	.00
TOTAL-LONG										149.63	79.13
ASSET 099724106 BORG WARNER INC.											
830	000	41680-00010	00000	11/07/11	08/22/12		75.000	5,187.63	5,703.00	515.37-S	515.37-L
TOTAL-SHORT							75.000	5,187.63	5,703.00	515.37-	.00
TOTAL-LONG										.00	515.37-
ASSET 110122108 BRISTOL MYERS SQUIBB CO											
830	000	41680-00011	00000	11/07/11	08/22/12		150.000	4,736.89	4,689.00	47.89 S	47.89 L
830	792	41702-00004	00000	12/06/10	09/13/12		3.000	100.59	77.70	22.89 L	22.89 L
TOTAL-SHORT							153.000	4,837.48	4,766.70	47.89	.00
TOTAL-LONG										22.89	70.78
ASSET 134429109 CAMPBELL SOUP CO											
830	000	41680-00015	00000	11/07/11	08/22/12		200.000	6,925.84	6,645.94	279.90 S	279.90 L

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TAX CODE	OR-OFF ASSET	SERIAL	SEQ LOT#	D A T E S ACQUIRED	TRADE	G A I N / L O S S I N F O R M A T I O N				
						UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
830	134429109			(CONT'D)		200.000	6,925.84	6,645.94	279.90	279.90
						TOTAL-SHORT				
						TOTAL-LONG				
830	150870103	000	41680-00017	00000	12/11/09 08/22/12	150.000	6,074.86	4,853.43	1,221.43 L	1,221.43 L
						TOTAL-LONG				
830	151020104	000	41680-00018	00000	11/07/11 08/22/12	25.000	1,779.96	1,605.25	174.71 S	174.71 L
						TOTAL-SHORT				
						TOTAL-LONG				
830	156700106	792	41702-00005	00000	12/06/10 09/13/12	3.000	128.07	130.53	2.46-L	2.46-L
						TOTAL-LONG				
830	166764100	631	41484-00003	00000	09/08/10 02/08/12	9.000	959.03	698.04	260.99 L	260.99 L
						7.000	744.44	542.92	201.52 L	201.52 L
830	169656105	000	41680-00019	00000	08/30/10 08/22/12	25.000	7,425.83	3,792.75	3,633.08 L	3,633.08 L
						TOTAL-LONG				
830	172062101	792	41481-00002	00000	12/06/10 02/07/12	49.000	1,636.80	1,500.38	136.42 L	136.42 L
						TOTAL-LONG				
830	191216100	000	41680-00020	00000	11/07/11 08/22/12	50.000	1,935.95	1,692.48	243.47 S	243.47 L

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				LOT#	ACQUIRED		UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L		
ASSET 256746108													
TOTAL-SHORT							25.000	1,224.22	995.88				
TOTAL-LONG										228.34	.00	228.34	
ASSET 25746U109 DOMINION RESOURCES INC VA													
830	792	41451-00002	00000	12/06/10	01/06/12	42.000	2,161.93	1,770.71		391.22 L	391.22 L		
TOTAL-LONG							42.000	2,161.93	1,770.71	391.22		391.22	
ASSET 260003108 DOVER CORP													
830	000	41680-00029	00000	11/07/11	08/22/12	25.000	1,426.60	1,422.00		4.60 S	4.60 L		
830	000	41680-00029	00000	11/29/10	08/22/12	100.000	5,706.42	5,462.35		244.07 L	244.07 L		
TOTAL-SHORT							125.000	7,133.02	6,884.35	4.60	.00	.00	
TOTAL-LONG										244.07	248.67		
ASSET 263534109 DUPONT E I DE NEMOURS & CO													
830	000	41680-00030	00000	11/07/11	08/22/12	175.000	8,786.55	8,552.11		234.44 S	234.44 L		
TOTAL-SHORT							175.000	8,786.55	8,552.11	234.44	.00	.00	
TOTAL-LONG										.00	234.44	234.44	
ASSET 26441C204 DUKE ENERGY HOLDING CORP													
833	792	41638-00003	00000	12/06/10	07/16/12	.333	22.17	17.68		4.49 L	4.49 L		
TOTAL-LONG							.333	22.17	17.68	4.49		4.49	
ASSET 26884L109 EQT CORPORATION													
830	000	41680-00032	00000	11/07/11	08/22/12	100.000	5,590.87	6,399.00		808.13-S	808.13-L		
TOTAL-SHORT							100.000	5,590.87	6,399.00	808.13-	.00	.00	
TOTAL-LONG										.00	808.13-	808.13-	
ASSET 278058102 EATON CORP													
MERGED 11/30/12													
SEE G29183103													
830	000	41680-00034	00000	11/07/11	08/22/12	25.000	1,137.97	1,149.50		11.53-S	11.53-L		
830	000	41680-00034	00000	08/30/10	08/22/12	150.000	6,827.85	5,354.25		1,473.60 L	1,473.60 L		
830	631	41778-00003	00000	03/14/12	11/28/12	19.000	986.46	957.58		28.88 S	28.88 L		
830	631	41778-00004	00000	04/18/12	12/03/12	19.000	981.45	898.70		82.75 S	82.75 L		
830	631	41778-10004	00000	03/14/12	12/03/12	14.000	723.17	705.59		17.58 S	17.58 L		

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	ASSET	278058102	(CONT'D)	ACQUIRED	ACQUIRED	TRADE						
ASSET 278058102 (CONT'D)												
TOTAL-SHORT												
TOTAL-LONG												
ASSET 30161N101 EXELON CORPORATION												
830	792	41782-00001	00000	07/23/12	12/04/12	91.000	2,644.66	3,557.07	912.41-S	912.41-L		
830	792	41782-00001	00000	08/09/12	12/04/12	47.000	1,365.92	1,815.10	449.18-S	449.18-L		
TOTAL-SHORT												
TOTAL-LONG												
ASSET 30231G102 EXXON MOBIL CORP												
830	000	41680-00037	00000	11/07/11	08/22/12	50.000	4,364.40	3,957.50	406.90 S	406.90 L		
830	000	41680-00037	00000	01/05/07	08/22/12	49.550	4,325.12	3,622.10	703.02 L	703.02 L		
830	000	41680-00037	00000	08/30/10	08/22/12	98.000	8,554.23	5,834.92	2,719.31 L	2,719.31 L		
830	000	41680-00037	00000	05/04/09	08/22/12	141.960	12,391.41	7,572.00	4,819.41 L	4,819.41 L		
830	000	41680-00037	00000	10/15/08	08/22/12	35.490	3,097.85	1,482.75	1,615.10 L	1,615.10 L		
TOTAL-SHORT												
TOTAL-LONG												
ASSET 349882100 FOSSIL INC												
830	000	41680-00040	00000	11/07/11	08/22/12	75.000	6,561.60	7,415.25	853.65-S	853.65-L		
TOTAL-SHORT												
TOTAL-LONG												
ASSET 369550108 GENERAL DYNAMICS CORP												
830	610	41478-00001	00000	05/15/08	02/02/12	3.000	208.76	279.23	70.47-L	70.47-L		
830	610	41478-00001	00000	05/09/08	02/02/12	6.000	417.52	543.90	126.38-L	126.38-L		
830	610	41478-00001	00000	05/07/09	02/02/12	5.000	347.94	269.40	78.54 L	78.54 L		
TOTAL-SHORT												
TOTAL-LONG												
ASSET 375558103 GILEAD SCIENCES INC												
830	000	41680-00041	00000	11/07/11	08/22/12	150.000	8,477.80	6,151.20	2,326.60 S	2,326.60 L		

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TAX	CODE	OR-OFF	SERIAL	SEQ	LOT#	DATES	ACQUIRED	TRADE
		ASSET	375558103			(CONT'D)		

GAIN/LOSS INFORMATION

UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
150.000	8,477.80	6,151.20	2,326.60	.00
			2,326.60	2,326.60

ASSET 37733W105 GLAXO SMITHKLINE

ADR

830 792 41702-00007 0000 07/23/12 09/13/12

TOTAL-SHORT
TOTAL-LONG

ASSET 38 14 1G104 GOLDMAN SACHS GROUP INC

LINE	QTY	UNIT	DESCRIPTION	DATE	TIME	STATUS
830	631	41526-00004	00000	05/04/11	03/21/12	
830	631	41526-00004	00000	09/08/10	03/21/12	

TOTAL-SHORT
TOTAL-LONG

ASSET 393122106 GREEN MTN COFFEE ROASTERS INC

830	610	41515-00001	00000	11/07/11	03/12/12
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TOTAL-SHORT
TOTAL-LONG

ASSET 418056107 HASBRO INC

830	631	41464-00002	00000	06/01/11	01/19/12
830	631	41464-00002	00000	09/08/10	01/19/12
830	631	41477-00002	00000	09/08/10	02/01/12
830	631	41498-00002	00000	09/08/10	02/22/12
830	631	41498-00002	00000	08/17/11	02/22/12
830	631	41498-00002	00000	09/14/11	02/22/12

TOTAL-SHORT
TOTAL-LONG

ASSET 423074103 HEINZ H J CO

830	792	41702-00008	00000	12/06/10	09/13/12
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Case	Age	Sex	Weight (kg)	Height (cm)	Weight (kg)	Height (cm)
1	168.51		146.46	22.05	22.05	22.05

Case	Age	Sex	Weight (kg)	Height (cm)	Weight (kg)	Height (cm)
1	168.51		146.46	22.05	22.05	22.05

Case	Age	Sex	Weight (kg)	Height (cm)	Weight (kg)	Height (cm)
1	168.51		146.46	22.05	22.05	22.05

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TAX CODE OR-OFF SERIAL SEQ LOT# ACQUIRED TRADE
ASSET 481165108 (CONT'D)

G A I N / L O S S I N F O R M A T I O N

UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
100.000	5,742.87	8,997.00	3,254.13-.00	3,254.13-.00
TOTAL-SHORT				
TOTAL-LONG				

ASSET 48242W106 KBR INC

830	000	41680-00050	00000	11/07/11	08/22/12
TOTAL-SHORT					
TOTAL-LONG					

ASSET 494368103 KIMBERLY-CLARK CORP

830	792	41648-00006	00000	12/06/10	07/23/12
830	792	41667-00005	00000	12/06/10	08/09/12
TOTAL-LONG					

ASSET 518439104 LAUDER ESTEE COS INC
CL A

830	000	41680-00051	00000	11/07/11	08/22/12
TOTAL-SHORT					
TOTAL-LONG					

ASSET 532457108 LILLY ELI & CO

830	792	41702-00009	00000	02/07/12	09/13/12
830	792	41740-00002	00000	02/07/12	10/23/12
830	792	41740-00002	00000	12/06/10	10/23/12
TOTAL-SHORT					
TOTAL-LONG					

ASSET 532716107 LIMITED BRANDS INC

830	000	41680-00052	00000	11/07/11	08/22/12
TOTAL-SHORT					
TOTAL-LONG					

ASSET 539830109 LOCKHEED MARTIN CORP

830	631	41512-00004	00000	07/06/11	03/07/12
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250.000	6,784.84	6,882.50	97.66-S	97.66-L
TOTAL-SHORT				
TOTAL-LONG				
20.000	1,699.76	1,236.20	463.56 L	463.56 L
24.000	1,987.59	1,483.44	504.15 L	504.15 L
TOTAL-LONG				
44.000	3,687.35	2,719.64	967.71	967.71
TOTAL-SHORT				
TOTAL-LONG				
100.000	5,966.86	5,859.50	107.36 S	107.36 L
TOTAL-SHORT				
TOTAL-LONG				
3.000	139.89	118.53	21.36 S	21.36 L
18.000	925.86	711.18	214.68 S	214.68 L
31.000	1,594.53	1,056.17	538.36 L	538.36 L
TOTAL-SHORT				
TOTAL-LONG				
52.000	2,660.28	1,885.88	236.04	.00
TOTAL-LONG				
25.000	1,200.47	1,068.97	131.50 S	131.50 L
TOTAL-SHORT				
TOTAL-LONG				
25.000	1,200.47	1,068.97	131.50	.00
TOTAL-LONG				
10.000	878.94	812.09	66.85 S	66.85 L

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CODE	OR-OFF SERIAL	SEQ LOT#	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST
ASSET 539830109 (CONT'D)		TOTAL-SHORT		TOTAL-LONG		FEDERAL	
						G/L	
						STATE	
						G/L	
		TOTAL-SHORT		TOTAL-LONG		66.85	
						.00	
						66.85	

438.90 L
141.80-S
1,115.85 L
141.80-L
1,554.75
94.09 L
94.09
67.78-L
121.61 L
132.24 L
101.38 L
155.05 L
66.85-L
48.73-L
326.92
78.92 L
16.81 L
126.24 L
20.66 L
182.81 L

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TAX CODE	OR-OFF ASSET	SERIAL 58933Y105	SEQ (CONT'D)	DATES		ACQUIRED	TRADE	G A I N / L O S S				FEDERAL G/L	STATE G/L
								PROCEEDS	TAX COST				
				TOTAL-SHORT				69.000	3,017.66	2,592.22			
				TOTAL-LONG							346.52	.00	
											78.92	425.44	
				TOTAL									
	ASSET	637071101	NATIONAL OILWELL VARCO INC					50.000	3,883.91	3,033.00	850.91 L	850.91 L	
830	000	41680-00058	00000 11/29/10 08/22/12					50.000	3,883.91	3,033.00	850.91	850.91	
				TOTAL-LONG									
	ASSET	666807102	NORTHROP GRUMMAN CORPORATION					13.000	890.09	667.22	222.87 L	222.87 L	
830	631	41680-00002	00000 09/08/10 08/22/12					13.000	890.09	667.22	222.87	222.87	
				TOTAL-LONG									
	ASSET	67103H107	O REILLY AUTOMOTIVE INC					125.000	10,629.77	5,923.75	4,706.02 L	4,706.02 L	
830	000	41680-00059	00000 08/30/10 08/22/12					125.000	10,629.77	5,923.75	4,706.02	4,706.02	
				TOTAL-LONG									
	ASSET	68389X105	ORACLE CORP					22.000	663.91	744.38	80.47-S	80.47-L	
830	631	41512-00006	00000 04/13/11 03/07/12					9.000	271.60	293.04	21.44-S	21.44-L	
830	631	41512-00006	00000 06/29/11 03/07/12					22.000	686.16	716.32	30.16-L	30.16-L	
830	631	41666-00002	00000 06/29/11 08/08/12					6.000	187.14	144.11	43.03 L	43.03 L	
830	000	41680-00060	00000 11/07/11 08/22/12					125.000	3,951.16	4,047.50	96.34-S	96.34-L	
830	631	41792-00002	00000 09/08/10 12/12/12					26.000	828.43	624.49	203.94 L	203.94 L	
				TOTAL-SHORT				210.000	6,588.40	6,569.84	198.25-	.00	
				TOTAL-LONG							216.81	18.56	
	ASSET	693506107	PPG INDUSTRIES INC					8.000	866.15	699.52	166.63 L	166.63 L	
830	631	41652-00001	00000 02/25/11 07/25/12					3.000	349.11	262.32	86.79 L	86.79 L	
830	631	41702-00002	00000 02/25/11 09/13/12					4.000	465.49	277.56	187.93 L	187.93 L	
830	631	41702-00002	00000 09/08/10 09/13/12										
				TOTAL-LONG				15.000	1,680.75	1,239.40	441.35	441.35	
	ASSET	713448108	PEPSICO INC					9.000	566.27	589.14	22.87-L	22.87-L	
830	631	41505-00002	00000 09/08/10 02/29/12					23.000	1,472.57	1,505.58	33.01-L	33.01-L	
830	631	41519-00002	00000 09/08/10 03/14/12										

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BANK 42 PNC BANK (42)
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FROM: 01/01/12 TO: 12/31/12

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TAX CODE	OR-OFF		SERIAL		SEQ		LOT#		DATES		ACQUIRED	TRADE	G A I N / L O S S I N F O R M A T I O N				
	ASSET	713448108	(CONT'D)					UNITS	PROCEEDS	TAX COST			FEDERAL G/L	STATE G/L			
ASSET 718172109 PHILIP MORRIS INTERNAT-W/I																	
830	631	41505-00003	00000	01/25/12	02/29/12			32.000	2,038.84	2,094.72	55.88-	55.88-					
830	631	41505-00003	00000	09/08/10	02/29/12			6.000	502.01	447.12	54.89 S	54.89 L					
830	631	41505-00003	00000	09/08/10	02/29/12			1.000	83.67	53.72	29.95 L	29.95 L					
830	792	41550-00001	00000	12/06/10	04/16/12			10.000	867.41	583.00	284.41 L	284.41 L					
830	631	41590-00004	00000	09/08/10	05/23/12			6.000	505.38	322.32	183.06 L	183.06 L					
830	792	41648-00007	00000	12/06/10	07/23/12			39.000	3,428.28	2,273.70	1,154.58 L	1,154.58 L					
830	000	41680-00061	00000	11/07/11	08/22/12			25.000	2,275.94	1,745.25	530.69 S	530.69 L					
TOTAL-SHORT									7,662.69	5,425.11	585.58	.00					
TOTAL-LONG											1,652.00	2,237.58					
ASSET 718546104 PHILLIPS 66																	
830	792	41570-00002	00000	12/06/10	05/04/12			33.000	1,017.12	1,013.87	3.25 L	3.25 L					
TOTAL-LONG									1,017.12	1,013.87	3.25	3.25					
ASSET 731068102 POLARIS INDS INC																	
830	000	41680-00062	00000	11/07/11	08/22/12			50.000	3,798.41	3,261.34	537.07 S	537.07 L					
TOTAL-SHORT									3,798.41	3,261.34	537.07	.00					
TOTAL-LONG											.00	537.07					
ASSET 73755L107 POTASH CORP SASKATCHEWAN INC																	
830	000	41680-00063	00000	11/07/11	08/22/12			150.000	6,310.35	7,268.00	957.65-S	957.65-L					
TOTAL-SHORT									6,310.35	7,268.00	957.65-	.00					
TOTAL-LONG											.00	957.65-					
ASSET 742718109 PROCTER & GAMBLE CO																	
830	792	41550-00002	00000	12/06/10	04/16/12			12.000	795.32	745.56	49.76 L	49.76 L					
TOTAL-LONG									795.32	745.56	49.76	49.76					
ASSET 74460D109 PUBLIC STORAGE REITS																	
830	000	41680-00064	00000	08/30/10	08/22/12			50.000	7,093.84	4,920.00	2,173.84 L	2,173.84 L					

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TAX CODE	OR-OFF SERIAL	SEQ LOT#	DATES ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	G A I N / L O S S	I N F O R M A T I O N FEDERAL G/L	STATE G/L
ASSET	74460D109	(CONT'D)								
		TOTAL-LONG			50.000	7,093.84	4,920.00		2,173.84	2,173.84
ASSET	747525103	QUALCOMM								
830	000	41680-00065	00000	11/07/11	08/22/12	100.000	6,188.86	5,651.91	536.95 S	536.95 L
		TOTAL-SHORT			100.000	6,188.86	5,651.91		536.95	.00
		TOTAL-LONG							.00	536.95
ASSET	756577102	RED HAT INC								
830	000	41680-00066	00000	11/07/11	08/22/12	50.000	2,900.44	2,524.00	376.44 S	376.44 L
		TOTAL-SHORT			50.000	2,900.44	2,524.00		376.44	.00
		TOTAL-LONG							.00	376.44
ASSET	761713106	REYNOLDS AMERICAN INC								
830	792	41702-00012	00000	12/06/10	09/13/12	3.000	131.58	98.55	33.03 L	33.03 L
		TOTAL-LONG			3.000	131.58	98.55		33.03	33.03
ASSET	82481R106	SHIRE PLC								
		SPONSORED ADR								
830	000	41680-00069	00000	11/07/11	08/22/12	25.000	2,293.94	2,403.75	109.81-S	109.81-L
		TOTAL-SHORT			25.000	2,293.94	2,403.75		109.81-	.00
		TOTAL-LONG							.00	109.81-
ASSET	854502101	STANLEY BLACK & DECKER INC								
830	631	41464-00003	00000	09/07/11	01/19/12	6.000	429.58	354.17	75.41 S	75.41 L
830	631	41464-00003	00000	09/08/10	01/19/12	6.000	429.58	350.16	79.42 L	79.42 L
		TOTAL-SHORT			12.000	859.16	704.33		75.41	.00
		TOTAL-LONG							79.42	154.83
ASSET	87612E106	TARGET CORP								
830	631	41603-00007	00000	01/12/11	06/06/12	16.000	920.01	884.98	35.03 L	35.03 L
830	631	41702-00004	00000	01/12/11	09/13/12	13.000	835.10	719.05	116.05 L	116.05 L

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TAX CODE	OR-OFF ASSET	SERIAL	SEQ LOT#	DATES		ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
ASSET 87612E106		(CONT'D)										
TOTAL-LONG												
ASSET 879382208 TELEFONICA S A												
SPONSORED ADR												
830	792	41584-00001	00000	03/04/11	05/18/12			30.000	375.32	758.16	382.84-L	382.84-L
830	792	41584-00001	00000	05/11/11	05/18/12			69.000	863.22	1,691.49	828.27-L	828.27-L
830	792	41584-00001	00000	06/13/11	05/18/12			40.000	500.42	929.32	428.90-S	428.90-L
830	792	41584-00001	00000	12/06/10	05/18/12			72.000	900.76	1,625.52	724.76-L	724.76-L
TOTAL-SHORT								211.000	2,639.72	5,004.49	428.90-	.00
TOTAL-LONG										1,935.87-	2,364.77-	
ASSET 886547108 TIFFANY & CO NEW												
830	000	41680-00073	00000	08/30/10	08/22/12			75.000	4,369.40	3,036.75	1,332.65 L	1,332.65 L
TOTAL-LONG								75.000	4,369.40	3,036.75	1,332.65	1,332.65
ASSET 904767704 UNILEVER PLC W/I												
SPONSORED ADR												
830	792	41740-00006	00000	12/06/10	10/23/12			61.000	2,196.55	1,786.07	410.48 L	410.48 L
TOTAL-LONG								61.000	2,196.55	1,786.07	410.48	410.48
ASSET 912828GN4 USA TREASURY NOTES												
TREASURY INFLATION PROTECTN SECS												
02.000% DUE 04/15/2012												
829	000	41548-00001	00000	05/07/09	04/16/12			10,000.000	11,193.00	10,726.65	466.35 L	466.35 L
TOTAL-LONG								10,000.000	11,193.00	10,726.65	466.35	466.35
ASSET 913017109 UNITED TECHNOLOGIES CORP												
830	631	41705-00002	00000	12/15/10	09/18/12			11.000	898.50	868.56	29.94 L	29.94 L
830	631	41705-00002	00000	09/08/10	09/18/12			2.000	163.36	137.08	26.28 L	26.28 L
TOTAL-LONG								13.000	1,061.86	1,005.64	56.22	56.22
ASSET 91324P102 UNITEDHEALTH GROUP INC												
830	000	41680-00074	00000	11/29/10	08/22/12			25.000	1,345.71	891.50	454.21 L	454.21 L

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TAX CODE	OR-OFF	SERIAL	SEQ	LOT#	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
ASSET 91324P102 (CONT'D)											
TOTAL-LONG							25.000	1,345.71	891.50	454.21	454.21
ASSET 913903100 UNIVERSAL HEALTH SERVICES INC											
CLASS B							100.000	4,008.91	4,173.00	164.09-S	164.09-L
830	000	41680-00075	00000	11/07/11	08/22/12	100.000	4,008.91	4,173.00	164.09-.00	164.09-.00	164.09-
TOTAL-SHORT											
TOTAL-LONG											
ASSET 92276F100 VENTAS INC											
830	792	41667-00007	00000	04/16/12	08/09/12	30.000	1,914.46	1,685.63	228.83 S	228.83 L	228.83 L
TOTAL-SHORT							30.000	1,914.46	1,685.63	228.83.00	228.83.00
TOTAL-LONG											
ASSET 92343V104 VERIZON COMMUNICATIONS INC											
830	000	41680-00076	00000	11/07/11	08/22/12	25.000	1,064.72	929.75	134.97 S	134.97 L	134.97 L
830	792	41702-00013	00000	12/06/10	09/13/12	3.000	135.87	98.73	37.14 L	37.14 L	37.14 L
TOTAL-SHORT							28.000	1,200.59	1,028.48	134.9737.14	.00172.11
TOTAL-LONG											
ASSET 92553P201 VIACOM INC CLASS B WI											
830	631	41666-00003	00000	06/01/11	08/08/12	17.000	835.25	863.99	28.74-L	28.74-L	28.74-L
TOTAL-LONG							17.000	835.25	863.99	28.74-	28.74-
ASSET 92826C839 VISA INC											
CLASS A SHARES							25.000	3,189.17	1,674.00	1,515.17 L	1,515.17 L
830	000	41680-00077	00000	05/04/09	08/22/12	25.000	3,189.17	1,674.00	1,515.17	1,515.17	1,515.17
TOTAL-LONG											
ASSET 92857W209 VODAFONE GROUP PLC											
SPONSORED ADR NEW							3.000	85.86	89.18	3.32-S	3.32-L
830	792	41702-00014	00000	08/09/12	09/13/12	29.000	742.19	830.56	88.37-S	88.37-L	88.37-L
830	631	41785-00012	00000	09/13/12	12/05/12	4.000	102.37	108.27	5.90-S	5.90-L	5.90-L

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TAX CODE	OR-OFF ASSET	SERIAL	DATES		ACQUIRED	TRADE	G A I N / L O S S I N F O R M A T I O N																
			SEQ (CONT'D)	LOT#			UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L												
830	ASSET 92857W209	610	41477-00001	00000	08/05/05	02/01/12	TOTAL-SHORT	36.000	930.42	1,028.01													
							TOTAL-LONG					97.59-.00	97.59-.00										
830	ASSET 931422109 WALGREEN CO	610	41477-00001	00000	08/05/05	02/01/12	TOTAL-SHORT	17.000	563.41	805.12	241.71-L	241.71-L											
							TOTAL-LONG	17.000	563.41	805.12	241.71-	241.71-											
830	ASSET 959802109 WESTERN UNION CO - W/I	631	41715-00012	00000	01/25/12	09/26/12	TOTAL-SHORT	33.000	608.12	633.60	25.48-S	25.48-L											
							TOTAL-LONG	20.000	368.55	376.40	7.85-S	7.85-L											
								53.000	976.67	1,010.00	33.33-.00	33.33-.00											
830	ASSET 966837106 WHOLE FOODS MKT INC	000	41680-00078	00000	11/07/11	08/22/12	TOTAL-SHORT	25.000	2,418.19	1,719.72	698.47 S	698.47 L											
							TOTAL-LONG	25.000	2,418.19	1,719.72	698.47.00	698.47											
830	ASSET 97381W104 WINDSTREAM CORP W/I	792	41702-00015	00000	12/06/10	09/13/12	TOTAL-SHORT	3.000	32.04	40.44	8.40-L	8.40-L											
							TOTAL-LONG	3.000	32.04	40.44	8.40-	8.40-											
830	ASSET 98310W108 WYNDHAM WORLDWIDE CORP	000	41680-00079	00000	11/29/10	08/22/12	TOTAL-SHORT	75.000	3,800.16	2,137.17	1,662.99 L	1,662.99 L											
							TOTAL-LONG	75.000	3,800.16	2,137.17	1,662.99	1,662.99											
	STATE	LISTED SALES-TOTAL	LONG	19,221.690	422,257.93	380,330.67	.00	41,927.26	.00	.00	.00												
												FEDERAL	LISTED SALES-TOTAL	SHORT	LONG	3,607.856	15,613.834	168,116.14	212,214.53	931.51	40,995.75	3,546.56 L	3,546.56 L
GRAND TOTAL -SHORT	422,257.93	380,330.67	931.51	40,995.75	3,546.56 L	3,546.56 L																	

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G A I N / L O S S I N F O R M A T I O N			
TAX	CODE	OR-OFF	STATE
-----	-----	-----	-----
DATE	SEQ	LOT#	ACQUIRED
-----	-----	-----	-----
TRADE	-----	-----	-----
-----	-----	-----	-----
UNITS	PROCEEDS	TAX COST	FEDERAL
-----	-----	-----	-----
-----	-----	-----	G/L
-----	-----	-----	-----
			44,542.31
			41,927.26
			.00 S
			.00 M
			.00 L

CARRYOVER (CURRENT)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

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

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE LOWELL F. JOHNSON FOUNDATION C/O PNC BANK, N. A. - CO-TRUSTEE	Employer identification number (EIN) or 52-1776774
	Number, street, and room or suite no. If a P.O. box, see instructions 1600 MARKET STREET - TAX DEPT.	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19103-7240	

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

04

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

PNC BANK, N. A. - TAX DEPARTMENT

- The books are in the care of ► **1600 MARKET STREET - PHILADELPHIA, PA 19103-7240**
Telephone No. ► **(215) 585-5597** FAX No. ► **866-630-3428**

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,009.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,120.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)