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

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

Name of foundation: THE ARTHUR FAMILY FOUNDATION

A Employer identification number: 52-2055210

Number and street (or P O box number if mail is not delivered to street address): 3204 GREENBRIAR LANE Room/suite:

B Telephone number (see the instructions): (302) 428-8638

City or town: WEST GROVE State: PA ZIP code: 19390

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ▶ $ 375,302.

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

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ▶ ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	654.	654.	654.	
	4 Dividends and interest from securities	15,668.	15,668.	15,668.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-2,669.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 76,855.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	13,653.	16,322.	16,322.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	1,520.	1,520.	1,520.	
	c Other prof fees (attach sch) L-16c Stmt	5,387.	5,387.	5,387.	
	17 Interest				
	18 Taxes (attach schedule)(see instrs) FOREIGN TAXES	908.	908.	908.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	7,815.	7,815.	7,815.	
	25 Contributions, gifts, grants paid	16,850.			16,850.
	26 **Total expenses and disbursements.** Add lines 24 and 25	24,665.	7,815.	7,815.	16,850.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-11,012.			
	b Net investment income (if negative, enter -0-)		8,507.		
	c Adjusted net income (if negative, enter -0-)			8,507.	

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	12,509.	13,197.	13,197.
	3 Accounts receivable ►			
	Less· allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	386,168.	375,139.	351,119.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	11,335.	10,664.	10,986.
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment· basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	410,012.	399,000.	375,302.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► X and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	410,012.	399,000.	
	30 **Total net assets or fund balances** (see instructions)	410,012.	399,000.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	410,012.	399,000.	

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	410,012.
2	Enter amount from Part I, line 27a	2	-11,012.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	399,000.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)– Part II, column (b), line 30	6	399,000.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	FHLMC REMIC RETURN OF PRINCIPAL	P	Various	11/15/12
b	FHLMC REMIC RETURN OF PRINCIPAL	P	Various	12/15/12
c	SEE ATTACHED SCHEDULE - WELLS FARGO #0427 SHORT TERM	P	Various	Various
d	SEE ATTACHED SCHEDULE - WELLS FARGO #0427 LONG TERM	P	Various	Various
e	See Columns (a) thru (d)			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	207.		207.	0.
b	464.		464.	0.
c	2,478.		1,781.	697.
d	39,737.		44,548.	-4,811.
e	See Columns (e) thru (h)		32,524.	1,445.

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				0.
b				0.
c	0.	0.	0.	697.
d				-4,811.
e	See Columns (i) thru (l)	0.	0.	1,445.

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	-2,669.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	-2,669.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011			
2010			
2009			
2008			
2007			

2	**Total** of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period— divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [X] and enter 'N/A' on line 1		
	Date of ruling or determination letter 12/05/97 (attach copy of letter if necessary – see instrs)		N/A
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [ ] and enter 1% of Part I, line 27b	1	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	
6	Credits/Payments		
a	2012 estimated tax pmts and 2011 overpayment credited to 2012 — 6 a		
b	Exempt foreign organizations – tax withheld at source — 6 b		
c	Tax paid with application for extension of time to file (Form 8868) — 6 c		
d	Backup withholding erroneously withheld — 6 d		
7	Total credits and payments. Add lines 6a through 6d	7	
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	0.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ | **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ► N/A

14 The books are in care of ► WELLS FARGO SECURITIES Telephone no. ► (302) 428-8600

Located at ► 3801 KENNETT PIKE, GREENVILLE, DE ZIP + 4 ► 19807

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 |

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

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

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

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

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

5 a 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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	[ ] Yes [X] 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 [X] 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)?		**5 b**	
Organizations relying on a current notice regarding disaster assistance check here ► [ ]			
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	[ ] Yes [ ] No		
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)			
6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6 b**	X
If 'Yes' to 6b, file Form 8870			
7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?		**7 b**	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
A. DOROTHY ARTHUR WEST GROVE PA 19390	TRUSTEE 1.00	0.	0.	0.
DONALD C. DEWEES GREENVILLE DE 19807	TRUSTEE 1.00	0.	0.	0.
CICILIA DUGAN GREENVILLE DE 19807	TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► None

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

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

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

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	356,570.
b	Average of monthly cash balances	1b	12,853.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	369,423.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	369,423.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	5,541.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	363,882.
6	**Minimum investment return** Enter 5% of line 5	6	18,194.

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	18,194.
2a	Tax on investment income for 2012 from Part VI, line 5	2a		
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	
3	Distributable amount before adjustments Subtract line 2c from line 1		3	18,194.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	18,194.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	18,194.

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	16,850.
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	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	16,850.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	16,850.

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				18,194.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			18,796.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007 — 0.				
b From 2008 — 0.				
c From 2009 — 0.				
d From 2010 — 0.				
e From 2011 — 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 16,850.				
a Applied to 2011, but not more than line 2a			16,850.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount — see instructions			1,946.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				18,194.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2008 — 0.				
b Excess from 2009 — 0.				
c Excess from 2010 — 0.				
d Excess from 2011 — 0.				
e Excess from 2012 — 0.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

A. DOROTHY ARTHUR, TRUSTEE

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

N/A

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

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

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

A. DOROTHY ARTHUR
3204 GREENBRIAR LANE
WEST GROVE PA 19390 (610) 869-9043

b The form in which applications should be submitted and information and materials they should include

WRITTEN

c Any submission deadlines:

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

NONE

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				
SACRED HEART CHURCH 203 CHURCH ROAD OXFORD PA 19363		NON PROFIT	RELIGIOUS ACTIVITIES	2,300.
ST ANTHONY OF PADUA CHURCH 9TH & SCOTT STREET WILMINGTON DE 19805		NON PROFIT	RELIGIOUS ACTIVITIES	1,000.
NATIONAL SHRINE OF ST. JUDE 205 WEST MONROE STREET CHICAGO IL 60606		NON PROFIT	RELIGIOUS ACTIVITIES	300.
ST. LABRE INDIAN SCHOOL 1000 TONGUE RIVER ROAD ASHLAND MT 59004		NON PROFIT	RELIGIOUS EDUCATION	100.
OBLATES OF ST. FRANCIS DE SALES P.O. BOX 87 CHILDS MD 21916		NON PROFIT	RELIGIOUS ACTIVITIES	300.
PADUA ACADEMY 905 NORTH BROOM STREET WILMINGTON DE 19806		NON PROFIT	RELIGIOUS ACTIVITIES	1,000.
RED CLOUD INDIAN SCHOOL 100 MISSION DRIVE PINE RIDGE SD 57770		NON PROFIT	RELIGIOUS ACTIVITIES	200.
ST. CHARLES BORROMES SEMINARY 100 EAST WYNNEWOOD ROAD WYNNEWOOD PA 19096		NON PROFIT	RELIGIOUS ACTIVITIES	75.
SAINT SCHOLASSTICA ACADEMY 7416 NORTH RIDGE BLVD. CHICAGO IL 60645		NON PROFIT	RELIGIOUS ACTIVITIES	2,000.
See Line 3a statement				9,575.
Total			► 3a	16,850.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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					654.
4 Dividends and interest from securities					15,668.
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					-2,669.
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)					13,653.

13 Total. Add line 12, columns (b), (d), and (e) 13 13,653.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
3	THE INTEREST,DIVIDEND AND CAPITAL GAIN INCOME ALLOWS THE CORPORATION
4	TO ACHEIVE IT'S GOAL OF PROVIDING FINANCIAL SUPPORT TO RELIGIOUS
8	ORGANIZATIONS AFFILIATED WITH THE ROMAN CATHOLIC CHURCH AND OTHER
	CHARITABLE ORGANIZATIONS.

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

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

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

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

2 a 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

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

A. Dorothy Arthur | Oct 25 13

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
CHARLES R. BURRIS CPA	CRB	10/22/13		P00015127
Firm's name ▶ CHARLES R. BURRIS CPA, P.A.			Firm's EIN ▶ 51-0404921	
Firm's address ▶ P.O. BOX 9056 NEWARK DE 19714-9056			Phone no (302) 369-3320	

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE ARTHUR FAMILY FOUNDATION	Employer identification number (EIN) or 52-2055210
	Number, street, and room or suite number If a P O box, see instructions 3204 GREENBRIAR LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions WEST GROVE PA 19390	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

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

- The books are in the care of ► ____________

  Telephone No. ► ____________ FAX No ► ____________

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Aug 15 , 20 13 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.
► [X] calendar year 20 12 or
► [ ] tax year beginning ________ , 20 ___, and ending ________ , 20 ___.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 0.
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**	$ 0.
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.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE ARTHUR FAMILY FOUNDATION	Employer identification number (EIN) or 52-2055210
File by the extended due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions 3204 GREENBRIAR LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions WEST GROVE PA 19390	

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-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ► WELLS FARGO SECURITIES
  Telephone No. ► (302) 428-8600 FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ► [ ] If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until Nov 15, 20 13.

5 For calendar year 2012, or other tax year beginning ______, 20 __, and ending ______, 20 __

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension INFORMATION REQUIRED FOR THE ACCURATE COMPLETION OF THIS TAX RETURN IS UNAVAILABLE AT THIS TIME.

8a 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	8a	$ 0.
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 and any amount paid previously with Form 8868	8b	$ 0.
c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► Title ► CPA Date ► 08/09/13

Form 990-PF Part I, Line 6a	Net Gain or Loss From Sale of Assets	2012

Name: THE ARTHUR FAMILY FOUNDATION

Employer Identification Number: 52-2055210

Asset Information:

Description of Property: FHLMC REMIC RETURN OF PRINCIPAL
Date Acquired: Various — How Acquired: Purchased
Date Sold: 11/15/12 — Name of Buyer:
Sales Price: 207. — Cost or other basis (do not reduce by depreciation): 207.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): 0. — Accumulation Depreciation:

Description of Property: FHLMC REMIC RETURN OF PRINCIPAL
Date Acquired: Various — How Acquired: Purchased
Date Sold: 12/15/12 — Name of Buyer:
Sales Price: 464. — Cost or other basis (do not reduce by depreciation): 464.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): 0. — Accumulation Depreciation:

Description of Property: SEE ATTACHED SCHEDULE - WELLS FARGO #0427
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 2,478. — Cost or other basis (do not reduce by depreciation): 1,781.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): 697. — Accumulation Depreciation:

Description of Property: SEE ATTACHED SCHEDULE - WELLS FARGO #0427
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 39,737. — Cost or other basis (do not reduce by depreciation): 44,548.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): -4,811. — Accumulation Depreciation:

Description of Property: SEE ATTACHED SCHEDULE - WELLS FARGO # 0429
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 13,487. — Cost or other basis (do not reduce by depreciation): 13,717.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): -230. — Accumulation Depreciation:

Description of Property: SEE ATTACHED SCHEDULE - WELLS FARGO #0429
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 15,761. — Cost or other basis (do not reduce by depreciation): 14,767.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): 994. — Accumulation Depreciation:

Description of Property: SEE ATTACHED SCHEDULE - WELLS FARGO #0429
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 4,721. — Cost or other basis (do not reduce by depreciation): 4,040.
Sales Expense: — Valuation Method: Cost
Total Gain (Loss): 681. — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
SEE ATTACHED SCHEDULE - WELLS FARGO #0429 SHORT TERM	P	Various	Various
SEE ATTACHED SCHEDULE - WELLS FARGO #0429 LONG TERM	P	Various	Various
SEE ATTACHED SCHEDULE - WELLS FARGO #0429 LONG TERM	P	Various	Various

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13,487.		13,717.	-230.
15,761.		14,767.	994.
4,721.		4,040.	681.
Total		32,524.	1,445.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) **or** losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			-230.
0.	0.	0.	994.
0.	0.	0.	681.
Total	0.	0.	1,445.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a *Paid during the year*				
NOME RADIO MISSION P.O. BOX 985 NOME AK 99762		NON PROFI	RELIGIOUS ACTIVITIES	Person or [ ] Business [X] 2,400.

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

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox / Amount
a Paid during the year				
DOMINION SISTERS OF MARY MOTHER OF EUCH 4597 WARREN ROAD ANN ARBOUR MI 48105		NON PROFI	RELIGIOUS ACTIVITIES	Person or Business X 2,100.
MISSIONARY SOCIETY OF ST. PAUL P.O. BOX 300145 HOUSTON TX 77230-0145		NON PROFI	RELIGIOUS ACTIVITIES	Person or Business X 100.
BISHOP GASSIS SUDAN RELIEF FUND P.O. BOX 7084 MERRIFIELD VA 22116-9798		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 500.
MALVERN RETREAT HOUSE 315 SOUTH WARREN AVE MALVERN PA 19355		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 200.
CATHOLIC MEDICAL MISSION BOARD 10 WEST 17TH STREET NEW YORK NY 10011		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 250.
ANNUAL CATHOLIC APPEAL PO BOX 2030 WILMINGTON DE 19899		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 1,000.
CATHOLIC BISHOPS OF NORTHERN ALSAKA 1316 PEGER ROAD FAIRBANKS AK 99709		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 200.
ST. ANTHONY IN THE HILLS LANCASTER PIKE TOUGHKENAMON PA 19374		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 1,000.
MARIST BROTHERS 1241 KENNEDY BLVD. BAYONNE NJ 07002		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 250.
DIVINE WORD MISSIONARIES 1835 WAUKEGAN ROAD TECHNY IL 60305		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 200.
MISSIONARY SOCIETY OF ST. PAUL P.O. BOX 300145 HOUSTON TX 77230		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 375.
DOMINICAN UNIVERSITY 7900 WEST DIVISION STREET RIVER FOREST IL 60305		NON PROFI	CHARITABLE ACTIVITIES	Person or Business X 1,000.
Total				9,575.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHARLES R. BURRIS CP	TAX PREPARATION	1,100.	1,100.	1,100.	
MICHAEL J. GOODNICK	LEGAL SERVICES	420.	420.	420.	
Total		1,520.	1,520.	1,520.	

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WELLS FARGO	INVESTMENT FEES	5,387.	5,387.	5,387.	
Total		5,387.	5,387.	5,387.	

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

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO #0427	236,167.	199,349.
WELLS FARGO #0429	138,972.	151,770.
Total	375,139.	351,119.

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

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO #0425	10,664.	10,986.
Total	10,664.	10,986.

Account Number 8360-0427
THE ARTHUR FAMILY FOUNDATION
(BRAN-GL)

Realized Gain/Loss

Realized Gain/Loss Detail

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
NEWS CORP INC-CL A							
CUSIP 65248E104	25 00000	15 4565	10/03/11	06/29/12	552 75	386.42	166 33
	25 00000	15 4565	10/03/11	08/17/12	582 26	386.42	195.84
	25 00000	15.4565	10/03/11	09/07/12	610.81	386 42	224 39
Subtotal	**75.00000**				**1,745.82**	**1,159.26**	**586.56**
PEPSICO INCORPORATED							
CUSIP 713448108	10.00000	62 1875	08/19/11	08/17/12	732.72	621 88	110 84
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**$2,478.54**	**$1,781.14**	**$697.40**

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
AT & T INC							
CUSIP 00206R102	30 00000	19 6123	10/28/05	05/04/12	986 64	588 95	397 69
	14 00000	19 6123	10/28/05	05/10/12	462 53	274 84	187 69
	21 00000	29 1560	09/17/08	05/10/12	693.81	612 28	81.53
	24 00000	29 1560	09/17/08	05/11/12	809 19	699 74	109 45
	20 00000	24 4200	05/20/09	05/11/12	674 34	488 40	185.94
Subtotal	**109.00000**				**3,626.51**	**2,664.21**	**962 30**
BB&T CORP							
CUSIP 054937107	50 00000	27 9563	08/27/08	04/20/12	1,573 73	1,397 82	175.91
CHEVRON CORPORATION							
CUSIP 166764100	5.00000	73 9999	03/16/10	02/16/12	532.45	370.00	162 45
	25 00000	73 9999	03/16/10	06/13/12	2 520 74	1,850 00	670 74
Subtotal	**30.00000**				**3,053.19**	**2,220.00**	**833.19**
GENERAL ELECTRIC COMPANY							
CUSIP 369604103	45 00000	20 6073	10/08/08	08/27/12	938 45	927 34	11 11

Account Number. 8360-0427
THE ARTHUR FAMILY FOUNDATION
(BRAN-GL)

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES *Continued*

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	5 00000	20 6073	10/08/08	09/14/12	110 40	103 03	7.37
	45 00000	15 8109	11/18/08	09/14/12	993 64	711 49	282 15
	5 00000	15 2837	08/19/10	09/14/12	110 41	76 42	33.99
	40 00000	15 2837	08/19/10	09/27/12	888 77	611.35	277 42
	55 00000	16 0000	09/10/10	09/27/12	1,222 07	880 00	342 07
Subtotal	**195.00000**				**4,263.74**	**3,309.63**	**954.11**
INTEL CORP CUSIP 458140100	20 00000	14 3293	12/11/08	04/13/12	565 76	286 59	279 17
J SAINSBURY PLC ADR (NEW) CUSIP 466249208	40 00000	20 2807	07/09/09	12/17/12	900 13	811 23	88 90
KEYCORP NEW CUSIP 493267108	95 00000	11 7500	06/12/08	08/20/12	793 06	1,116 25	-323 19
LOWES COMPANIES INC CUSIP 548661107	30 00000	20 8159	08/03/10	01/25/12	810 92	624 48	186.44
	100 00000	20 8159	08/03/10	02/06/12	2,720.53	2 081 59	638 94
Subtotal	**130.00000**				**3,531.45**	**2,706.07**	**825.38**
MARSH AND MC LENNAN COMPANIES INC CUSIP 571748102	25 00000	22 7596	11/24/09	05/03/12	854 81	568.99	285.82
	10 00000	22 0000	12/23/09	05/03/12	341.93	220.00	121 93
	40 00000	22 0000	12/23/09	07/03/12	1 295 37	880 00	415.37
	15 00000	21 8631	01/13/10	07/03/12	485 77	327 95	157 82
	10 00000	21 8631	01/13/10	07/03/12	323 85	218 63	105.22
Subtotal	**100.00000**				**3,301.73**	**2,215.57**	**1,086.16**
MERCK & CO INC NEW CUSIP 58933Y105	20 00000	19 1988	09/03/08	07/13/12	861 29	383 83	477 46

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2012 ENHANCED SUMMARY

Account Number 8360-0427
THE ARTHUR FAMILY FOUNDATION
(BRAN-GL)

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES *Continued*

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
MICROSOFT CORP CUSIP 594918104	45 00000	19 7842	11/13/08	02/21/12	1,409.43	890 29	519 14
	10.00000	19 7842	11/13/08	03/06/12	315.61	197 84	117 77
	10.00000	18 7286	04/20/09	03/06/12	315.62	187 29	128 33
Subtotal	**65.00000**				**2,040.66**	**1,275.42**	**765.24**
MIZUHO FINANCIAL GRP ADR CUSIP 60687Y109	155 00000	12 4948	05/07/07	01/11/12	431 78	1,936 69	-1,504 91
	295.00000	11 0650	09/19/07	01/11/12	821.79	3,264.18	-2,442 39
	190.00000	3 1999	07/15/10	01/11/12	529 30	607 98	-78.68
Subtotal	**640.00000**				**1,782.87**	**5,808.85**	**-4,025.98**
NISSAN MTR LTD SPONS-ADR CUSIP 654744408	100 00000	15.0491	05/24/10	02/15/12	1,989 08	1,504.91	484 17
OI S A SPONSORED ADR CUSIP 670851104	0 60850	12 6393	07/11/07	04/12/12	3 67	7 69	-4 02
	23 00000	16.7250	11/24/09	07/24/12	121 89	384 67	-262 78
	21 00000	12 6393	07/11/07	07/24/12	111 30	265 43	-154 13
Subtotal	**44.60850**				**236.86**	**657.79**	**-420 93**
OI S A SPONSORED ADR REPSTG PFD CUSIP 670851203	0.83766	29.6932	07/11/07	04/19/12	12 69	24 87	-12 18
	120.00000	10 4383	11/24/09	10/09/12	489 58	1,252 60	-763 02
	219 00000	9 8978	07/11/07	10/09/12	893 50	2,167 61	-1,274 11
Subtotal	**339.83766**				**1,395.77**	**3,445.08**	**-2,049.31**
PNC FINANCIAL SERVICES GROUP CUSIP 693475105	3 26923	700 9652	08/29/07	04/27/12	218 50	2,248 44	-2,029 94

Account Number 8360-0427
THE ARTHUR FAMILY FOUNDATION
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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES *Continued*

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	5 00000	632 7958	10/31/07	04/27/12	334 19	3,104 37	-2,770.18
	1 73077	147.3290	05/30/08	04/27/12	115 69	250.19	-134.50
Subtotal	**10.00000**				**668.38**	**5,603.00**	**-4,934.62**
SEVEN & I HOLDINGS ADR CUSIP 81783H105	10.00000	47 3472	09/29/10	02/14/12	562 05	473.48	88 57
	30 00000	47 3472	09/29/10	06/07/12	1,794 98	1,420.41	374.57
	20.00000	47 3472	09/29/10	08/02/12	1.288 33	946.94	341.39
Subtotal	**60.00000**				**3,645.36**	**2,840.83**	**804.53**
SONY CORP ADR NEW CUSIP 835699307	20 00000	26 9919	08/27/09	03/09/12	418 98	539 84	-120 86
	20.00000	28 2043	06/17/10	03/09/12	418 98	564 09	-145 11
Subtotal	**40.00000**				**837.96**	**1,103.93**	**-265.97**
STMICROELECTRONICS N V SHS N Y REGISTRY CUSIP 861012102	120 00000	14 1613	05/11/05	11/29/12	741 23	1 699 36	-958 13
SUPERVALU INC CUSIP 868536103	30 00000	30 8808	04/09/08	10/23/12	86 70	926 42	-839 72
	14 00000	29 2300	06/05/06	10/23/12	40 45	409 22	-368 77
Subtotal	**44.00000**				**127 15**	**1,335.64**	**-1,208.49**
VALERO ENERGY CORP NEW (VALERO REFNG & MKTING) CUSIP 91913Y100	30 00000	18 8368	08/06/09	08/27/12	906 93	565 11	341 82
	20 00000	18 8368	08/06/09	09/05/12	627 62	376 73	250 89
	25.00000	18 4553	09/01/09	12/10/12	809 47	461 38	348 09
	45.00000	16 8573	11/17/09	12/10/12	1,457 07	758 58	698 49
Subtotal	**120.00000**				**3,801.09**	**2,161.80**	**1,639.29**
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**$39.737.00**	**$44,547 81**	**-$4,810.81**

WELLS FARGO

Account Number 8360-0429
THE ARTHUR FAMILY FOUNDATION
(FED)

Realized Gain/Loss

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a Tax Advisor as to any additional reporting requirements or adjustments. THIS INFORMATION IS NOT VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security
- Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

REALIZED GAIN/LOSS SUMMARY	COVERED SECURITIES	NONCOVERED SECURITIES	TOTAL
Short term	-$230.04	$0.00	-$230.04
Long term	$993.88	$681.18	$1,675.06
Unknown term	Not applicable	$0.00	$0.00
Index options	Not applicable	$0.00	$0.00
Total - Realized Gain/Loss	$763.84	$681.18	$1,445.02

Realized Gain/Loss Detail

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
CINCINNATI FINCL CORP CUSIP 172062101	43 00000	32 5466	03/25/11	02/08/12	1,436 23	1,399 50	36 73
CONSOLIDATED EDISON INC CUSIP 209115104	41.00000	50 1000	03/25/11	01/06/12	2,427 56	2,054 10	373 46
DOMINION RES INC VA NEW CUSIP 25746U109	37 00000	44 6353	03/25/11	01/06/12	1,901 05	1,651 50	249 55

Account Number. 8360-0429
THE ARTHUR FAMILY FOUNDATION
(FED)

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Continued

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
DUKE ENERGY CORP COM NEW CUSIP 26441C204	0 33333	0 0000	07/03/12	07/03/12	23 09	0 01	23 08
EXELON CORPORATION CUSIP 30161N101	80 00000	39 0754	07/24/12	12/05/12	2,355 80	3,126 03	-770.23
	42 00000	38 7044	08/10/12	12/05/12	1,236 80	1,625 58	-388 78
Subtotal	**122.00000**				**3,592.60**	**4,751.61**	**-1,159.01**
MCDONALDS CORP CUSIP 580135101	19.00000	75 4700	03/25/11	01/06/12	1.908.77	1,433 93	474 84
TELEFONICA S A SPON ADR CUSIP 879382208	35 00000	23 9545	06/09/11	05/18/12	437 86	838 41	-400 55
	3.00000	17 2861	03/20/12	05/18/12	37.54	51 86	-14 32
Subtotal	**38.00000**				**475.40**	**890.27**	**-414.87**
VENTAS INC CUSIP 92276F100	27.00000	56 9001	04/17/12	08/10/12	1.722 48	1,536 30	186 18
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**$13,487.18**	**$13,717.22**	**-$230.04**

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ABBOTT LABORATORIES CUSIP 002824100	4.00000	51 9615	06/09/11	10/11/12	277 75	207 85	69 90
	14 00000	51 9615	06/09/11	10/12/12	976 82	727 46	249 36
Subtotal	**18.00000**				**1,254.57**	**935.31**	**319.26**
ELI LILLY & CO CUSIP 532457108	43 00000	34.5764	03/25/11	10/24/12	2.177 32	1,486 79	690 53
KIMBERLY-CLARK CORP CUSIP 494368103	18.00000	65 2653	03/25/11	07/24/12	1,508 90	1,174 78	334 12

Account Number 8360-0429
THE ARTHUR FAMILY FOUNDATION
(FED)

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES *Continued*

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	22 00000	65 2653	03/25/11	08/10/12	1,822 57	1,435 83	386.74
Subtotal	**40.00000**				**3,331.47**	**2,610.61**	**720 86**
PHILIP MORRIS INTERNATIONAL INC CUSIP 718172109	7 00000	65 2564	03/25/11	04/17/12	609 68	456 80	152 88
	35 00000	65 2564	03/25/11	07/24/12	3,058 29	2,283 97	774 32
Subtotal	**42.00000**				**3,667.97**	**2,740.77**	**927.20**
PHILLIPS 66 CUSIP 718546104	29 00000	36 9705	03/25/11	05/04/12	883 21	1,072 14	-188.93
PROCTER & GAMBLE CO CUSIP 742718109	11.00000	60 9200	03/25/11	04/17/12	736 94	670 12	66 82
TELEFONICA S A SPON ADR CUSIP 879382208	88 00000	25 0978	03/25/11	05/18/12	1,100 92	2 208 61	-1,107 69
	61 00000	24 5144	05/11/11	05/18/12	763 14	1,495 38	-732 24
Subtotal	**149.00000**				**1,864.06**	**3,703.99**	**-1,839.93**
UNILEVER PLC SPONS ADR CUSIP 904767704	51 00000	30 3454	03/28/11	10/24 12	1,845 69	1,547 62	298 07
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					**$15,761.23**	**$14,767.35**	**$993.88**

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ABBOTT LABORATORIES CUSIP 002824100	20 00000	54 9333	03/09/10	07/24/12	1 277 34	1,098 66	178 68
	3 00000	49 0867	05/12/10	07/24/12	191 61	147 27	44 34
	21 00000	49 0867	05/12/10	08/10/12	1,384 60	1,030 82	353 78
	1.00000	49 0867	05/12/10	10/11/12	69 43	49 08	20 35

Account Number 8360-0429
THE ARTHUR FAMILY FOUNDATION
(FED)

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES *Continued*

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	5.00000	47.6100	12/30/10	10/11/12	347 17	238 05	109.12
Subtotal	**50.00000**				**3,270 15**	**2,563.88**	**706.27**
AT & T INC CUSIP 00206R102	40.00000	36.9104	02/05/08	10/11/12	1,451 33	1,476.42	-25 09
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**$4,721.48**	**$4,040.30**	**$681.18**