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 Robert A Waidner Foundation

A Employer identification number: 52-7195462

Number and street (or P O box number if mail is not delivered to street address): 7 St Paul St- Ste 1500 | Room/suite:

B Telephone number: 410 347 8787

City or town, state, and ZIP code: Baltimore, MD 21202

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, col. (c), line 16)* ▶$ 22,071,933.

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).)

	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			N/A	
	2 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	562,494.	562,494.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	571,978.			
	b Gross sales price for all assets on line 6a 3,520,454.				
	7 Capital gain net income (from Part IV, line 2)		571,978.		
	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	204.	204.		Statement 2
	12 **Total.** Add lines 1 through 11	1,134,676.	1,134,676.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	33,845.	16,923.		16,922.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 3	3,000.	3,000.		0.
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 4	15,091.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 5	120,032.	120,032.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	171,968.	139,955.		16,922.
	25 Contributions, gifts, grants paid	169,272.			169,272.
	26 **Total expenses and disbursements.** Add lines 24 and 25	341,240.	139,955.		186,194.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	793,436.			
	b **Net investment income** (if negative, enter -0-)		994,721.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	-34,130.	-6,454.	-6,454.
	2 Savings and temporary cash investments	2,904,083.	3,379,579.	3,379,579.
	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			
	b Investments - corporate stock Stmt 6	11,212,914.	11,225,473.	16,358,632.
	c Investments - corporate bonds Stmt 7	1,897,472.	2,180,268.	2,321,042.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ Statement 8)	24,225.	19,134.	19,134.
	16 **Total assets** (to be completed by all filers)	16,004,564.	16,798,000.	22,071,933.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
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	19,294,130.	19,249,065.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-3,289,566.	-2,451,065.	
	30 **Total net assets or fund balances**	16,004,564.	16,798,000.	
	31 **Total liabilities and net assets/fund balances**	16,004,564.	16,798,000.	

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	16,004,564.
2	Enter amount from Part I, line 27a	2	793,436.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	16,798,000.
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	16,798,000.

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 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 schedule	P		
b	See attached schedule	P		
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	642,929.		626,234.	16,695.
b	2,877,525.		2,322,242.	555,283.
c				
d				
e				

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				16,695.
b				555,283.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 571,978.

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	186,183.	19,376,571.	.009609
2010	4,412,421.	18,117,928.	.243539
2009	228,754.	19,051,725.	.012007
2008	231,563.	20,357,566.	.011375
2007	231,382.	24,311,683.	.009517

2	**Total** of line 1, column (d)	2	.286047
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	.057209
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	20,891,786.
5	Multiply line 4 by line 3	5	1,195,198.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,947.
7	Add lines 5 and 6	7	1,205,145.
8	Enter qualifying distributions from Part XII, line 4	8	186,194.

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	19,894.
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	19,894.
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	19,894.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	18,254.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	18,254.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	23.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,663.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A — Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		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.*	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
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
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, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
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*	8b	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 ▶ Robert Sloan Telephone no. ▶ 410 347 8787

Located at ▶ 7 St Paul St-Ste 1500, Baltimore, MD ZIP+4 ▶ 21202

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

		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
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)?	N/A	1b		
	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?		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.)	N/A	2b		
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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? — 6b — No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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
Robert Sloan 7 St Paul St- Ste 1500 Baltimore, MD 21202	Trustee 2.00	0.	0.	0.
Frederick S Koontz 7 St Paul St- Ste 1500 Baltimore, MD 21202	Trustee 0.00	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

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

3 Five highest-paid independent contractors for professional services. 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 ▶ 0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	17,863,621.
b	Average of monthly cash balances		1b	3,327,983.
c	Fair market value of all other assets		1c	18,331.
d	**Total** (add lines 1a, b, and c)		1d	21,209,935.
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	21,209,935.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	318,149.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	20,891,786.
6	**Minimum investment return.** Enter 5% of line 5		6	1,044,589.

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	1,044,589.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 19,894.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	19,894.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,024,695.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,024,695.
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	1,024,695.

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	186,194.
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	186,194.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	186,194.

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				1,024,695.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
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 3,289,566.				
e From 2011				
f **Total** of lines 3a through e	3,289,566.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 186,194.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				186,194.
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).)	838,501.			838,501.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,451,065.			
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				0.
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	2,451,065.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010 2,451,065.				
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)

	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).)

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 ▶ [X] 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*				
Baltimore Symphony Orchestra 1212 Cathedral Street Baltimore, MD 21201			Unrestricted	169,272.
Total			▶ 3a	169,272.
b *Approved for future payment* None				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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			01	562,494.	
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			01	204.	
8 Gain or (loss) from sales of assets other than inventory			01	571,978.	
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.		1,134,676.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	1,134,676.

(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).

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	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	1c		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
		N/A	

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

Signature of officer or trustee: [signature] Date: 5/9/13 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Robert Sloan	[signature]	5/9/13		P01383695

Firm's name ▶ Whiteford, Taylor & Preston LLP — Firm's EIN ▶ 52-0619214

Firm's address ▶ 7 Saint Paul Street
Baltimore, MD 21202 — Phone no. (410) 347-8700

223622
12-05-12

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Brown Advisory	344,626.	0.	344,626.
Riderwood	29,948.	0.	29,948.
Waidner Corp	187,920.	0.	187,920.
Total to Fm 990-PF, Part I, ln 4	562,494.	0.	562,494.

Form 990-PF Other Income Statement 2

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Ground rents	204.	204.	
Total to Form 990-PF, Part I, line 11	204.	204.	

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
WTP	3,000.	3,000.		0.
To Fm 990-PF, Pg 1, ln 16a	3,000.	3,000.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	15,091.	0.		0.
To Form 990-PF, Pg 1, ln 18	15,091.	0.		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 tax	6,364.	6,364.		0.
Advisory fees	94,337.	94,337.		0.
Overhead	19,331.	19,331.		0.
To Form 990-PF, Pg 1, ln 23	120,032.	120,032.		0.

Form 990-PF Corporate Stock Statement 6

Description	Book Value	Fair Market Value
	11,225,473.	16,358,632.
Total to Form 990-PF, Part II, line 10b	11,225,473.	16,358,632.

Form 990-PF Corporate Bonds Statement 7

Description	Book Value	Fair Market Value
	2,180,268.	2,321,042.
Total to Form 990-PF, Part II, line 10c	2,180,268.	2,321,042.

Form 990-PF Other Assets Statement 8

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Ground rents	880.	880.	880.
Tax credit	23,345.	18,254.	18,254.
To Form 990-PF, Part II, line 15	24,225.	19,134.	19,134.

Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
5,900	AARONS INC	Jul 1 10	16.77	98,915.27	28.28	166,852.00	67,936.73
630	AARONS INC LT2	Jul 19 10	16.92	10,660.67	28.28	17,816.40	7,155.73
400	AARONS INC LT3	Nov 7 11	25.22	10,089.08	28.28	11,312.00	1,222.92
41	AARONS INC LT4	Sep 12 12	27.88	1,142.99	28.28	1,159.48	16.49
518	AARONS INC LT5	Sep 20 12	27.97	14,488.20	28.28	14,649.04	160.84
173	AARONS INC LT6	Sep 25 12	27.86	4,818.95	28.28	4,892.44	73.49
316	AARONS INC LT7	Sep 26 12	27.74	8,766.69	28.28	8,936.48	169.79
77	AARONS INC LT8	Sep 27 12	27.79	2,140.04	28.28	2,177.56	37.52
49	AARONS INC LT9	Sep 28 12	27.80	1,362.38	28.28	1,385.72	23.34
8,104	Subtotal for AAN		18.80	152,384.27	28.28	229,181.12	76,796.85
2,401	ACCENTURE PLC IRELANDLT1	Dec 29 11	53.69	128,917.61	66.50	159,666.50	30,748.89
960	ACCENTURE PLC IRELANDLT2	Dec 30 11	53.55	51,409.34	66.50	63,840.00	12,430.66
655	ACCENTURE PLC IRELANDLT3	Mar 28 12	64.44	42,206.04	66.50	43,557.50	1,351.46
578	ACCENTURE PLC IRELANDLT4	May 8 12	59.07	34,144.37	66.50	38,437.00	4,292.63
4,594	Subtotal for ACN		55.87	256,677.36	66.50	305,501.00	48,823.64
316	ADVANCE AUTO PARTS LT1	Oct 24 12	66.66	21,063.52	72.35	22,862.60	1,799.08
200	AMERICAN EXPRESS COMP LT4	Aug 20 08	37.07	7,413.25	57.48	11,496.00	4,082.75
1,200	AMERICAN EXPRESS COMP LT5	Sep 16 08	35.93	43,113.54	57.48	68,976.00	25,862.46
1,700	AMERICAN EXPRESS COMP LT6	Oct 3 08	32.12	54,607.31	57.48	97,716.00	43,108.69
600	AMERICAN EXPRESS COMP LT7	Oct 3 08	22.91	13,744.02	57.48	34,488.00	20,743.98
3,700	Subtotal for AXP		32.13	118,878.12	57.48	212,676.00	93,797.88
270	APPLE INC LT1	Jan 30 12	451.81	121,987.84	532.17	143,686.69	21,698.85
65	APPLE INC LT2	Apr 24 12	561.97	36,528.16	532.17	34,591.24	-1,936.92
53	APPLE INC LT3	Jun 28 12	569.45	30,180.91	532.17	28,205.17	-1,975.74
37	APPLE INC LT4	Jul 25 12	574.33	21,250.28	532 17	19,690.40	-1,559.88
73	APPLE INC LT5	Dec 7 12	531.95	38,832.47	532.17	38,848.63	16.16
498	Subtotal for AAPL		499.56	248,779.66	532.17	265,022.13	16,242.47

Updated

Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
6,300	BANK OF AMERICA	May 1 09	8.70	54,801.18	11.61	73,143.00	18,341.82
802	BANK OF AMERICA LT2	May 6 09	11.85	9,502.74	11.61	9,311.22	-191.52
2,278	BANK OF AMERICA LT3	May 6 09	11.82	26,922.77	11.61	26,447.58	-475.19
2,600	BANK OF AMERICA LT4	May 19 09	11.74	30,513.60	11.61	30,186.00	-327.60
280	BANK OF AMERICA LT9	Nov 16 10	11.95	3,344.88	11.61	3,250.80	-94.08
12,260	Subtotal for BAC		10.20	125,085.17	11.61	142,338.60	17,253.43
2,120	BERKSHIRE HATH LT1	Feb 19 04	62.02	131,473.83	89.70	190,163.99	58,690.16
2,500	BERKSHIRE HATH LT2	May 19 04	59.62	149,047.00	89.70	224,249.99	75,202.99
1,000	BERKSHIRE HATH LT3	Nov 20 08	50.37	50,365.30	89.70	89,700.00	39,334.70
5,620	Subtotal for BRK B		58.88	330,886.13	89.70	504,113.98	173,227.85
4,970	CANADIAN NATL RY LT1	Jan 6 04	12.24	60,808.66	91.01	452,319.71	391,511.05
1,046	CANADIAN NATL RY LT2	Aug 29 12	91.65	95,867.99	91.01	95,196.46	-671.53
6,016	Subtotal for CNI		26.04	156,676.65	91.01	547,516.17	390,839.52
664	CANADIAN PAC RR LT1	May 10 12	72.73	48,294.11	101.62	67,475.68	19,181.57
215	CANADIAN PAC RR LT2	May 11 12	73.19	15,736.65	101.62	21,848.30	6,111.65
522	CANADIAN PAC RR LT3	May 14 12	72.83	38,018.93	101.62	53,045.64	15,026.71
309	CANADIAN PAC RR LT4	May 15 12	73.03	22,567.14	101.62	31,400.58	8,833.44
471	CANADIAN PAC RR LT5	Jun 28 12	70.34	33,128.35	101.62	47,863.02	14,734.67
2,181	Subtotal for CP		72.33	157,745.18	101.62	221,633.22	63,888.04
1,500	CARMAX	Jan 6 04	15.63	23,437.50	37.54	56,310.00	32,872.50
1,700	CARMAX LT2	Jul 3 08	13.39	22,756.28	37.54	63,818.00	41,061.72
3,000	CARMAX LT3	Feb 12 09	8.36	25,073.10	37.54	112,620.00	87,546.90
1,000	CARMAX LT4	Jul 8 10	19.29	19,291.30	37.54	37,540.00	18,248.70
872	CARMAX LT8	Jun 28 12	25.04	21,831.91	37.54	32,734.88	10,902.97
8,072	Subtotal for KMX		13.92	112,390.09	37.54	303,022.88	190,632.79
2,225	CME GROUP INC LT1	Oct 14 11	51.76	115,161.96	50.67	112,740.75	-2,421.21

Updated

Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
210	CME GROUP INC LT2	Nov 16 11	47.97	10,074.59	50.67	10,640.70	566.11
440	CME GROUP INC LT3	Nov 17 11	47.57	20,929.97	50.67	22,294.80	1,364.83
525	CME GROUP INC LT4	Jan 12 12	45.80	24,043.26	50.67	26,601.75	2,558.49
600	CME GROUP INC LT5	Jan 17 12	46.30	27,779.71	50.67	30,402.00	2,622.29
480	CME GROUP INC LT6	Feb 2 12	51.20	24,576.71	50.67	24,321.60	-255.11
1,220	CME GROUP INC LT7	Mar 7 12	54.88	66,954.09	50.67	61,817.40	-5,136.69
5,700	Subtotal for CME		50.79	289,520.29	50.67	288,819.00	-701.29
2,960	CROWN CASTLE INTL	Mar 10 11	39.57	117,131.05	72.16	213,593.61	96,462.56
430	CROWN CASTLE INTL LT2	May 10 12	55.57	23,896.95	72.16	31,028.80	7,131.85
3,390	Subtotal for CCI		41.60	141,028.00	72.16	244,622.41	103,594.41
135	DISNEY WALT LT1	Jul 15 08	29.49	3,981.71	49.79	6,721.65	2,739.94
1,900	DISNEY WALT LT2	Oct 7 08	27.34	51,954.30	49.79	94,601.00	42,646.70
1,200	DISNEY WALT LT3	Oct 15 08	24.40	29,275.50	49.79	59,748.00	30,472.50
3,000	DISNEY WALT LT4	Jan 20 09	21.27	63,809.70	49.79	149,370.00	85,560.30
1,500	DISNEY WALT LT5	Feb 17 09	17.91	26,862.45	49.79	74,685.00	47,822.55
1,245	DISNEY WALT LT7	Oct 4 11	28.96	36,050.97	49.79	61,988.55	25,937.58
8,980	Subtotal for DIS		23.60	211,934.63	49.79	447,114.20	235,179.57
804	EXPRESS SCRIPTS LT1	Mar 3 11	57.14	45,937.10	54.00	43,416.00	-2,521.10
1,291	EXPRESS SCRIPTS LT2	Mar 4 11	56.76	73,280.13	54.00	69,714.00	-3,566.13
1,060	EXPRESS SCRIPTS LT3	Mar 10 11	52.51	55,661.55	54.00	57,240.00	1,578.45
620	EXPRESS SCRIPTS LT4	Mar 25 11	55.13	34,178.31	54.00	33,480.00	-698.31
343	EXPRESS SCRIPTS LT5	Apr 26 11	54.36	18,644.42	54.00	18,522.00	-122.42
332	EXPRESS SCRIPTS LT6	Apr 26 11	54.03	17,937.56	54.00	17,928.00	-9.56
945	EXPRESS SCRIPTS LT7	Sep 15 11	41.63	39,343.37	54.00	51,030.00	11,686.63
865	EXPRESS SCRIPTS LT8	Oct 6 11	39.30	33,997.79	54.00	46,710.00	12,712.21
132	EXPRESS SCRIPTS LT9	Aug 22 12	60.71	8,014.00	54.00	7,128.00	-886.00
841	EXPRESS SCRIPTS LT100	Nov 8 12	54.70	46,001.27	54.00	45,414.00	-587.27
332	EXPRESS SCRIPTS LT101	Nov 13 12	51.62	17,139.20	54.00	17,928.00	788.80
7,565	Subtotal for ESRX		51.57	390,134.70	54.00	408,510.00	18,375.30

Updated

Waldner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
294	FRANKLIN RESOURCES LT1	Sep 18 08	85.96	25,273.12	125.70	36,955.80	11,682.68
242	FRANKLIN RESOURCES LT2	Oct 1 08	85.04	20,580.54	125.70	30,419.40	9,838.86
58	FRANKLIN RESOURCES LT3	Oct 3 08	85.12	4,936.82	125.70	7,290.60	2,353.78
400	FRANKLIN RESOURCES LT4	Oct 7 08	75.37	30,149.30	125.70	50,280.00	20,130.70
300	FRANKLIN RESOURCES LT5	Oct 8 08	70.60	21,178.56	125.70	37,710.00	16,531.44
900	FRANKLIN RESOURCES LT6	Oct 24 08	53.68	48,309.84	125.70	113,130.00	64,820.16
200	FRANKLIN RESOURCES LT7	Jan 28 09	54.02	10,804.96	125.70	25,140.00	14,335.04
2,394	Subtotal for BEN		67.35	161,233.14	125.70	300,925.80	139,692.66
3,206	GENERAL MOTORS CO	Nov 18 10	34.55	110,771.47	28.83	92,428.98	-18,342.49
900	GENERAL MOTORS CO LT2	Jan 31 11	36.54	32,885.55	28.83	25,947.00	-6,938.55
1,295	GENERAL MOTORS CO LT3	Mar 1 11	32.95	42,665.59	28.83	37,334.85	-5,330.74
990	GENERAL MOTORS CO LT4	Jul 12 12	19.44	19,247.58	28.83	28,541.70	9,294.12
6,391	Subtotal for GM		32.17	205,570.19	28.83	184,252.53	-21,317.66
200	GOOGLE INC CL A LT1	Oct 10 08	332.40	66,479.74	707.38	141,476.00	74,996.26
116	GOOGLE INC CL A LT2	Oct 15 08	350.04	40,604.64	707.38	82,056.08	41,451.44
200	GOOGLE INC CL A LT3	Nov 11 08	303.52	60,703.08	707.38	141,476.00	80,772.92
400	GOOGLE INC CL A LT4	Jan 15 09	292.95	117,181.92	707.38	282,952.00	165,770.08
43	GOOGLE INC CL A LT7	May 26 11	520.24	22,370.43	707.38	30,417.34	8,046.91
959	Subtotal for GOOG		320.48	307,339.81	707.38	678,377.42	371,037.61
920	INTL BUSINESS MACHINE	Dec 2 09	128.02	117,782.26	191.55	176,226.00	58,443.74
2,730	JOHNSON & JOHNSON	Jan 6 04	51.82	141,468.60	70.10	191,373.00	49,904.40
4,647	KINDER MORGAN DEL LT1	Feb 11 11	30.00	139,410.00	35.33	164,178.52	24,768.52
3,000	KINDER MORGAN DEL LT2	Feb 15 11	30.93	92,779.80	35.33	105,990.01	13,210.21
1,340	KINDER MORGAN DEL LT3	May 5 11	28.17	37,748.47	35.33	47,342.20	9,593.73
2,414	KINDER MORGAN DEL LT4	Jul 25 11	27.98	67,551.69	35.33	85,286.62	17,734.93
1,476	KINDER MORGAN DEL LT5	Jul 26 11	27.51	40,611.11	35.33	52,147.08	11,535.97
680	KINDER MORGAN DEL LT6	Aug 3 11	27.53	18,719.65	35.33	24,024.40	5,304.75

Updated

Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
410	KINDER MORGAN DEL LT7	Jun 18 12	31.73	13,008.28	35.33	14,485.30	1,477.02
723	KINDER MORGAN DEL LT8	Aug 29 12	35.28	25,505.78	35.33	25,543.59	37.81
14,690	Subtotal for KMI		29.63	435,334.78	35.33	518,997.72	83,662.94
733.3333	KRAFT FOODS GROUP LT1	Jul 15 08	31.18	22,865.92	45.47	33,344.67	10,478.75
151.6667	KRAFT FOODS GROUP LT2	Jul 28 08	32.63	4,948.61	45.47	6,896.28	1,947.67
666.6667	KRAFT FOODS GROUP LT3	Feb 4 09	27.85	18,566.89	45.47	30,313.33	11,746.44
633.3333	KRAFT FOODS GROUP LT4	Feb 20 09	24.89	15,763.09	45.47	28,797.67	13,034.58
300	KRAFT FOODS GROUP LT5	May 5 09	27.34	8,202.12	45.47	13,641.00	5,438.88
2,485	Subtotal for KRFT		28.31	70,346.63	45.47	112,992.95	42,646.32
1,926	LOWES COMPANIES LT2	Nov 6 07	24.73	47,632.87	35.52	68,411.52	20,778.65
2,000	LOWES COMPANIES LT3	Jul 21 08	20.18	40,354.10	35.52	71,040.00	30,685.90
700	LOWES COMPANIES LT4	Sep 21 09	21.73	15,213.10	35.52	24,864.00	9,650.90
3,400	LOWES COMPANIES LT5	Jan 5 11	24.73	84,086.42	35.52	120,768.00	36,681.58
1,525	LOWES COMPANIES LT6	Aug 4 11	20.25	30,888.58	35.52	54,168.00	23,279.42
9,551	Subtotal for LOW		22.84	218,175.07	35.52	339,251.52	121,076.45
1,218	MASTERCARD INC	May 22 07	139.81	170,289.43	491.28	598,379.04	428,089.61
300	MASTERCARD INC LT3	Oct 28 08	126.56	37,967.01	491.28	147,384.00	109,416.99
55	MASTERCARD INC LT4	Aug 29 12	423.58	23,296.84	491.28	27,020.40	3,723.56
1,573	Subtotal for MA		147.20	231,553.28	491.28	772,783.44	541,230.16
2,425	MERCK & CO	Jul 2 08	38.77	94,007.35	40.94	99,279.50	5,272.15
500	MERCK & CO LT2	Jul 24 08	33.02	16,509.40	40.94	20,470.00	3,960.60
1,300	MERCK & CO LT3	Jul 28 08	32.20	41,863.85	40.94	53,222.00	11,358.15
2,200	MERCK & CO LT4	Oct 15 08	27.04	59,479.96	40.94	90,068.00	30,588.04
1,100	MERCK & CO LT5	Oct 22 08	29.04	31,939.92	40.94	45,034.00	13,094.08
1,200	MERCK & CO LT6	Nov 12 08	27.15	32,576.82	40.94	49,128.00	16,551.18
8,725	Subtotal for MRK		31.68	276,377.30	40.94	357,201.50	80,824.20
541	MICROSOFT CORP LT1	Feb 16 06	26.76	14,479.73	26.71	14,449.95	-29.78

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Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
5,000	MICROSOFT CORP LT2	Jun 21 06	22.94	114,704.50	26.71	133,548.50	18,844.00
3,500	MICROSOFT CORP LT3	Jan 26 09	17.43	61,012.70	26.71	93,483.95	32,471.25
1,000	MICROSOFT CORP LT4	Sep 8 10	24.04	24,040.00	26.71	26,709.70	2,669.70
700	MICROSOFT CORP LT6	Apr 29 11	25.48	17,836.98	26.71	18,696.79	859.81
1,100	MICROSOFT CORP LT7	May 3 11	25.62	28,182.44	26.71	29,380.67	1,198.23
67	MICROSOFT CORP LT8	Apr 20 12	32.13	2,152.71	26.71	1,789.55	-363.16
170	MICROSOFT CORP LT9	Apr 23 12	32.13	5,461.76	26.71	4,540.65	-921.11
183	MICROSOFT CORP LT100	Apr 24 12	32.01	5,857.98	26.71	4,887.88	-970.10
946	MICROSOFT CORP LT101	Nov 13 12	27.22	25,746.05	26.71	25,267.38	-478.67
13,207	Subtotal for MSFT		22.68	299,474.85	26.71	352,755.02	53,280.17
2,200	MONDELEZ INT'L LT1	Jul 18 08	19.23	42,297.74	25.45	55,997.04	13,699.30
455	MONDELEZ INT'L LT2	Jul 28 08	20.12	9,154.01	25.45	11,581.21	2,427.20
2,000	MONDELEZ INT'L LT3	Feb 4 09	17.17	34,345.31	25.45	50,906.40	16,561.09
1,900	MONDELEZ INT'L LT4	Feb 20 09	15.35	29,158.80	25.45	48,361.08	19,202.28
900	MONDELEZ INT'L LT5	May 5 09	16.86	15,172.41	25.45	22,907.88	7,735.47
7,455	Subtotal for MDLZ		17.46	130,128.27	25.45	189,753.61	59,625.34
700	OCCIDENTAL PETE CORP	Jul 22 08	77.34	54,134.58	76.61	53,627.00	-507.58
200	OCCIDENTAL PETE CORP LT2	Sep 15 08	68.06	13,612.50	76.61	15,322.00	1,709.50
200	OCCIDENTAL PETE CORP LT3	Oct 3 08	62.06	12,412.50	76.61	15,322.00	2,909.50
400	OCCIDENTAL PETE CORP LT4	Oct 8 08	52.95	21,179.30	76.61	30,644.00	9,464.70
1,000	OCCIDENTAL PETE CORP LT5	Oct 15 08	45.98	45,977.00	76.61	76,610.00	30,633.00
1,000	OCCIDENTAL PETE CORP LT6	Dec 5 08	41.96	41,959.90	76.61	76,610.00	34,650.10
1,235	OCCIDENTAL PETE CORP LT7	Jul 28 11	101.04	124,785.02	76.61	94,613.35	-30,171.67
720	OCCIDENTAL PETE CORP LT8	Aug 8 11	80.80	58,177.66	76.61	55,159.20	-3,018.46
825	OCCIDENTAL PETE CORP LT9	Oct 4 11	68.05	56,145.05	76.61	63,203.25	7,058.20
6,280	Subtotal for OXY		68.21	428,383.51	76.61	481,110.80	52,727.29
1,170	OWENS CORNING LT1	Nov 1 11	26.81	31,366.65	36.99	43,278.30	11,911.65
100	OWENS CORNING LT2	Nov 4 11	28.28	2,828.07	36.99	3,699.00	870.93
200	OWENS CORNING LT3	Nov 7 11	28.48	5,696.02	36.99	7,398.00	1,701.98

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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
1,156	OWENS CORNING LT4	Nov 9 11	28.49	32,936.64	36.99	42,760.44	9,823.80
584	OWENS CORNING LT5	Nov 9 11	28.01	16,355.85	36.99	21,602.16	5,246.31
518	OWENS CORNING LT6	Nov 14 11	28.84	14,936.84	36.99	19,160.82	4,223.98
28	OWENS CORNING LT7	Nov 15 11	29.26	819.26	36.99	1,035.72	216.46
1,950	OWENS CORNING LT8	Nov 17 11	27.95	54,496.26	36.99	72,130.50	17,634.24
238	OWENS CORNING LT9	Dec 13 11	25.99	6,186.00	36.99	8,803.62	2,617.62
932	OWENS CORNING LT91	Dec 14 11	25.27	23,547.17	36.99	34,474.68	10,927.51
335	OWENS CORNING LT93	Feb 15 12	30.20	10,116.03	36.99	12,391.65	2,275.62
1,555	OWENS CORNING LT94	Feb 22 12	31.86	49,546.04	36.99	57,519.45	7,973.41
1,520	OWENS CORNING LT95	Jun 4 12	26.98	41,010.82	36.99	56,224.80	15,213.98
518	OWENS CORNING LT96	Oct 12 12	29.74	15,405.58	36.99	19,160.82	3,755.24
10,804	Subtotal for OC		28.25	305,247.23	36.99	399,639.96	94,392.73
3,010	PACCAR INC	Apr 11 12	42.74	128,645.29	45.21	136,082.10	7,436.81
647	PACCAR INC LT2	Jul 12 12	36.00	23,290.06	45.21	29,250.87	5,960.81
365	PACCAR INC LT3	Jul 16 12	36.50	13,323.05	45.21	16,501.65	3,178.60
323	PACCAR INC LT4	Jul 17 12	36.34	11,738.63	45.21	14,602.83	2,864.20
4,345	Subtotal for PCAR		40.74	176,997.03	45.21	196,437.45	19,440.42
92	PEPSICO LT2	Oct 14 08	54.06	4,973.06	68.43	6,295.56	1,322.50
700	PEPSICO LT3	Oct 22 08	53.05	37,132.50	68.43	47,901.00	10,768.50
1,000	PEPSICO LT4	Jan 16 09	51.03	51,026.50	68.43	68,430.00	17,403.50
400	PEPSICO LT5	Feb 13 09	52.93	21,170.80	68.43	27,372.00	6,201.20
700	PEPSICO LT6	Jun 19 09	54.00	37,802.52	68.43	47,901.00	10,098.48
2,892	Subtotal for PEP		52.60	152,105.38	68.43	197,899.56	45,794.18
1,475	PFIZER INC LT3	Jan 29 10	18.92	27,906.56	25.08	36,991.97	9,085.41
2,800	PFIZER INC LT4	Apr 20 10	16.84	47,141.64	25.08	70,222.04	23,080.40
1,350	PFIZER INC LT5	Aug 4 10	16.33	22,047.66	25.08	33,857.05	11,809.39
3,000	PFIZER INC LT6	Dec 6 10	17.08	51,225.60	25.08	75,237.90	24,012.30
8,625	Subtotal for PFE		17.20	148,321.46	25.08	216,308.96	67,987.50

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Waidner Foundation
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As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
1,000	QUALCOMM INC LT2	Apr 27 10	37.92	37,916.30	61.86	61,859.60	23,943.30
2,500	QUALCOMM INC LT3	Jun 17 10	35.52	88,788.00	61.86	154,649.00	65,861.00
722	QUALCOMM INC LT4	Jul 30 10	37.94	27,390.87	61.86	44,662.63	17,271.76
4,222	Subtotal for QCOM		36.50	154,095.17	61.86	261,171.23	107,076.06
1,308	REGIONS FIN CORP LT1	Nov 26 12	6.65	8,699.51	7.13	9,326.04	626.53
5,963	REGIONS FIN CORP LT2	Nov 27 12	6.64	39,599.10	7.13	42,516.19	2,917.09
7,222	REGIONS FIN CORP LT3	Nov 28 12	6.57	47,440.60	7.13	51,492.86	4,052.26
2,044	REGIONS FIN CORP LT4	Nov 29 12	6.66	13,619.79	7.13	14,573.72	953.93
3,442	REGIONS FIN CORP LT5	Nov 30 12	6.65	22,903.76	7.13	24,541.46	1,637.70
4,910	REGIONS FIN CORP LT6	Dec 13 12	6.75	33,128.26	7.13	35,008.30	1,880.04
24,889	Subtotal for RF		6.65	165,391.02	7.13	177,458.57	12,067.55
947	RENAISSANCE RE HOLD LT1	Jun 17 11	70.13	66,413.12	81.26	76,953.22	10,540.10
338	RENAISSANCE RE HOLD LT2	Jun 20 11	70.24	23,740.78	81.26	27,465.88	3,725.10
61	RENAISSANCE RE HOLD LT3	Jun 21 11	70.01	4,270.75	81.26	4,956.86	686.11
324	RENAISSANCE RE HOLD LT4	Jun 22 11	70.02	22,687.65	81.26	26,328.24	3,640.59
1,670	Subtotal for RNR		70.13	117,112.30	81.26	135,704.20	18,591.90
3,900	SOUTHWESTERN ENERGY LT1	Jan 7 11	37.91	147,837.30	33.41	130,299.00	-17,538.30
1,500	SOUTHWESTERN ENERGY LT2	Jan 19 11	38.96	58,436.40	33.41	50,115.00	-8,321.40
1,600	SOUTHWESTERN ENERGY LT3	Jun 22 11	42.51	68,017.12	33.41	53,456.00	-14,561.12
1,218	SOUTHWESTERN ENERGY LT4	Sep 22 11	34.64	42,194.93	33.41	40,693.38	-1,501.55
527	SOUTHWESTERN ENERGY LT5	Sep 22 11	34.47	18,167.43	33.41	17,607.07	-560.36
8,745	Subtotal for SWN		38.27	334,653.18	33.41	292,170.45	-42,482.73
1,480	T ROWE PRICE GROUP	Aug 17 11	51.02	75,516.26	65.12	96,373.31	20,857.05
1,810	T ROWE PRICE GROUP LT2	Aug 18 11	47.73	86,385.69	65.12	117,861.96	31,476.27
3,290	Subtotal for TROW		49.21	161,901.95	65.12	214,235.27	52,333.32
5,757	TJX COS INC	Mar 3 09	10.76	61,959.43	42.45	244,384.65	182,425.22
155	TJX COS INC LT2	Mar 6 09	10.74	1,663.97	42.45	6,579.75	4,915.78

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Waidner Foundation
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As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
5,912	Subtotal for TJX		10.76	63,623.40	42.46	250,964.40	187,341.00
3,200	TIME WARNER CABLE	Nov 29 10	60.99	195,163.52	97.19	311,008.01	115,844.49
659	TIME WARNER CABLE LT2	Aug 8 11	65.40	43,101.57	97.19	64,048.21	20,946.64
3,859	Subtotal for TWC		61.74	238,265.09	97.19	375,056.22	136,791.13
3,975	TOTAL SA SPONS ADR	Dec 1 10	49.44	196,538.31	52.01	206,739.74	10,201.43
820	TOTAL SA SPONS ADR LT2	Aug 10 11	45.98	37,706.96	52.01	42,648.20	4,941.24
145	TOTAL SA SPONS ADR LT3	Mar 27 12	51.31	7,439.72	52.01	7,541.45	101.73
4,940	Subtotal for TOT		48.92	241,684.99	52.01	256,929.39	15,244.40
3,487	UNITED TECHNOLOGIES	Jan 6 04	47.20	164,577.68	82.01	285,968.88	121,391.20
651	VISA INC CLASSA LT1	Jun 29 11	86.69	56,432.01	151.58	98,678.58	42,246.57
704	VISA INC CLASSA LT2	Jun 30 11	86.77	61,086.22	151.58	106,712.32	45,626.10
399	VISA INC CLASSA LT3	Aug 4 11	85.21	34,000.11	151.58	60,480.42	26,480.31
301	VISA INC CLASSA LT4	Aug 3 11	84.90	25,555.78	151.58	45,625.58	20,069.80
2,055	Subtotal for V		86.17	177,074.12	151.58	311,496.90	134,422.78
1,430	WELLPOINT LT1	Jan 6 04	43.64	62,406.54	60.92	87,115.60	24,709.06
2,000	WELLPOINT LT2	Mar 2 09	30.26	60,512.00	60.92	121,840.00	61,328.00
217	WELLPOINT LT3	Jul 12 12	61.70	13,388.70	60.92	13,219.64	-169.06
525	WELLPOINT LT4	Jul 25 12	53.90	28,298.08	60.92	31,983.00	3,684.92
621	WELLPOINT LT5	Aug 29 12	60.79	37,751.46	60.92	37,831.32	79.86
622	WELLPOINT LT6	Aug 29 12	61.08	37,992.07	60.92	37,892.24	-99.83
5,415	Subtotal for WLP		44.39	240,348.85	60.92	329,881.80	89,532.95
4,407	WELLS FARGO LT1	Nov 19 08	25.60	112,822.97	34.18	150,631.26	37,808.29
1,000	WELLS FARGO LT2	Feb 18 09	13.17	13,168.10	34.18	34,180.00	21,011.90
3,000	WELLS FARGO LT3	Feb 20 09	9.92	29,753.10	34.18	102,540.00	72,786.90
295	WELLS PARGO LT4	May 8 09	22.00	6,490.00	34.18	10,083.10	3,593.10
1,887	WELLS FARGO LT5	May 8 09	25.17	47,503.53	34.18	64,497.66	16,994.13

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Waidner Foundation
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As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
2,750	WELLS FARGO LT6	Jul 24 09	23.43	64,422.05	34.18	93,995.00	29,572.95
1,000	WELLS FARGO LT7	Dec 15 09	25.93	25,932.40	34.18	34,180.00	8,247.60
1,335	WELLS FARGO LT 8	Jun 7 11	26.37	35,206.36	34.18	45,630.30	10,423.94
15,674	Subtotal for WFC		21.39	335,298.51	34.18	535,737.32	200,438.81
568	WORLD FUEL SERVICE LT1	May 26 11	35.57	20,203.31	41.17	23,384.56	3,181.25
381	WORLD FUEL SERVICE LT2	May 26 11	35.95	13,698.82	41.17	15,685.77	1,986.95
973	WORLD FUEL SERVICE LT3	Jun 1 11	35.60	34,643.47	41.17	40,058.41	5,414.94
1,216	WORLD FUEL SERVICE LT4	Jun 2 11	35.10	42,677.47	41.17	50,062.72	7,385.25
232	WORLD FUEL SERVICE LT5	Jun 3 11	34.62	8,031.65	41.17	9,551.44	1,519.79
723	WORLD FUEL SERVICE LT6	Jun 17 11	34.16	24,698.05	41.17	29,765.91	5,067.86
150	WORLD FUEL SERVICE LT7	Jun 24 11	34.27	5,139.92	41.17	6,175.50	1,035.58
210	WORLD FUEL SERVICE LT8	Jul 27 11	37.71	7,918.87	41.17	8,645.70	726.83
218	WORLD FUEL SERVICE LT9	Jul 28 11	37.63	8,204.41	41.17	8,975.06	770.65
147	WORLD FUEL SERVICE LT91	Jul 29 11	37.39	5,496.80	41.17	6,051.99	555.19
453	WORLD FUEL SERVICE LT92	Feb 29 12	41.90	18,979.39	41.17	18,650.01	-329.38
772	WORLD FUEL SERVICE LT93	Mar 1 12	41.82	32,287.43	41.17	31,783.24	-504.19
6,043	Subtotal for WF INT		36.73	221,979.59	41.17	248,790.31	26,810.72
	Total Stocks-All Securities:			9,135,028.41		13,484,785.49	4,349,757.08
250,000	ANHEUSER BUSCH/BOND	Feb 6 07	99.87	249,682.50	117.75	294,377.50	44,695.00
500,000	BERKLEY 4.625/BOND	Apr 23 12	101.99	509,950.00	107.89	539,435.01	29,485.01
150,000	DIAMOND 5.875/BOND	Jun 15 10	101.10	151,650.00	123.55	185,329.50	33,679.50
250,000	GOLDMAN SACHS 6.125/BOND	Apr 23 12	108.31	270,775.00	117.76	294,400.01	23,625.01
500,000	JPMORGAN CHASE 4.75/BOND	Apr 21 08	99.68	498,415.00	101.47	507,365.00	8,950.00
500,000	JPMORGAN GLOB/BOND	Oct 15 12	99.96	499,795.00	100.03	500,135.00	340.00
	Total Corporate Bonds-Municipal:			2,180,267.50		2,321,042.02	140,774.52
2,371	RIDERWOOD CORP ERIST/PH	Jan 6 04	215.98	512,088.58	235.38	558,076.51	45,987.93
500	WAIDNER CORP - COM/PH	Jan 6 04	3,093.71	1,546,856.00	4,568.54	2,284,270.02	737,414.02

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Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2012

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
300	WAIDNER CORP - PREF/PH	Jan 6 04	105.00	31,500.00	105.00	31,500.00	0.00
	Total Stocks Personal Holdings:			2,090,444.58		2,873,846.53	783,401.95
0	BROWN 5256 $ FUND			3,379,579.16	18.96	3,379,579.16	0.00
	Total Portfolios:			3,379,579.16		3,379,579.16	0.00
				16,785,319.65		22,059,253.20	5,273,933.55

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Waidner Foundation
All Marketable Security Data Output
As of: December 31, 2011

Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
5,900	AARONS INC	Jul 1 10	16.77	98,915.27	26.68	157,412.00	58,496.73
630	AARONS INC LT2	Jul 19 10	16.92	10,660.67	26.68	16,808.40	6,147.73
400	AARONS INC LT3	Nov 7 11	25.22	10,089.08	26.68	10,672.00	582.92
6,930	**Subtotal for AAN**		**17.27**	**119,665.02**	**26.68**	**184,892.40**	**65,227.38**
2,401	ACCENTURE PLC IRELANDLT1	Dec 29 11	53.69	128,917.61	53.23	127,805.23	-1,112.38
960	ACCENTURE PLC IRELANDLT2	Dec 30 11	53.55	51,409.34	53.23	51,100.80	-308.54
3,361	**Subtotal for ACN**		**53.65**	**180,326.95**	**53.23**	**178,906.03**	**-1,420.92**
75	AMERICAN EXPRESS COMP LT3	Jul 16 08	38.66	2,899.26	47.17	3,537.75	638.49
1,200	AMERICAN EXPRESS COMP LT4	Aug 20 08	37.07	44,479.50	47.17	56,604.00	12,124.50
1,200	AMERICAN EXPRESS COMP LT5	Sep 16 08	35.93	43,113.54	47.17	56,604.00	13,490.46
1,700	AMERICAN EXPRESS COMP LT6	Oct 3 08	32.12	54,607.31	47.17	80,189.00	25,581.69
600	AMERICAN EXPRESS COMP LT7	Oct 3 08	22.91	13,744.02	47.17	28,302.00	14,557.98
4,775	**Subtotal for AXP**		**33.27**	**158,843.63**	**47.17**	**225,236.75**	**66,393.12**
6,300	BANK OF AMERICA	May 1 09	8.70	54,801.18	5.56	35,028.00	-19,773.18
802	BANK OF AMERICA LT2	May 6 09	11.85	9,502.74	5.56	4,459.12	-5,043.62
2,278	BANK OF AMERICA LT3	May 6 09	11.82	26,922.77	5.56	12,665.68	-14,257.09
2,600	BANK OF AMERICA LT4	May 19 09	11.74	30,513.60	5.56	14,456.00	-16,057.60
280	BANK OF AMERICA LT9	Nov 16 10	11.95	3,344.88	5.56	1,556.80	-1,788.08
12,260	**Subtotal for BAC**		**10.20**	**125,085.17**	**5.56**	**68,165.60**	**-56,919.57**
2,270	BERKSHIRE HATH LT1	Feb 19 04	62.02	140,776.22	76.30	173,201.01	32,424.79
2,500	BERKSHIRE HATH LT2	May 19 04	59.62	149,047.00	76.30	190,750.01	41,703.01
1,000	BERKSHIRE HATH LT3	Nov 20 08	50.37	50,365.30	76.30	76,300.00	25,934.70
925	BERKSHIRE HATH LT 4	May 5 11	81.15	75,059.41	76.30	70,577.50	-4,481.91
6,695	**Subtotal for BRK B**		**62.02**	**415,247.93**	**76.30**	**510,828.52**	**95,580.59**
4,970	CANADIAN NAT'L RY CO	Jan 6 04	12.24	60,808.66	78.56	390,443.19	329,634.53

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Waidner Foundation
All Marketable Security Data Output
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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
1,500	CARMAX	Jan 6 04	15.63	23,437.50	30.48	45,720.00	22,282.50
1,700	CARMAX LT2	Jul 3 08	13.39	22,756.28	30.48	51,816.00	29,059.72
3,000	CARMAX LT3	Feb 12 09	8.36	25,073.10	30.48	91,440.00	66,366.90
1,000	CARMAX LT4	Jul 8 10	19.29	19,291.30	30.48	30,480.00	11,188.70
744	CARMAX LT5	Jun 3 11	28.01	20,835.94	30.48	22,677.12	1,841.18
556	CARMAX LT 6	Jun 6 11	27.76	15,434.84	30.48	16,946.88	1,512.04
8,500	**Subtotal for KMX**		**14.92**	**126,828.96**	**30.48**	**259,080.00**	**132,251.04**
445	CME GROUP INC	Oct 14 11	258.79	115,161.96	243.67	108,433.15	-6,728.81
42	CME GROUP INC LT2	Nov 16 11	239.87	10,074.59	243.67	10,234.14	159.55
88	CME GROUP INC LT3	Nov 17 11	237.84	20,929.97	243.67	21,442.96	512.99
575	**Subtotal for CME**		**254.20**	**146,166.52**	**243.67**	**140,110.25**	**-6,056.27**
2,960	CROWN CASTLE INTL	Mar 10 11	39.57	117,131.05	44.80	132,608.00	15,476.95
900	DISNEY WALT LT1	Jul 15 08	29.49	26,544.74	37.50	33,750.00	7,205.26
1,900	DISNEY WALT LT2	Oct 7 08	27.34	51,954.30	37.50	71,250.00	19,295.70
1,200	DISNEY WALT LT3	Oct 15 08	24.40	29,275.50	37.50	45,000.00	15,724.50
3,000	DISNEY WALT LT4	Jan 20 09	21.27	63,809.70	37.50	112,500.00	48,690.30
1,500	DISNEY WALT LT5	Feb 17 09	17.91	26,862.45	37.50	56,250.00	29,387.55
1,243	DISNEY WALT LT6	Aug 10 11	31.36	38,984.21	37.50	46,612.50	7,628.29
1,245	DISNEY WALT LT7	Oct 4 11	28.96	36,050.97	37.50	46,687.50	10,636.53
10,988	**Subtotal for DIS**		**24.89**	**273,481.87**	**37.50**	**412,050.00**	**138,568.13**
804	EXPRESS SCRIPTS LT1	Mar 3 11	57.14	45,937.10	44.69	35,930.76	-10,006.34
1,291	EXPRESS SCRIPTS LT2	Mar 4 11	56.76	73,280.13	44.69	57,694.79	-15,585.34
1,060	EXPRESS SCRIPTS LT3	Mar 10 11	52.51	55,661.55	44.69	47,371.40	-8,290.15
620	EXPRESS SCRIPTS LT4	Mar 25 11	55.13	34,178.31	44.69	27,707.80	-6,470.51
343	EXPRESS SCRIPTS LT5	Apr 26 11	54.36	18,644.42	44.69	15,328.67	-3,315.75
332	EXPRESS SCRIPTS LT6	Apr 26 11	54.03	17,937.56	44.69	14,837.08	-3,100.48
945	EXPRESS SCRIPTS LT7	Sep 15 11	41.63	39,343.37	44.69	42,232.05	2,888.68
865	EXPRESS SCRIPTS LT8	Oct 6 11	39.30	33,997.79	44.69	38,656.85	4,659.06

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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
6,260	**Subtotal for ESRX**		**50.96**	**318,980.23**	**44.69**	**279,759.40**	**-39,220.83**
300	FRANKLIN RESOURCES LT1	Sep 18 08	85.96	25,788.90	96.06	28,818.00	3,029.10
242	FRANKLIN RESOURCES LT2	Oct 1 08	85.04	20,580.54	96.06	23,246.52	2,665.98
58	FRANKLIN RESOURCES LT3	Oct 3 08	85.12	4,936.82	96.06	5,571.48	634.66
400	FRANKLIN RESOURCES LT4	Oct 7 08	75.37	30,149.30	96.06	38,424.00	8,274.70
300	FRANKLIN RESOURCES LT5	Oct 8 08	70.60	21,178.56	96.06	28,818.00	7,639.44
900	FRANKLIN RESOURCES LT6	Oct 24 08	53.68	48,309.84	96.06	86,454.00	38,144.16
200	FRANKLIN RESOURCES LT7	Jan 28 09	54.02	10,804.96	96.06	19,212.00	8,407.04
200	FRANKLIN RESOURCES LT8	May 7 10	104.03	20,806.66	96.06	19,212.00	-1,594.66
225	FRANKLIN RESOURCES LT9	Aug 2 11	124.18	27,941.40	96.06	21,613.50	-6,327.90
420	FRANKLIN RESOURCES LT10	Sep 22 11	98.44	41,344.93	96.06	40,345.20	-999.73
3,245	**Subtotal for BEN**		**77.61**	**251,841.91**	**96.06**	**311,714.70**	**59,872.79**
3,206	GENERAL MOTORS CO	Nov 18 10	34.55	110,771.47	20.27	64,985.62	-45,785.85
900	GENERAL MOTORS CO LT2	Jan 31 11	36.54	32,885.55	20.27	18,243.00	-14,642.55
1,295	GENERAL MOTORS LT3	Mar 1 11	32.95	42,665.59	20.27	26,249.65	-16,415.94
5,401	**Subtotal for GM**		**34.50**	**186,322.61**	**20.27**	**109,478.27**	**-76,844.34**
1,085	GOLDMAN SACHS GR	May 10 10	145.57	157,943.78	90.43	98,116.55	-59,827.23
400	GOLDMAN SACHS GR LT2	Jan 24 11	166.36	66,544.64	90.43	36,172.00	-30,372.64
1,485	**Subtotal for GS**		**151.17**	**224,488.42**	**90.43**	**134,288.55**	**-90,199.87**
200	GOOGLE INC CL A LT1	Oct 10 08	332.40	66,479.74	645.90	129,180.00	62,700.26
116	GOOGLE INC CL A LT2	Oct 15 08	350.04	40,604.64	645.90	74,924.40	34,319.76
200	GOOGLE INC CL A LT3	Nov 11 08	303.52	60,703.08	645.90	129,180.00	68,476.92
400	GOOGLE INC CL A LT4	Jan 15 09	292.95	117,181.92	645.90	258,360.01	141,178.09
42	GOOGLE INC CL A LT6	May 5 11	537.77	22,586.48	645.90	27,127.80	4,541.32
140	GOOGLE INC CL A LT7	May 26 11	520.24	72,833.95	645.90	90,426.00	17,592.05
1,098	**Subtotal for GOOG**		**346.44**	**380,389.81**	**645.90**	**709,198.21**	**328,808.40**
920	INT'L BUSINESS MACHINE	Dec 2 09	128.02	117,782.26	183.88	169,169.60	51,387.34

Waidner Foundation
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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
2,730	JOHNSON & JOHNSON	Jan 6 04	51.82	141,468.60	65.58	179,033.40	37,564.80
4,647	KINDER MORGAN DEL LT1	Feb 11 11	30.00	139,410.00	32.17	149,493.98	10,083.98
3,000	KINDER MORGAN DEL LT2	Feb 15 11	30.93	92,779.80	32.17	96,509.99	3,730.19
1,340	KINDER MORGAN DEL LT3	May 5 11	28.17	37,748.47	32.17	43,107.80	5,359.33
2,414	KINDER MORGAN DEL LT4	Jul25 11	27.98	67,551.69	32.17	77,658.38	10,106.69
1,476	KINDER MORGAN DEL LT5	Jul26 11	27.51	40,611.11	32.17	47,482.92	6,871.81
680	KINDER MORGAN DEL LT6	Aug 3 11	27.53	18,719.65	32.17	21,875.60	3,155.95
13,557	**Subtotal for KMI**		**29.27**	**396,820.72**	**32.17**	**436,128.67**	**39,307.95**
651	KOHLS CORP LT1	Apr 1 11	53.90	35,085.97	49.35	32,126.85	-2,959.12
1,695	KOHLS CORP LT2	Apr 4 11	53.80	91,186.26	49.35	83,648.25	-7,538.01
2,346	**Subtotal for KSS**		**53.82**	**126,272.23**	**49.35**	**115,775.10**	**-10,497.13**
2,200	KRAFT FOODS CLA	Jul15 08	29.62	65,163.66	37.36	82,192.00	17,028.34
455	KRAFT FOODS CLA LT2	Jul28 08	30.99	14,102.61	37.36	16,998.80	2,896.19
2,000	KRAFT FOODS CLA LT5	Feb 4 09	26.46	52,912.20	37.36	74,720.00	21,807.80
1,900	KRAFT FOODS CLA LT6	Feb 20 09	23.64	44,921.89	37.36	70,984.00	26,062.11
900	KRAFT FOODS CLA LT7	May 5 09	25.97	23,374.53	37.36	33,624.00	10,249.47
7,455	**Subtotal for KFT**		**26.89**	**200,474.89**	**37.36**	**278,518.80**	**78,043.91**
300	LOWES COMPANIES	Oct 29 07	27.28	8,183.98	25.38	7,614.00	-569.98
5,000	LOWES COMPANIES LT2	Nov 6 07	24.73	123,657.50	25.38	126,900.00	3,242.50
2,000	LOWES COMPANIES LT3	Jul21 08	20.18	40,354.10	25.38	50,760.00	10,405.90
700	LOWES COMPANIES LT4	Sep 21 09	21.73	15,213.10	25.38	17,766.00	2,552.90
3,400	LOWES COMPANIES LT5	Jan 5 11	24.73	84,086.42	25.38	86,292.00	2,205.58
1,525	LOWES COMPANIES LT6	Aug 4 11	20.25	30,888.58	25.38	38,704.50	7,815.92
12,925	**Subtotal for LOW**		**23.40**	**302,383.68**	**25.38**	**328,036.50**	**25,652.82**
1,330	MASTERCARD INC	May 22 07	139.81	185,948.23	372.82	495,850.61	309,902.38
171	MASTERCARD INC LT2	Oct 22 08	143.47	24,532.72	372.82	63,752.22	39,219.50
300	MASTERCARD INC LT3	Oct 28 08	126.56	37,967.01	372.82	111,846.00	73,878.99

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Waidner Foundation
All Marketable Security Data Output
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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
1,801	**Subtotal for MA**		**137.95**	**248,447.96**	**372.82**	**671,448.83**	**423,000.87**
4,000	MERCK & CO	Jul 2 08	38.77	155,063.67	37.70	150,800.00	-4,263.67
500	MERCK & CO LT2	Jul 24 08	33.02	16,509.40	37.70	18,850.00	2,340.60
1,300	MERCK & CO LT3	Jul 28 08	32.20	41,863.85	37.70	49,010.00	7,146.15
2,200	MERCK & CO LT4	Oct 15 08	27.04	59,479.96	37.70	82,940.00	23,460.04
1,100	MERCK & CO LT5	Oct 22 08	29.04	31,939.92	37.70	41,470.00	9,530.08
1,200	MERCK & CO LT6	Nov 12 08	27.15	32,576.82	37.70	45,240.00	12,663.18
10,300	**Subtotal for MRK**		**32.76**	**337,433.62**	**37.70**	**388,310.00**	**50,876.38**
541	MICROSOFT CORP LT1	Feb 16 06	26.76	14,479.73	25.96	14,044.36	-435.37
5,000	MICROSOFT CORP LT2	Jun 21 06	22.94	114,704.50	25.96	129,800.00	15,095.50
3,500	MICROSOFT CORP LT3	Jan 26 09	17.43	61,012.70	25.96	90,860.00	29,847.30
1,000	MICROSOFT CORP LT4	Sep 8 10	24.04	24,040.00	25.96	25,960.00	1,920.00
700	MICROSOFT CORP LT6	Apr 29 11	25.48	17,836.98	25.96	18,172.00	335.02
1,100	MICROSOFT CORP LT7	May 3 11	25.62	28,182.44	25.96	28,556.00	373.56
11,841	**Subtotal for MSFT**		**21.98**	**260,256.35**	**25.96**	**307,392.36**	**47,136.01**
1,325	MILLICOM INTL CELLULAR	Jul 30 07	80.20	106,259.57	100.58	133,267.31	27,007.74
400	MILLICOM INTL CELLULAR LT2	Sep 10 08	71.01	28,402.74	100.58	40,231.60	11,828.86
500	MILLICOM INTL CELLULAR LT3	Sep 19 08	69.20	34,602.00	100.58	50,289.50	15,687.50
2,225	**Subtotal for MICC**		**76.07**	**169,264.31**	**100.58**	**223,788.41**	**54,524.10**
700	OCCIDENTAL PETE CORP	Jul 22 08	77.34	54,134.58	93.70	65,590.00	11,455.42
200	OCCIDENTAL PETE CORP LT2	Sep 15 08	68.06	13,612.50	93.70	18,740.00	5,127.50
200	OCCIDENTAL PETE CORP LT3	Oct 3 08	62.06	12,412.50	93.70	18,740.00	6,327.50
400	OCCIDENTAL PETE CORP LT4	Oct 8 08	52.95	21,179.30	93.70	37,480.00	16,300.70
1,000	OCCIDENTAL PETE CORP LT5	Oct 15 08	45.98	45,977.00	93.70	93,700.00	47,723.00
1,000	OCCIDENTAL PETE CORP LT6	Dec 5 08	41.96	41,959.90	93.70	93,700.00	51,740.10
1,235	OCCIDENTAL PETE CORP LT7	Jul 28 11	101.04	124,785.02	93.70	115,719.50	-9,065.52
720	OCCIDENTAL PETE CORP LT8	Aug 8 11	80.80	58,177.66	93.70	67,464.00	9,286.34
825	OCCIDENTAL PETE CORP LT9	Oct 4 11	68.05	56,145.05	93.70	77,302.50	21,157.45

Waidner Foundation
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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
1,325	QUALCOMM INC	Jan 29 10	40.18	53,236.11	54.70	72,477.50	19,241.39
1,000	QUALCOMM INC LT2	Apr 27 10	37.92	37,916.30	54.70	54,700.00	16,783.70
2,500	QUALCOMM INC LT3	Jun 17 10	35.52	88,788.00	54.70	136,750.00	47,962.00
855	QUALCOMM INC LT4	Jul 30 10	37.94	32,436.56	54.70	46,768.50	14,331.94
5,680	**Subtotal for QCOM**		**37.39**	**212,376.97**	**54.70**	**310,696.00**	**98,319.03**
947	RENAISSANCE RE HOLD LT1	Jun 17 11	70.13	66,413.12	74.37	70,428.39	4,015.27
338	RENAISSANCE RE HOLD LT2	Jun 20 11	70.24	23,740.78	74.37	25,137.06	1,396.28
61	RENAISSANCE RE HOLD LT3	Jun 21 11	70.01	4,270.75	74.37	4,536.57	265.82
324	RENAISSANCE RE HOLD LT4	Jun 22 11	70.02	22,687.65	74.37	24,095.88	1,408.23
1,670	**Subtotal for RNR**		**70.13**	**117,112.30**	**74.37**	**124,197.90**	**7,085.60**
3,428	SCRIPPS NETWORKS LT1	Oct 27 08	22.51	77,147.47	42.42	145,415.75	68,268.28
2,050	SHERWIN WILLIAMS	Jan 6 10	59.64	122,264.87	89.27	183,003.49	60,738.62
12	SHERWIN WILLIAMS LT4	Aug 4 11	74.82	897.85	89.27	1,071.24	173.39
2,062	**Subtotal for SHW**		**59.73**	**123,162.72**	**89.27**	**184,074.73**	**60,912.01**
3,900	SOUTHWESTERN ENERGY LT1	Jan 7 11	37.91	147,837.30	31.94	124,566.00	-23,271.30
1,500	SOUTHWESTERN ENERGY LT2	Jan 19 11	38.96	58,436.40	31.94	47,910.00	-10,526.40
1,600	SOUTHWESTERN ENERGY LT3	Jun 22 11	42.51	68,017.12	31.94	51,104.00	-16,913.12
1,218	SOUTHWESTERN ENERGY LT4	Sep 22 11	34.64	42,194.93	31.94	38,902.92	-3,292.01
527	SOUTHWESTERN ENERGY LT5	Sep 22 11	34.47	18,167.43	31.94	16,832.38	-1,335.05
8,745	**Subtotal for SWN**		**38.27**	**334,653.18**	**31.94**	**279,315.30**	**-55,337.88**
1,480	T ROWE PRICE GROUP	Aug 17 11	51.02	75,516.26	56.95	84,286.00	8,769.74
1,810	T ROWE PRICE GROUP LT2	Aug 18 11	47.73	86,385.69	56.95	103,079.50	16,693.81
3,290	**Subtotal for TROW**		**49.21**	**161,901.95**	**56.95**	**187,365.50**	**25,463.55**
4,000	TJX COS INC	Mar 3 09	21.52	86,099.60	64.55	258,200.01	172,100.41
200	TJX COS INC LT2	Mar 6 09	21.47	4,294.12	64.55	12,910.00	8,615.88
450	TJX COS INC LT3	Dec 3 09	37.37	16,816.01	64.55	29,047.50	12,231.49

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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
4,650	**Subtotal for TJX**		**23.06**	**107,209.73**	**64.55**	**300,157.51**	**192,947.78**
3,200	TIME WARNER CABLE	Nov 29 10	60.99	195,163.52	63.57	203,424.00	8,260.48
659	TIME WARNER CABLE LT2	Aug 8 11	65.40	43,101.57	63.57	41,892.63	-1,208.94
3,859	**Subtotal for TWC**		**61.74**	**238,265.09**	**63.57**	**245,316.63**	**7,051.54**
3,975	TOTAL SA SPONS ADR	Dec 1 10	49.44	196,538.31	51.11	203,162.25	6,623.94
820	TOTAL SA SPONS ADR LT2	Aug 10 11	45.98	37,706.96	51.11	41,910.20	4,203.24
4,795	**Subtotal for TOT**		**48.85**	**234,245.27**	**51.11**	**245,072.45**	**10,827.18**
4,275	UNITED TECHNOLOGIES	Jan 6 04	47.20	201,769.31	73.09	312,459.73	110,690.42
651	VISA INC CLASSA LT1	Jun 29 11	86.69	56,432.01	101.53	66,096.03	9,664.02
704	VISA INC CLASSA LT2	Jun 30 11	86.77	61,086.22	101.53	71,477.12	10,390.90
399	VISA INC CLASSA LT3	Aug 4 11	85.21	34,000.11	101.53	40,510.47	6,510.36
301	VISA INC CLASSA LT4	Aug 3 11	84.90	25,555.78	101.53	30,560.53	5,004.75
2,055	**Subtotal for V**		**86.17**	**177,074.12**	**101.53**	**208,644.15**	**31,570.03**
1,430	WELLPOINT	Jan 6 04	43.64	62,406.54	66.25	94,737.50	32,330.96
2,000	WELLPOINT LT2	Mar 2 09	30.26	60,512.00	66.25	132,500.00	71,988.00
3,430	**Subtotal for WLP**		**35.84**	**122,918.54**	**66.25**	**227,237.50**	**104,318.96**
4,407	WELLS FARGO LT1	Nov 19 08	25.60	112,822.97	27.56	121,456.92	8,633.95
1,000	WELLS FARGO LT2	Feb 18 09	13.17	13,168.10	27.56	27,560.00	14,391.90
3,000	WELLS FARGO LT3	Feb 20 09	9.92	29,753.10	27.56	82,680.00	52,926.90
295	WELLS FARGO LT4	May 8 09	22.00	6,490.00	27.56	8,130.20	1,640.20
1,887	WELLS FARGO LT5	May 8 09	25.17	47,503.53	27.56	52,005.72	4,502.19
2,750	WELLS FARGO LT6	Jul 24 09	23.43	64,422.05	27.56	75,790.00	11,367.95
1,000	WELLS FARGO LT7	Dec 15 09	25.93	25,932.40	27.56	27,560.00	1,627.60
1,335	WELLS FARGO LT 8	Jun 7 11	26.37	35,206.36	27.56	36,792.60	1,586.24
15,674	**Subtotal for WFC**		**21.39**	**335,298.51**	**27.56**	**431,975.44**	**96,676.93**

Waidner Foundation
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Quantity	Security	Date Acquired	Unit Cost	Cost Basis	Market Price	Market Value	Gain/Loss
568	WORLD FUEL SERVICE LT1	May 26 11	35.57	20,203.31	41.98	23,844.64	3,641.33
381	WORLD FUEL SERVICE LT2	May 26 11	35.95	13,698.82	41.98	15,994.38	2,295.56
973	WORLD FUEL SERVICE LT3	Jun 1 11	35.60	34,643.47	41.98	40,846.54	6,203.07
1,216	WORLD FUEL SERVICE LT4	Jun 2 11	35.10	42,677.47	41.98	51,047.68	8,370.21
232	WORLD FUEL SERVICE LT5	Jun 3 11	34.62	8,031.65	41.98	9,739.36	1,707.71
723	WORLD FUEL SERVICE LT6	Jun 17 11	34.16	24,698.05	41.98	30,351.54	5,653.49
150	WORLD FUEL SERVICE LT7	Jun 24 11	34.27	5,139.92	41.98	6,297.00	1,157.08
210	WORLD FUEL SERVICE LT8	Jul 27 11	37.71	7,918.87	41.98	8,815.80	896.93
218	WORLD FUEL SERVICE LT9	Jul 28 11	37.63	8,204.41	41.98	9,151.64	947.23
147	WORLD FUEL SERVICT LT10	Jul 29 11	37.39	5,496.80	41.98	6,171.06	674.26
4,818	**Subtotal for WF INT**		**35.43**	**170,712.77**	**41.98**	**202,259.64**	**31,546.87**
	Total Stocks-All Securities:			**9,246,629.40**		**12,074,339.22**	**2,827,709.82**
500,000	AMERICAN HONDA FIN/BOND	Mar 20 07	99.90	499,500.00	101.05	505,245.02	5,745.02
250,000	ANHEUSER BUSCH/BOND	Feb 6 07	99.87	249,682.50	117.97	294,927.50	45,245.00
350,000	CATERPILLAR 4.7/BOND	Mar 8 05	99.88	349,583.50	100.92	353,234.01	3,650.51
150,000	CATERPILLAR 4.7 LT2/BOND	Dec 7 05	99.09	148,640.99	100.92	151,386.01	2,745.02
500,000	**Subtotal for CATER 4.7**		**99.64**	**498,224.49**	**100.92**	**504,620.02**	**6,395.53**
150,000	DIAMOND 5.875/BOND	Jun 15 10	101.10	151,650.00	116.09	174,129.00	22,479.00
500,000	JPMORGAN CHASE 4.75/BOND	Apr 21 08	99.68	498,415.00	104.51	522,565.00	24,150.00
	Total Corporate Bonds-Municipal:			**1,897,471.99**		**2,001,486.54**	**104,014.55**
2,371	RIDERWOOD CORP BRIST/PH	Jan 6 04	215.98	512,088.58	235.38	558,076.51	45,987.93
500	WAIDNER CORP - COM/PH	Jan 6 04	2,845.39	1,422,696.00	4,568.54	2,284,270.02	861,574.02
300	WAIDNER CORP - PREF/PH	Jan 6 04	105.00	31,500.00	105.00	31,500.00	0.00
	Total Stocks Personal Holdings:			**1,966,284.58**		**2,873,846.53**	**907,561.95**
				13,110,385.97		**16,949,672.29**	**3,839,286.32**

Waidner Foundation
Schedule D
As of: December 31, 2012

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
	Short-Term Capital Gains and Losses					
925	BERKSHIRE HATH LT4	May 5 11	Apr 11 12	73,125.52	75,059.41	-1,933.89
650	CARMAX LT5_SLD#1	Jun 3 11	Jan 13 12	21,233.86	18,203.44	3,030.42
104	CARMAX LT7	May 10 12	Oct 26 12	3,458.12	3,120.93	337.19
546	CARMAX LT7_SLD#1	May 10 12	Oct 24 12	17,836.38	16,384.86	1,451.52
409	CARMAX LT8_SLD#1	Jun 28 12	Oct 25 12	13,379.43	10,239.97	3,139.46
1,243	DISNEY WALT LT6	Aug 10 11	Jun 28 12	59,003.26	38,984.21	20,019.05
133	FRANKLIN RESOURCES LT1_S#1	Sep 22 11	Mar 7 12	15,590.42	13,092.56	2,497.86
225	FRANKLIN RESOURCES LT9	Aug 2 11	Mar 7 12	26,374.77	27,941.40	-1,566.63
651	KOHLS CORP LT1	Apr 1 11	Feb 2 12	30,309.72	35,085.97	-4,776.25
1,695	KOHLS CORP LT2	Apr 4 11	Feb 2 12	78,917.00	91,186.26	-12,269.26
4,641	ORACLE CORPORATION LT1	Dec 28 11	Apr 11 12	130,839.38	118,504.69	12,334.69
539	OWENS CORNING LT7_SLD#1	Nov 15 11	Sep 24 12	19,138.60	15,770.82	3,367.78
1,045	OWENS CORNING LT92	Feb 14 12	Sep 24 12	37,105.44	34,340.06	2,765.38
1,865	PROGRESSIVE CORP OH	Apr 11 12	Jun 29 12	38,587.10	42,209.80	-3,622.70
3,765	PROGRESSIVE CORP OH_SLD#1	Apr 11 12	Jun 28 12	76,852.84	85,211.74	-8,358.90
12	SHERWIN WILLIAMS LT4	Aug 4 11	Jan 26 12	1,176.67	897.85	278.82
	Total Short-term			**642,928.51**	**626,233.97**	**16,694.54**
	Long-Term Capital Gains and Losses					
75	AMERICANEXPRESS COMP LT3	Jul 16 08	Jan 12 12	3,685.50	2,899.26	786.24
632	AMERICAN EXPRESS COMP _S#1	Aug 20 08	Jan 12 12	31,056.44	23,425.87	7,630.57
368	AMERICAN EXPRESS COMP _S#2	Aug 20 08	Jan 17 12	18,468.24	13,640.38	4,827.86
500	AMERICAN HONDA FIN/BOND	Mar 20 07	Mar 27 12	500,000.00	499,500.00	500.00
150	BERKSHIRE HATH LT1_SLD#1	Feb 19 04	Apr 11 12	11,858.20	9,302.39	2,555.81
94	CARMAX LT5	Jun 3 11	Oct 26 12	3,125.60	2,632.50	493.10
13	CARMAX LT6	Jun 6 11	Oct 25 12	425.27	360.89	64.38
543	CARMAX LT6_SLD#1	Jun 6 11	Oct 26 12	18,055.38	15,073.95	2,981.43
150	CATERPILLAR 4.7 LT2/BOND	Dec 7 05	Mar 15 12	150,000.00	148,640.99	1,359.01
350	CATERPILLAR 4.7/BOND	Mar 8 05	Mar 15 12	350,000.00	349,583.50	416.50
165	DISNEY WALT LT1_SLD#1	Jul 15 08	Jun 28 12	7,832.30	4,866.54	2,965.76
375	DISNEY WALT LT1_SLD#2	Jul 15 08	Oct 24 12	18,988.07	11,060.31	7,927.76
225	DISNEY WALT LT1_SLD#3	Jul 15 08	Oct 25 12	11,450.91	6,636.18	4,814.73
58	FRANKLIN RESOURCES LT10	Sep 22 11	Sep 28 12	7,249.55	5,709.54	1,540.01
229	FRANKLIN RESOURCES LT1_S#2	Sep 22 11	Sep 27 12	28,627.65	22,542.83	6,084.82
6	FRANKLIN RESOURCES LT1_S#3	Sep 18 08	Sep 28 12	749.95	515.78	234.17
200	FRANKLIN RESOURCES LT8	May 7 10	Mar 7 12	23,444.23	20,806.66	2,637.57
1,085	GOLDMAN SACHS GR	May 10 10	Oct 17 12	134,558.03	157,943.78	-23,385.75
14	GOLDMAN SACHS GR LT2	Jan 24 11	Oct 17 12	1,736.23	2,329.06	-592.83
386	GOLDMAN SACHS GR LT2_SLD#1	Jan 24 11	Sep 14 12	47,048.63	64,215.58	-17,166.95
42	GOOGLE INC CL A LT6	May 5 11	Sep 27 12	31,690.15	22,586.48	9,103.67
97	GOOGLE INC CL A LT7_SLD#1	May 26 11	Sep 27 12	73,189.16	50,463.52	22,725.64
300	LOWES COMPANIES	Oct 29 07	Aug 22 12	8,136.77	8,183.98	-47.21
3,074	LOWES COMPANIES LT2_SLD#1	Nov 6 07	Aug 22 12	83,374.85	76,024.63	7,350.22
41	MASTERCARD INC LT2	Oct 22 08	Jun 28 12	17,345.13	5,882.11	11,463.02

Waidner Foundation
Schedule D
As of: December 31, 2012

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
130	MASTERCARD INC LT2_SLD#1	Oct 22 08	Feb 1 12	46,596.78	18,650.61	27,946.17
112	MASTERCARD INC_SLD#1	May 22 07	Jun 28 12	47,381.83	15,658.80	31,723.03
1,575	MERCK & CO_SLD#1	Jul 2 08	Apr 24 12	60,314.68	61,056.32	-741.64
1,325	MILLICOM INTL CELLULAR	Jul 30 07	Aug 10 12	123,437.95	106,259.57	17,178.38
400	MILLICOM INTL CELLULAR LT2	Sep 10 08	Aug 10 12	37,264.28	28,402.74	8,861.54
500	MILLICOM INTL CELLULAR LT3	Sep 19 08	Aug 10 12	46,580.35	34,602.00	11,978.35
470	PEPSICO LT1	Oct 10 08	Oct 24 12	32,120.12	26,117.81	6,002.31
1,330	PEPSICO LT1_SLD#1	Oct 10 08	Jul 10 12	92,759.70	73,907.83	18,851.87
208	PEPSICO LT2_SLD#1	Oct 14 08	Oct 24 12	14,214.85	11,243.44	2,971.41
1,800	PFIZER INC	Jan 15 10	Mar 28 12	40,113.73	35,023.68	5,090.05
90	PFIZER INC LT2	Jan 22 10	Jun 4 12	1,930.33	1,723.10	207.23
1,010	PFIZER INC LT2_SLD#1	Jan 22 10	Mar 28 12	22,508.25	19,337.06	3,171.19
1,425	PFIZER INC LT3_SLD#1	Jan 29 10	Jun 4 12	30,563.57	26,960.57	3,603.00
1,325	QUALCOMM INC	Jan 29 10	Sep 27 12	84,085.65	53,236.11	30,849.54
133	QUALCOMM INC LT4_SLD#1	Jul 30 10	Sep 27 12	8,440.30	5,045.69	3,394.61
1,258	SCRIPPS NETWORKS LT1	Oct 27 08	May 3 12	67,655.23	28,311.42	39,343.81
63	SCRIPPS NETWORKS LT1_S#1	Oct 27 08	Mar 20 12	3,006.18	1,417.82	1,588.36
672	SCRIPPS NETWORKS LT1_S#2	Oct 27 08	Mar 21 12	32,339.08	15,123.42	17,215.66
1,305	SCRIPPS NETWORKS LT1_S#3	Oct 27 08	May 2 12	66,342.36	29,369.15	36,973.21
130	SCRIPPS NETWORKS LT1_S#4	Oct 27 08	May 3 12	6,947.04	2,925.66	4,021.38
567	SHERWIN WILLIAMS	Jan 6 10	May 10 12	70,321.90	33,816.67	36,505.23
798	SHERWIN WILLIAMS_SLD#3	Jan 6 10	Jan 26 12	78,248.62	47,593.84	30,654.78
365	SHERWIN WILLIAMS_SLD#4	Jan 6 10	Mar 29 12	39,713.51	21,769.11	17,944.40
320	SHERWIN WILLIAMS_SLD#5	Jan 6 10	Apr 5 12	36,273.59	19,085.25	17,188.34
245	TJX COS INC LT2_SLD#1	Mar 6 09	Mar 15 12	9,340.11	2,630.15	6,709.96
900	TJX COS INC LT3	Dec 3 09	Mar 15 12	34,310.62	16,816.01	17,494.61
675	TJX COS INC_SLD#1	Mar 3 09	Jun 18 12	28,937.21	7,264.65	21,672.56
1,073	TJX COS INC_SLD#2	Mar 3 09	Aug 16 12	48,277.79	11,548.11	36,729.68
495	TJX COS INC_SLD#3	Mar 3 09	Sep 27 12	22,300.09	5,327.41	16,972.68
788	UNITED TECHNOLOGIES_SLD#1	Jan 6 04	Aug 29 12	63,103.35	37,191.63	25,911.72
	Total Long-term			**2,877,525.29**	**2,322,242.34**	**555,282.95**
	TOTAL CAPITAL GAINS			**3,520,453.80**	**2,948,476.31**	**571,977.49**