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

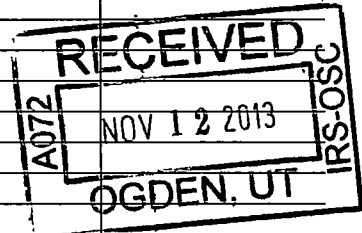
Department of the Treasury Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation ESTHER M & FREEMAN E EVERETT CHARITABLE R72670004
Number and street (or P O box number if mail is not delivered to street address) Room/suite
10 S DEARBORN IL1-0117
City or town, state, and ZIP code
CHICAGO, IL 60603
G Check all that apply: Initial return Final return Address change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,994,318
J Accounting method: Cash Accrual Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Gross rents, Net rental income, Gross sales price, Capital gain, Income modifications, Operating and Administrative Expenses, Total expenses, and Net investment income.



ENVELOPE POSTMARK DATE NOV 15 2013

SCANNED NOV 15 2013

Operating and Administrative Expenses

Handwritten marks: a large 'l' and a 'b' with a checkmark.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	53,771.	23,187.	23,187.
	2	Savings and temporary cash investments	133,998.	50,067.	50,067.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations(attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,531,170.	1,215,767.	1,433,476.
	c	Investments - corporate bonds (attach schedule)	1,190,373.	978,628.	1,023,563.
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)		437,824.	464,025.
	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)	2,909,312.	2,705,473.	2,994,318.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	2,909,312.	2,705,473.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	2,909,312.	2,705,473.		
31	Total liabilities and net assets/fund balances (see instructions)	2,909,312.	2,705,473.		

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	2,909,312.
2	Enter amount from Part I, line 27a	2	-203,837.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,705,475.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,705,473.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 996,734.		963,773.	32,961.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))			
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any				
a			32,961.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	32,961.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }						

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

(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	492,923.	3,323,605.	0.148310
2010	302,390.	3,437,853.	0.087959
2009	243,433.	3,264,862.	0.074561
2008	209,041.	3,743,973.	0.055834
2007	298,409.	4,310,806.	0.069223
2 Total of line 1, column (d)			0.435887
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			0.087177
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			3,013,840.
5 Multiply line 4 by line 3			262,738.
6 Enter 1% of net investment income (1% of Part I, line 27b)			771.
7 Add lines 5 and 6			263,509.
8 Enter qualifying distributions from Part XII, line 4			275,131.

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax based on investment income', and 'Credits/Payments'. Total tax due is 772, refunded 772, resulting in 0 net tax.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns include question number, 'Yes', and 'No'. Activities include influencing legislation, political expenditures, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of JPMORGAN CHASE BANK, NA Telephone no. (866) 888-5157
Located at 10 S DEARBORN IL-0117, CHICAGO, IL ZIP+4 60603
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country

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

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
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 X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No 6b 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? Yes No 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK, NA 10 S DEARBORN IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	29,374.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,838,319.
b	Average of monthly cash balances	1b	221,417.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,059,736.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,059,736.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,896.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,013,840.
6	Minimum investment return. Enter 5% of line 5	6	150,692.

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	150,692.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	771.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	771.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	149,921.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	149,921.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	149,921.

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	275,131.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	275,131.
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	771.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	274,360.

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				149,921.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years. 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012.				
a From 2007	92,269.			
b From 2008	23,678.			
c From 2009	81,222.			
d From 2010	134,713.			
e From 2011	331,587.			
f Total of lines 3a through e	663,469.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>275,131.</u>				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				149,921.
e Remaining amount distributed out of corpus	125,210.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	788,679.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	92,269.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	696,410.			
10 Analysis of line 9:				
a Excess from 2008	23,678.			
b Excess from 2009	81,222.			
c Excess from 2010	134,713.			
d Excess from 2011	331,587.			
e Excess from 2012	125,210.			

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

NOT APPLICABLE

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

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

Table with 5 columns: Tax year (a) 2012, (b) 2011, Prior 3 years (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), b (85% of line 2a), c (Qualifying distributions), d (Amounts included in line 2c), e (Qualifying distributions made directly), 3 (Alternative tests: a Assets, b Endowment, c Support).

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 3

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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
<p>a Paid during the year</p> <p>SEE STATEMENT 20</p>				267,787.
Total				3a 267,787.
<p>b Approved for future payment</p>				
Total				3b

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (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. Signature of officer or trustee: Anthony Ward, Date: 11/01/2013, Title: [blank]. 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, Firm's name, Firm's address, Firm's EIN, Phone no.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: **ESTHER M & FREEMAN E EVERETT CHARITABLE** Employer identification number: **52-7246146**

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

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b 5,346.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 5,346.

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					11,793.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 15,822.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 27,615.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		5,346.
14	Net long-term gain or (loss):			
a	Total for year	14a		27,615.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		32,961.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 990-T, line 4g are more than zero.

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

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
ESTHER M & FREEMAN E EVERETT CHARITABLE Employer identification number
52-7246146

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 20000. U S TREAS NTS 1/15/12	03/02/2009	01/17/2012	20,000.00	19,928.00	72.00
55000. DB REN SPX 2/17/12	01/14/2011	02/17/2012	59,774.00	54,450.00	5,324.00
55000. SG CONT BUFF EQ SPX	03/04/2011	03/21/2012	58,456.00	54,450.00	4,006.00
35000. GS BREN EAFE 4/10/1	03/25/2011	04/10/2012	32,734.00	34,650.00	-1,916.00
25000. U S A TREASURY NOTE	03/02/2009	04/30/2012	25,000.00	27,435.00	-2,435.00
. QWEST COMMUNICATIONS INT		05/17/2012	46.00		46.00
. QWEST COMMUNICATIONS INT		05/17/2012	108.00		108.00
7572.055 JPMORGAN HIGH YIE	12/24/2007	05/30/2012	59,138.00	59,048.00	90.00
35000. HSBC BREN EAFE 05/	05/13/2011	05/31/2012	29,676.00	34,650.00	-4,974.00
1689.79 ARTISAN INTL VALUE	VAR	06/27/2012	43,292.00	41,748.00	1,544.00
35000. BARC BREN EAFE 06/	06/10/2011	06/27/2012	30,977.00	34,650.00	-3,673.00
5062.658 BLACKROCK FDS HI INSTL*	04/11/2011	06/27/2012	38,881.00	39,944.00	-1,063.00
977.947 DREYFUS/LAUREL FDS	04/22/2010	06/27/2012	13,574.00	13,809.00	-235.00
1585.172 EATON VANCE MUT F	02/17/2009	06/27/2012	14,187.00	10,605.00	3,582.00
4500.138 JPMORGAN INTERNAT CURRENCY	03/22/2010	06/27/2012	48,736.00	48,781.00	-45.00
639.417 MATTHEWS PACIFIC T FUND	06/15/2010	06/27/2012	13,543.00	12,300.00	1,243.00
761. VANGUARD EMERGING MAR	09/16/2010	06/27/2012	29,230.00	33,194.00	-3,964.00
2099.363 VICTORY PORTFOLIO	10/19/2010	06/27/2012	31,448.00	29,937.00	1,511.00
1106.366 ARTIO INTERNATION - I	01/31/2011	08/06/2012	11,163.00	13,697.00	-2,534.00
50000. GS CONT BUFF EQ SPX	08/26/2011	09/12/2012	60,000.00	49,500.00	10,500.00
. APPLE COMPUTER INC		10/24/2012	12.00		12.00
30000. HSBC MARKET PLUS GO 10/29/12	10/14/2011	10/30/2012	30,872.00	29,700.00	1,172.00
35000. HSBC BREN SPX 10/3	10/14/2011	10/31/2012	41,195.00	34,650.00	6,545.00
30000. GS BREN EEM 11/05/1	10/19/2011	11/07/2012	34,570.00	29,700.00	4,870.00
6911.881 THE ARBITRAGE FUN	VAR	11/16/2012	88,749.00	90,707.00	-1,958.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED REVENUE	-3,095.

TOTALS	-3,095.
	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	222.	
FEDERAL ESTIMATES - INCOME	2,440.	
FOREIGN TAXES ON QUALIFIED FOR	314.	314.
FOREIGN TAXES ON NONQUALIFIED	3.	3.
TOTALS	2,979.	317.
	=====	=====

=====

RECIPIENT NAME:

PIKES PEAK COMMUNITY FOUNDATION

ADDRESS:

730 N. NEVADA AVE.

COLORADO SPRINGS, CO 80903

RECIPIENT'S PHONE NUMBER: 719-389-1251

FORM, INFORMATION AND MATERIALS:

WRITTEN REQUEST AND PROOF OF TAX EXEMPT STATUS UNDER IRC 501(C)(3)

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

MUST BE IN FURTHERANCE OF TAX EXEMPT PURPOSE

RECIPIENT NAME:
HOMeward PIKES PEAK
ADDRESS:
518 N. NEVADA
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ASSISTANCE LEAGUE
ADDRESS:
211 E. COSTILLA
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
SILVER KEY SENIOR SERVICES
ADDRESS:
2250 BOTT AVE.
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS
ADDRESS:
111 SOUTH TEJON, STE. 302
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
NATIONAL MILL DOG RESCUE
ADDRESS:
PO BOX 88468
COLORADO SPRINGS, CO 80908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
FOSTERING HOPE FOUNDATION
ADDRESS:
3055 SUNNYBROOK LN
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HARLEY'S HOPE
ADDRESS:
PO BOX 11846
COLORADO SPRINGS, CO 80908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
PIKES PEAK PRO BONO PROJECT INC
ADDRESS:
524 N. TEJON
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
HABITAT FOR HUMANITY
ADDRESS:
2105 E. BIJOU ST., STE B
COLORADO SPRINGS, CO 80932
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
COURT CARE FOR THE PIKES PEAK
REGION
ADDRESS:
PO BOX 68
COLORADO SPRINGS, CO 80901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
NATIONAL ALLIANCE ON MENTAL ILLNESS
ADDRESS:
510 E. WILLAMETTE # A
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
WESTSIDE CARES
ADDRESS:
1930 W. COLORADO AVE.
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,500.

RECIPIENT NAME:
TRI LAKES CARES
ADDRESS:
PO BOX 1301
MONUMENT, CO 80132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
GRIFFITH CENTERS FOR CHILDREN
ADDRESS:
17 N. FARRAGUT AVE
COLORADO SPRINGS, CO 80031
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CHEYENNE MOUNTAIN ZOO
ADDRESS:
4250 CHEYENNE MOUNTAIN ZOO RD.
COLORADO SPRINGS, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
BROADMOOR COMMUNITY CHURCH
ADDRESS:
315 LAKE AVE
COLORADO SPRINGS, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUB PIKES PEAK
REGION
ADDRESS:
102E. PIKES PEAK AVE. # 500
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES OF COLORADO
SPRINGS
ADDRESS:
PO BOX 6300
COLORADO SPRINGS, CO 80934
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
RESOURCE EXCHANGE
ADDRESS:
418 SOUTH WEBER STREET
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CATHOLIC CHARITIES OF COLORADO
SPRINGS
ADDRESS:
228 N. CASCADE AVE.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
EARLY CONNECTIONS LEARNING CENTERS
ADDRESS:
104 E. RIO GRANDE
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
CARE AND SHARE
ADDRESS:
2605 PREAMBLE POINT
COLORADO SPRINGS, CO 80915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
TESSA
ADDRESS:
435 GOLD PASS HEIGHTS
COLORADO SPRINGS, CO 80901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
WOMEN'S RESOURCE AGENCY
ADDRESS:
750 CITADEL DR. EAST STE.3116
COLORADO SPRINGS, CO 80909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LUTHERAN FAMILY SERVICES
ADDRESS:
363 SOUTH HARLAN STE. 200
LAKEWOOD, CO 80226-3552
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
ROCKY MOUNTAIN COMMUNITY LAND TRUST
ADDRESS:
1212 WEST COLORADO AVE.
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ENERGY RESOURCE CENTER
ADDRESS:
5920 PAONIA CT.
COLORADO SPRINGS, CO 80915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
ECUMENICAL SOCIAL MINISTRIES
ADDRESS:
201 N. WEBER ST.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
PENROSE-ST. FRANCIS FOUNDATION
ADDRESS:
2222 N. NEVADA AVE.
COLORADO SPRINGS, CO 80907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
NORTHERN CHURCHES CARE
ADDRESS:
4210 AUSTIN BLUFFS PARKWAY
COLORADO SPRINGS, CO 80918
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
CASA
ADDRESS:
701 S. CASCADE AVE.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
TRAILS AND OPEN SPACE COALITION
ADDRESS:
1040 S. 8TH STREET,STE.101
COLORADO SPRINGS, CO 80905
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
GRECCIO HOUSING OPPORTUNITY CENTER
ADDRESS:
1808 W. COLORADO AVE
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PARTNERS IN HOUSING
ADDRESS:
455 GOLD PASS HEIGHTS
COLORADO SPRINGS, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
CHILDREN'S LITERACY CENTER
ADDRESS:
2928 STRAUS LANE, STE. 100
COLORADO SPRINGS, CO 80907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SAFE PASSAGE
ADDRESS:
423 SOUTH CASCADE AVENUE
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
COLORADO SPRINGS TEEN COURT
ADDRESS:
PO BOX 2169
COLORADO SPRINGS, CO 80901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
PIKES PEAK COMMUNITY FOUNDATION
ADDRESS:
730 N. NEVADA AVE.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 25,787.

RECIPIENT NAME:
PILLAR INSTITUTE FOR LIFELONG
LEARNING
ADDRESS:
202 E. CHEYENNE MTN. BLVD. STE1
COLORADO SPRINGS, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
INTERFAITH HOSPITALITY NETWORK
ADDRESS:
519 N. TEJON ST.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
INSIDE OUT YOUTH SERVICES
ADDRESS:
235 S. NEVADA AVE.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,500.

RECIPIENT NAME:
CENTRO DE LA FAMILIA
ADDRESS:
122 E. LAS ANIMAS ST.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PIKES PEAK HOSPICE FOUNDATION
ADDRESS:
825 E.PIKES PEAK AVE STE 600
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PEAK EDUCATION
ADDRESS:
730 N. NEVADA
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
URBAN PEAK
ADDRESS:
423 S. CUCHARRAS
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
BETH-EL COLLEGE OF NURSING & HEALTH
SCIENCES
ADDRESS:
1420 AUSTIN BLUFFS PKWY, PO BOX 7150
COLORADO SPRINGS, CO 80933-7150
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 37,500.

RECIPIENT NAME:
KIDS IN NEED OF DENTISTRY
ADDRESS:
2465 SOUTH DOWNING, SUITE 207
DENVER, CO 80210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
CU AGING CENTER
ADDRESS:
1436 N. HANCOCK
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
REACH OUT AND READ COLORADO
ADDRESS:
4380 S. SYRACUSE STREET
DENVER, CO 80237
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

TOTAL GRANTS PAID: 267,787.
=====



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

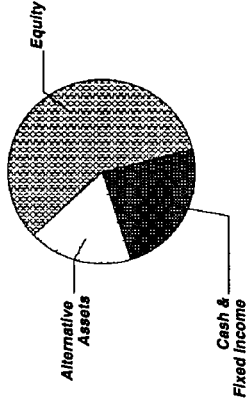
Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	1,419,321.75	1,433,475.99	14,154.24	13,366.11	58%
Alternative Assets	446,265.95	464,024.70	17,758.75	7,636.64	18%
Cash & Fixed Income	604,486.05	584,775.97	(19,710.08)	20,034.25	24%
Market Value	\$2,470,073.75	\$2,482,276.66	\$12,202.91	\$41,037.00	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	0.00	(6,230.83)	8,230.83
Accruals	1,283.67	2,537.44	1,253.77
Market Value	\$1,283.67	\$10,768.27	\$9,484.60



INCOME

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	0.00	8,249.20
Additions	47,689.20	215,150.49
Withdrawals & Fees	(55,225.96)	(260,841.42)
Net Additions/Withdrawals	(\$7,536.76)	(\$45,690.93)
Income	15,767.59	45,672.56
Change In Investment Value	\$8,230.83	\$8,230.83
Accruals	2,537.44	2,537.44
Market Value with Accruals	\$10,768.27	\$10,768.27

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	2,470,073.75	2,455,875.49
Additions	(1,225.94)	(206,442.90)
Net Additions/Withdrawals	(\$1,225.94)	(\$206,442.90)
Income	67.94	782.74
Change In Investment Value	13,360.91	232,061.33
Ending Market Value	\$2,482,276.66	\$2,482,276.66
Accruals	--	--
Market Value with Accruals	--	--



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	15,762.52	45,620.37
Interest Income	5.07	52.19
Original Issue Discount	67.94	782.74
Taxable Income	\$15,835.53	\$46,455.30

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	10,093.52	11,235.18
ST Realized Gain/Loss		5,346.18
LT Realized Gain/Loss		21,143.85
Realized Gain/Loss	\$10,093.52	\$37,725.21

	To-Date Value
Unrealized Gain/Loss	\$279,191.75

Cost Summary	Cost
Equity	1,215,766.88
Cash & Fixed Income	549,493.58
Total	\$1,765,260.46

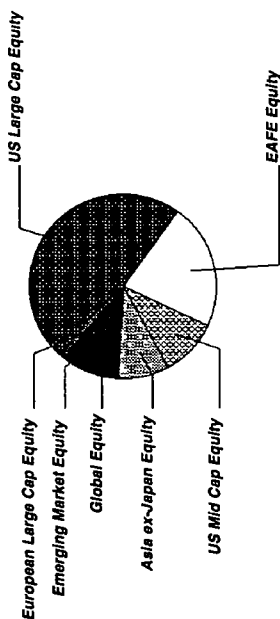


EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	661,366.09	661,897.54	531.45	27%
US Mid Cap Equity	154,933.38	154,666.30	(267.08)	6%
EAFE Equity	316,129.22	322,911.49	6,782.27	13%
European Large Cap Equity	29,904.30	30,522.30	618.00	1%
Asia ex-Japan Equity	130,080.04	132,357.39	2,277.35	5%
Emerging Market Equity	60,217.96	63,040.27	2,822.31	3%
Global Equity	66,690.76	68,080.70	1,389.94	3%
Total Value	\$1,419,321.75	\$1,433,475.99	\$14,154.24	58%

Asset Categories



Equity as a percentage of your portfolio - 58 %

Market Value/Cost	Current Period Value
Market Value	1,433,475.99
Tax Cost	1,215,763.80
Unrealized Gain/Loss	217,709.11
Estimated Annual Income	13,366.11
Accrued Dividends	1,084.45
Yield	0.93 %



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
CS CONT BUFF EQ SPX 04/04/13 80% CONTIN BARRIER- 7 25%CPN 15% CAP INITIAL LEVEL-03/16/12 SPX:1404.17 22546T-PJ-4	106.58	55,000,000	58,619.00	54,450.00	4,169.00		
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	17.10	5,309,368	90,790.19	58,456.14	32,334.05	1,040.63 389.05	1.15%
HARTFORD CAPITAL APPRECIATION FUND 416649-30-9 ITHI X	34.38	1,516,527	52,138.20	36,199.50	15,938.70	524.71	1.01%
JPM INTREPID VALUE FD - SEL FUND 1136 4812A2-30-6 JPIV X	25.97	3,141,436	81,583.09	75,206.33	6,376.76	1,413.64	1.73%
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	23.95	3,236,806	77,521.50	70,206.33	7,315.17	339.86 17.41	0.44%
LEGG MASON PARTNERS APPRECIATION CL I 52468E-40-2 SAPY X	15.60	9,575,584	149,379.11	124,195.32	25,183.79	2,633.28	1.76%
SG CONT BUFF EQ SPX 11/27/13 80% CONTIN BARRIER- 4 5%CPN 15% CAP INITIAL LEVEL-11/09/12 SPX:1379.85 78423E-EV-2	101.51	30,000,000	30,453.00	29,700.00	753.00		
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	142.41	645,000	91,854.45	87,853.45	4,001.00	2,001.43 659.08	2.18%

J.P. Morgan



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
UBS CONT BUFF EQ SPX 10/23/13	98.53	30,000,000	29,559.00	29,700.00	(141.00)		
80.35% CONTIN BARRIER- 5%CPN 15% CAP INITIAL LEVEL-10/05/12 SPX:1460.93 902674-LU-2							
Total US Large Cap Equity			\$661,897.54	\$565,967.07	\$95,930.47	\$7,953.55 \$1,065.54	1.20%
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF	101.70	1,000,000	101,700.00	66,660.00	35,040.00	1,451.00	1.43%
464287-50-7 IJH							
JPM MARKET EXPANSION INDEX FD - SEL	10.61	4,992,111	52,966.30	36,099.61	16,866.69	584.07	1.10%
FUND 3708 4812C1-63-7 PGMI X							
Total US Mid Cap Equity			\$154,666.30	\$102,759.61	\$51,906.69	\$2,035.07	1.32%
EAFE Equity							
ARTISAN INTL VALUE FUND - INV	30.38	5,215,361	158,442.67	141,490.38	16,952.29		
04314H-88-1 ARTK X							
BNP BREN EAFE 07/10/13	113.79	30,000,000	34,138.38	29,700.00	4,438.38		
10%BUFFER-2 XLEV- 11.3%CAP 22.6%MAXTRN INITIAL LEVEL-06/22/12 SX5E:2186.81 UKX:5513.69 TPX:750.92 05567L-5V-5							



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
EAFE Equity							
GS BREN EAFE 06/12/13							
10%BUFFER-2 XLEV- 10.9%CAP	115.09	30,000,000	34,526.10	29,700.00	4,826.10		
21.8%MAXRTRN							
INITIAL LEVEL-05/25/12 SX5E:21618.7							
UKX:5388 28 TPX 722.11							
38143U-V8-1							
HSBC BREN EAFE 04/24/13							
10%BUFFER-2 XLEV- 8.75%CAP	107.26	30,000,000	32,178.00	29,700.00	2,478.00		
17.5%MAXRTRN							
INITIAL LEVEL-04/05/12: SX5E:2392.54							
UKX:5723.67 TPX:892.57							
4042K1-D7-5							
ISHARES MSCI EAFE INDEX FUND							
464287-46-5 EFA	56.86	1,119,000	63,626.34	58,246.30	5,380.04	1,968.32	3.09%
Total EAFE Equity			\$322,911.49	\$288,836.68	\$34,074.81	\$1,968.32	0.61%
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14							
80% CONTIN BARRIER- 7.6%CPN	101.74	30,000,000	30,522.30	29,625.00	897.30		
UNCAPPED							
INITIAL LEVEL-09/14/12 SX5E 2594.56							
2515A1-LR-0							



EM & FE EVERETT CHARITABLE TRUST ACCT. F72670004
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	24.41	5,422.261	132,357.39	110,859.69	21,497.70	1,095.29	0.83%
Emerging Market Equity							
JPM EM MKTS EQUITY FD - SEL FUND 1235 4812A0-62-3 JEMS X	23.90	2,637.668	63,040.27	58,318.83	4,721.44	313.88 18.91	0.50%
Global Equity							
BNP DELTA ONE MSCI WORLD TR 6/14/13 100%A.F. UNCAPPED INITIAL LEVELS/25/12 NDDUWI:3000.541 05567L-5F-0	114.13	30,000.000	34,237.70	29,700.00	4,537.70		
HSBC DELTA ONE MSCI WORLD TR 6/14/13 100%A.F. UNCAPPED INITIAL LEVELS/25/12 NDDUWI 3000 541 4042K1-P4-9	112.81	30,000.000	33,843.00	29,700.00	4,143.00		
Total Global Equity			\$68,080.70	\$59,400.00	\$8,680.70	\$0.00	0.00%

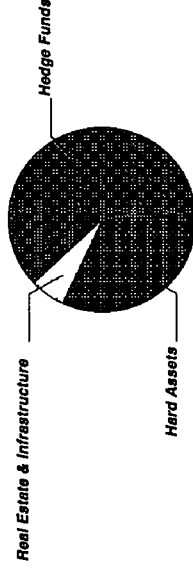


EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	284,074.07	280,048.81	(4,025.26)	11%
Real Estate & Infrastructure	35,428.86	31,920.06	(3,508.80)	1%
Hard Assets	126,763.02	152,055.83	25,292.81	6%
Total Value	\$446,265.95	\$464,024.70	\$17,758.75	18%

Asset Categories



Alternative Assets Detail

Alternative Assets as a percentage of your portfolio - 18 %

Hedge Funds	Price	Quantity	Estimated Value	Cost
AIM INVT FDS BAL RISK ALL Y 00141V-69-7 ABRY X	12.53	4,695.405	58,833.42	58,035.21
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9.83	6,870.160	67,533.67	70,968.75



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GATEWAY FUND - Y 367829-88-4 GTEY X	27.11	3,563.476	96,605.83	92,473.42
PIMCO FDS UNCONSTR BD 72201M-45-3 PUCP X	11.48	4,971.767	57,075.89	58,318.83
Total Hedge Funds			\$26,048,831	\$27,798,251

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc. Accrued Div	Yield
Real Estate & Infrastructure						
JPM US REAL ESTATE FD - SEL FUND 3037 4812CO-61-3 SUJE X	2,005.03	(29,834.83)		(31,920.06)	773.94	2.42%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

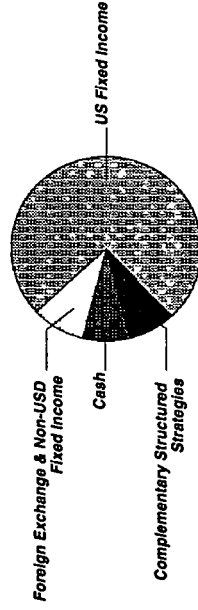
	Price	Quantity	Estimated Value	Cost
Hard Assets				
BARC CBEN BROAD COMMODITY 06/12/14				
LKD TO CO1, C1, LOCADY & PLDMLNPM	99.52	30,000,000	29,856.00	29,625.00
75% BARRIER, 5.00% CPN, 11.00% CAP				
12/07/12; CO1:107.02 C1:732.75				
LOCADY: 7965.5 PLDMLNPM: 698				
06741T-LH-8				
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL				
48121A-67-0 HDCS X	13.97	2,411,348	33,686.53	34,000.00
SG PARTICIPATING GOLD NOTE 11/08/13				
LNKD TO GOLDLNPM	97.92	30,000,000	29,376.00	29,700.00
85%BARRIER, 13.00%MAXRTN				
10/26/12 GOLDLNPM: 1716				
78423E-ER-1				
SPDR GOLD TRUST				
78463V-10-7 GLD	162.02	365,000	59,137.30	34,868.41
Total Hard Assets			\$152,055.63	\$128,193.41



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	58,847.33	(38,089.91)	(20,757.42)	2%
US Fixed Income	452,128.46	452,589.60	461.14	18%
Complementary Structured Strategies	46,982.50	47,272.50	290.00	2%
Foreign Exchange & Non-USD Fixed Income	46,527.76	46,823.96	296.20	2%
Total Value	\$604,486.05	\$584,775.97	(\$19,710.08)	24%



Market Value/Cost	Current Period Value
Market Value	(584,775.97)
Tax Cost	(549,493.58)
Unrealized Gain/Loss	35,282.39
Estimated Annual Income	20,034.25
Accrued Interest	1,189.62
Yield	3.42%

Cash & Fixed Income as a percentage of your portfolio - 24 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	560,833.47	96%
6-12 months ¹	23,942.50	4%
Total Value	\$584,775.97	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	38,089.91	6%
International Bonds	99,813.87	17%
Mutual Funds	399,599.69	69%
Complementary Structure	47,272.50	8%
Total Value	\$584,775.97	100%



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

Note: 0 - Bonds purchased at a discount show accretion.

¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost		Unrealized Gain/Loss	Est. Annual Income		Yield
				Original Cost			Accrued Interest		
Cash									
US DOLLAR PRINCIPAL	1.00	38,089.91	38,089.91	38,089.91			11.42		0.03 % ¹
US Fixed Income									
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11.83	6,399.42	75,705.10	64,186.15		11,518.95	2,674.95 262.38		3.53 %
EATON VANCE FLOATING RATE I 277911-49-1	9.12	11,347.67	103,490.72	84,082.20		19,408.52	4,595.80 379.26		4.44 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8.14	8,305.72	67,608.53	65,314.94		2,293.59	4,327.27 431.90		6.40 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10.99	2,932.28	32,225.71	31,741.04		484.67	410.51 38.12		1.27 %
JPM TR I INFL MANAGED BD - SEL 48121A-56-3	10.81	5,997.14	64,829.11	64,409.30		419.81	1,289.38 77.96		1.99 %
VANGUARD FI SECS F INTR TRM CP PT FUND 71 922031-88-5	10.32	3,131.17	32,313.63	32,752.00		(438.37)	1,158.53		3.59 %



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
BLACKROCK HIGH YIELD BOND 091929-63-8	8.09	9,445.83	76,416.80	74,527.63	1,889.17	4,704.02	6.16%
Total US Fixed Income			\$452,589.60	\$417,013.26	\$35,576.34	\$19,160.46 \$1,189.62	4.23%

Complementary Structured Strategies

O DB 95% PPN FX BASKET 2/1/13 LINKED TO MXN INR CNY & RUB VS USD 1.40XLEV, UNCAPPED 7/29/11 2515A1-B5-9	93.32	25,000.00	23,330.00	24,998.79 24,687.50	(1,668.79)		
O BARC 93% PPN CURRENCY BASKET 9/13/13 LINKED TO 3 CURRENCY BSKTS 50% 35% & 15% WEIGHT, UNCAPPED 9/9/11 06738K-UP-4	95.77	25,000.00	23,942.50	25,351.72 24,625.00	(1,409.22)		
Total Complementary Structured Strategies			\$47,272.50	\$50,350.51 \$49,312.50	(\$3,078.01)	\$0.00	0.00%

Foreign Exchange & Non-USD Fixed Income

JPM INTL CURRENCY INCOME FD 4812A3-29-6	11.27	2,015.55	22,715.19	21,848.51	866.68	526.05	2.32%
DREYFUS LAUREL EMG MKT DEBT LOC C-1 261980-49-4	15.34	1,571.63	24,108.77	22,191.39	1,917.38	336.32	1.40%
Total Foreign Exchange & Non-USD Fixed Income			\$46,823.96	\$44,039.90	\$2,784.06	\$862.37	1.85%



EM & FE EVERETT CHARITABLE TRUST FI ACCT. R72670301
For the Period 12/1/12 to 12/31/12

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Cash & Fixed Income	491,205.76	488,853.61	(2,352.15)	15,884.84	100%
Market Value	\$491,205.76	\$488,853.61	(\$2,352.15)	\$15,884.84	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	62,512.83	(14,956.56)	(47,556.27)
Accruals	2,558.75	3,769.48	1,210.73
Market Value	\$65,071.58	\$18,726.04	(\$46,345.54)

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	491,205.76	496,362.55
Withdrawals & Fees		
Net Additions/Withdrawals	\$0.00	\$0.00
Income		
Change In Investment Value	(2,352.15)	(7,508.94)
Ending Market Value	\$488,853.61	\$488,853.61
Accruals	--	--
Market Value with Accruals	--	--

INCOME

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	62,512.83	45,521.38
Withdrawals & Fees	(47,689.20)	(47,689.20)
Net Additions/Withdrawals	(\$47,689.20)	(\$47,689.20)
Income	132.93	17,124.38
Change In Investment Value	\$14,956.56	\$14,956.56
Accruals	3,769.48	3,769.48
Market Value with Accruals	\$18,726.04	\$18,726.04



EM & FE EVERETT CHARITABLE TRUST FI ACCT. R72670301
For the Period 12/1/12 to 12/31/12

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Interest Income	132.93	17,343.47
Accrued Interest Current Year		(153.92)
Accrued Interest Subsequent Year		(65.17)
Taxable Income	\$132.93	\$17,124.38

	Current Period Value	Year-to-Date Value
LT Realized Gain/Loss		(5,321.00)
Realized Gain/Loss		(\$5,321.00)

Unrealized Gain/Loss		To-Date Value \$9,652.72
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Cost Summary	Cost
Cash & Fixed Income	479,200.89
Total	\$479,200.89

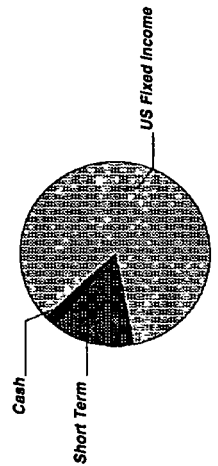


EM & FE EVERETT CHARITABLE TRUST FI ACCT. R72670301
For the Period 12/1/12 to 12/31/12

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	11,976.96	(11,976.96)	0.00	2%
Short Term	70,871.50	70,680.00	(191.50)	14%
US Fixed Income	408,357.30	406,196.65	(2,160.65)	84%
Total Value	\$491,205.76	\$488,853.61	(\$2,352.15)	100%

Market Value/Cost	Current Period Value
Market Value	(488,853.61)
Tax Cost	(479,200.89)
Unrealized Gain/Loss	9,652.72
Estimated Annual Income	15,884.84
Accrued Interest	3,769.48
Yield	0.62%



Cash & Fixed Income as a percentage of your portfolio - 100%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	72,610.86	14%
6-12 months ¹	10,046.10	2%
1-5 years ¹	265,451.40	56%
5-10 years ¹	140,745.25	28%
Total Value	\$488,853.61	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	11,976.96	2%
Corporate Bonds	30,247.20	6%
Govt and Agency Bonds	446,629.45	92%
Total Value	\$488,853.61	100%



EM & FE EVERETT CHARITABLE TRUST FI ACCT. R72670301
For the Period 12/1/12 to 12/31/12

Note: ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	11,976.96	11,976.96	11,976.96		3.59	0.03% ¹
Short Term							
FNMA 4.375% 03/15/13 31359M-RG-0 AA+ /AAA	100.82	30,000.00	30,247.20	32,345.64	(2,098.44)	1,312.50 386.43	0.36%
US TREAS 3.625% 05/15/13 912828-BA-7 NR /AAA	101.29	30,000.00	30,386.70	32,452.73	(2,066.03)	1,087.50 141.18	0.17%
US TREAS 1% 07/15/13 912828-NN-6 NR /AAA	100.46	10,000.00	10,046.10	10,084.80	(38.70)	100.00 46.19	0.15%
Total Short Term			\$70,680.00	\$74,883.17	(\$4,203.17)	\$2,500.00 \$573.80	0.25%
US Fixed Income							
US TREAS 1.75% 01/31/14 912828-JZ-4 NR /AAA	101.67	30,000.00	30,500.40	29,886.33	614.07	525.00 219.69	0.21%
FHLMC 5.000% 07/15/2014 DTD 07/16/2004 313444-UU-6 AAA /AAA	107.28	30,000.00	32,184.30	33,591.90	(1,407.60)	1,500.00 691.65	0.26%
US TREAS 2.625% 12/31/14 912828-ME-7 NR /AAA	104.72	10,000.00	10,471.90	10,667.19	(195.29)	262.50 1.44	0.26%



EM & FE EVERETT CHARITABLE TRUST FI ACCT. F72670301
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
US TREAS 4.25% 08/15/15 912828-EE-6 NR /AAA	110.18	30,000.00	33,054.00	32,460.16	593.84	1,275.00 481.56	0.35%
FNMA 4.375% 10/15/15 31359M-ZC-0 AA+ /AAA	110.99	20,000.00	22,198.20	22,510.20	(312.00)	875.00 184.72	0.41%
US TREAS 2.625% 04/30/16 912828-KR-0 NR /AAA	107.24	20,000.00	21,448.40	20,357.03	1,091.37	525.00 89.90	0.43%
US TREAS 5.125% 05/15/16 912828-FF-2 NR /AAA	115.63	30,000.00	34,687.50	35,175.00	(487.50)	1,537.50 199.62	0.45%
US TREAS 4.5% 05/15/17 912828-GS-3 NR /AAA	116.75	30,000.00	35,025.00	33,560.94	1,464.06	1,350.00 175.26	0.61%
US TREAS 1.875% 08/31/17 912828-NW-6 NR /AAA	105.56	15,000.00	15,834.45	15,891.21	(56.76)	281.25 96.28	0.66%
FHLB 5% 11/17/17 3193XM-Q8-7 AA+ /AAA	120.19	25,000.00	30,047.25	27,260.75	2,786.50	1,250.00 152.77	0.77%
US TREAS 3.75% 11/15/18 912828-JR-2 NR /AAA	116.37	35,000.00	40,728.45	36,959.17	3,769.28	1,312.50 170.38	0.88%
FHLMC 3.750% 03/27/2019 DTD 03/27/2009 3137EA-CA-5 AAA /AAA	115.73	20,000.00	23,145.00	19,774.70	3,370.30	750.00 195.82	1.13%
US TREAS 3.625% 02/15/20 912828-MP-2 NR /AAA	116.70	20,000.00	23,339.00	21,884.46	1,454.54	725.00 273.84	1.18%
US TREAS 3.125% 05/15/21 912828-QN-3 NR /AAA	113.26	20,000.00	22,651.60	21,894.53	757.07	625.00 81.14	1.44%
US TREAS 2.125% 08/15/21 912828-RC-6 NR /AAA	105.02	20,000.00	21,004.60	20,462.50	542.10	425.00 160.52	1.50%



EM & FE EVERETT CHARITABLE TRUST FI ACCT. R72670301
For the Period 12/1/12 to 12/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
US TREAS 1.625% 11/15/22 912828-TY-6 NR /AAA	98.77	10,000.00	9,876.60	10,004.69	(128.09)	162.50 21.09	1.76 %
Total US Fixed Income			\$406,196.65	\$392,340.76	\$13,855.89	\$13,381.25 \$3,195.68	0.71 %