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 01-01-2012 , and ending 12-31-2012

Name of foundation
THE JOANNA FOUNDATION

A Employer identification number
57-0314444

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 308

Room/suite

B Telephone number (see instructions)
(843) 792-0868

City or town, state, and ZIP code
SULLIVANS ISLAND, SC 294820308

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)* $ 3,647,126

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

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

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

		Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	594	594		
	4	Dividends and interest from securities	72,075	72,075		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	44,524			
	b	Gross sales price for all assets on line 6a 2,382,024				
	7	Capital gain net income (from Part IV, line 2)		44,524		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	117,193	117,193		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	39,045	5,857		33,188
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	2,987	448		2,539
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,325	7,325		0
	c	Other professional fees (attach schedule)	22,781	22,781		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,158	1,158		0
	19	Depreciation (attach schedule) and depletion	1,072	161		
	20	Occupancy				
	21	Travel, conferences, and meetings	4,631	695		3,936
	22	Printing and publications				
	23	Other expenses (attach schedule)	4,992	749		4,243
	24	**Total operating and administrative expenses.** Add lines 13 through 23	83,991	39,174		43,906
	25	Contributions, gifts, grants paid	132,650			132,650
	26	**Total expenses and disbursements.** Add lines 24 and 25	216,641	39,174		176,556
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-99,448			
	b	**Net investment income** (if negative, enter -0-)		78,019		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	404,251	231,641	231,641
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 page 15 of the 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	705	185	185
10a	Investments—U S and state government obligations (attach schedule)	183,901	181,450	187,381
b	Investments—corporate stock (attach schedule)	2,812,167	2,891,655	3,225,948
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶ 3,769 Less accumulated depreciation (attach schedule) ▶ 1,798	3,043	1,971	1,971
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,404,067	3,306,902	3,647,126
Liabilities				
17	Accounts payable and accrued expenses	1,372	3,655	
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)	1,372	3,655	
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	3,402,695	3,303,247	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
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 page 17 of the instructions)	3,402,695	3,303,247	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,404,067	3,306,902	

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	3,402,695
2	Enter amount from Part I, line 27a	2	-99,448
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,303,247
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	3,303,247

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
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	44,524
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	177,548	3,649,214	0 048654
2010	176,559	3,498,238	0 050471
2009	153,134	3,152,211	0 048580
2008	185,965	3,879,748	0 047932
2007	219,319	4,477,196	0 048986

2	**Total** of line 1, column (d).	2	0 244623
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	0 048925
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,546,789
5	Multiply line 4 by line 3.	5	173,527
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	780
7	Add lines 5 and 6.	7	174,307
8	Enter qualifying distributions from Part XII, line 4.	8	176,556

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 page 18 of the 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	780
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	780
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	780
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	725		
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	725
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	55
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
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?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶SC			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW JOANNAFOUNDATION ORG

14 The books are in care of ▶MARGARET P SCHACHTE Telephone no ▶(843) 883-9199

Located at ▶PO BOX 308 SULLIVANS ISLAND SC ZIP +4 ▶29482

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 | |

			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		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the instructions)?	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		No
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 ▶ 20____ , 20____ , 20____ , 20____			
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		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
See Additional Data Table				

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

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

Total number of other employees paid over $50,000 ▶	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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services . . . . ▶	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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,372,342
b	Average of monthly cash balances	1b	226,303
c	Fair market value of all other assets (see instructions)	1c	2,156
d	**Total** (add lines 1a, b, and c)	1d	3,600,801
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	3,600,801
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	54,012
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,546,789
6	**Minimum investment return.** Enter 5% of line 5	6	177,339

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	177,339
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 780		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	780
3	Distributable amount before adjustments Subtract line 2c from line 1	3	176,559
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	176,559
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	176,559

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	176,556
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	176,556
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	780
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	175,776

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					176,559
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 20___, 20___, 20___			0		
3 Excess distributions carryover, if any, to 2012					
a From 2007.					
b From 2008.					
c From 2009.					
d From 2010.	808				
e From 2011.	1,073				
f **Total** of lines 3a through e.		1,881			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 176,556					
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.					176,556
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).)*		3			3
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,878			
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 instructions				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) (see instructions)		0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		1,878			
10 Analysis of line 9					
a Excess from 2008. . . .					
b Excess from 2009. . . .					
c Excess from 2010. . . .	805				
d Excess from 2011. . . .	1,073				
e Excess from 2012. . . .					

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

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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

MARGARET P SCHACHTE
PO BOX 308
SULLIVANS ISLAND,SC 29482
(843) 883-9199

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

IN LETTER FORM, INCLUDING APPLICABLE FINANCIAL NEED DATA

c Any submission deadlines

THE FOUNDATION HAS THREE FUNDING CYCLES PER YEAR UPCOMING DEADLINES ARE POSTED ON ITS WEBSITE

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

THE FUNDING AREA FOCUSES ON SOUTH CAROLINA THE FOUNDATION GENERALLY DOES NOT REVIEW REQUESTS FROM ORGANIZATIONS THAT DO NOT HAVE A SIGNIFICANT IMPACT WITHIN AT LEAST ONE OF FIVE DESIGNATED COUNTIES BERKELEY, CHARLESTON, DORCHESTER, LAURENS AND NEWBERRY

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* See Additional Data Table				
Total . . . . ▶ **3a**				132,650
b *Approved for future payment*				
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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	594	
4 Dividends and interest from securities. . . .			14	72,075	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	44,524	
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		117,193	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 117,193

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-07-24	******
Signature of officer or trustee	Date	Title

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
ERIK M GLASER CPA	ERIK M GLASER CPA			P00724565
Firm's name ▶	GLASERDUNCAN CPAS		Firm's EIN ▶ 20-5788602	
Firm's address ▶	1040 ANNA KNAPP BLVD MOUNT PLEASANT, SC 29464		Phone no (843) 849-0655	

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

(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)
AKAMAI TECHNOLOGIES INC - 100 SHARES	P	2011-12-21	2012-03-14
ABOTT LABORATORIES - 675 SHARES	P	2007-12-18	2012-02-01
ABERCROMBIE & FITCH CL A - 50 SHARES	P	2011-12-22	2012-01-27
ACCENTURE PLC IRELD CL A - 405 SHARES	P	2010-11-23	2012-02-27
ADVANCE AUTO PARTS INC - 75 SHARES	P	2012-01-30	2012-08-07
ALLSCRIPTS HLTHCR SOLTNS - 300 SHARES	P	2012-04-23	2012-06-26
AMERICAN EXPRESS CO - 215 SHARES	P	2010-04-07	2012-02-27
AMERICAN EXPRESS CO - 50 SHARES	P	2012-06-15	2012-12-03
AMERICAN EXPRESS CO - 150 SHARES	P	2010-04-07	2012-12-03
AMERICAN TOWER CORP NEW - 75 SHARES	P	2012-06-01	2012-07-20
APPLE INC - 25 SHARES	P	2010-07-15	2012-02-27
BB&T CORP - 150 SHARES	P	2011-12-21	2012-04-10
BB&T CORP - 250 SHARES	P	2012-02-27	2012-04-10
BB&T CORP - 350 SHARES	P	2011-12-21	2012-12-03
BB&T CORP - 125 SHARES	P	2012-08-09	2012-12-03
BAKER HUGHES INC - 300 SHARES	P	2011-12-21	2012-02-27
BALLY TECHNOLOGIES INC - 100 SHARES	P	2012-04-26	2012-11-28
BED BATH & BEYOND INC - 125 SHARES	P	2011-12-21	2012-09-11
BED BATH & BEYOND INC - 25 SHARES	P	2012-06-21	2012-09-11
BED BATH & BEYOND INC - 100 SHARES	P	2011-12-21	2012-10-18
BED BATH & BEYOND INC - 50 SHARES	P	2012-02-27	2012-10-18
BIOGEN IDEC INC - 25 SHARES	P	2011-12-21	2012-10-18
BIOGEN IDEC INC - 75 SHARES	P	2012-02-27	2012-07-20
BOEING COMPANY - 70 SHARES	P	2011-12-06	2012-02-27
BROADRIDGE FINANCIAL - 125 SHARES	P	2012-01-30	2012-02-27
CABELAS INC - 75 SHARES	P	2012-05-30	2012-08-22
CSX CORP - 700 SHARES	P	2012-02-27	2012-04-11
CANADIAN NATURAL RES LTD - 275 SHARES	P	2012-02-15	2012-07-11
CELGENE CORP - 125 SHARES	P	2012-04-26	2012-07-20
CERNER CORP - 65 SHARES	P	2012-02-27	2012-10-26

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CHECK POINT SOFTWARE TECH - 125 SHARES	P	2012-04-16	2012-09-12
CHECK POINT SOFTWARE TECH - 350 SHARES	P	2012-05-22	2012-09-14
CISCO SYSTEMS INC - 425 SHARES	P	2012-02-27	2012-10-25
CISCO SYSTEMS INC - 575 SHARES	P	2012-01-24	2012-12-03
CITRIX SYSTEMS INC - 50 SHARES	P	2012-01-30	2012-02-27
CITRIX SYSTEMS INC - 75 SHARES	P	2012-04-23	2012-10-11
COACH INC - 150 SHARES	P	2012-02-27	2012-08-22
COACH INC - 200 SHARES	P	2012-06-07	2012-09-11
COLGATEPALMOLIVE COMPANY - 200 SHARES	P	2006-10-17	2012-02-27
CONOCO PHILIPS - 125 SHARES	P	2010-05-13	2012-02-27
CONOCO PHILIPS - 225 SHARES	P	2010-05-13	2012-04-27
COOPER INDUSTRIES PLC - 75 SHARES	P	2011-12-21	2012-05-21
COVANCE INC - 25 SHARES	P	2011-12-21	2012-01-27
CURTISS WRIGHT CORP DE - 150 SHARES	P	2012-06-13	2012-09-14
DECKERS OUTDOOR CORP - 75 SHARES	P	2012-04-23	2012-05-16
DEVON ENERGY CORP - 75 SHARES	P	2012-04-19	2012-10-05
DEVON ENERGY CORP - 150 SHARES	P	2011-12-21	2012-11-09
DR PEPPER SNAPPLE GROUP - 115 SHARES	P	2011-12-21	2012-03-07
DOLLAR TREE INC - 200 SHARES	P	2011-12-21	2012-10-15
DUPONT EIDE NEMOUR & CO - 125 SHARES	P	2011-12-21	2012-10-24
DUPONT EIDE NEMOUR & CO - 175 SHARES	P	2011-12-21	2012-11-09
EMC CORP MASS - 275 SHARES	P	2012-02-06	2012-04-10
EMC CORP MASS - 75 SHARES	P	2012-02-06	2012-08-22
EATON CORP - 200 SHARES	P	2012-05-29	2012-09-11
ENERGY XXI BERMUDA NEW - 150 SHARES	P	2012-03-07	2012-07-30
ENSCO PLC CL A - 100 SHARES	P	2011-12-21	2012-08-02
FMC CORP NEW - 115 SHARES	P	2012-01-30	2012-08-22
FMC CORP NEW - 85 SHARES	P	2011-12-21	2012-11-29
FOSSIL INC - 50 SHARES	P	2011-12-22	2012-03-14
F5 NETWORKS INC - 50 SHARES	P	2011-12-22	2012-10-11

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GILEAD SCIENCES INC - 100 SHARES	P	2011-12-21	2012-02-07
GILEAD SCIENCES INC - 200 SHARES	P	2011-12-21	2012-04-10
GOOGLE INC CL A - 50 SHARES	P	2011-12-21	2012-04-16
GRAINGER W W INC - 25 SHARES	P	2011-12-21	2012-04-09
HAIN CELESTIAL GROUP INC - 75 SHARES	P	2012-03-07	2012-08-23
HEINZ HJ COMPANY - 200 SHARES	P	2011-12-21	2012-01-20
HELIX ENERGY SOLUTNS GRP	P	2011-12-22	2012-03-07
HOME DEPOT INC - 250 SHARES	P	2011-12-22	2012-07-11
HOME PROPERTIES INC - 75 SHARES	P	2012-08-03	2012-10-25
INTEL CORP - 325 SHARES	P	2012-02-27	2012-08-23
INTEL CORP - 75 SHARES	P	2012-05-29	2012-12-03
INTL BUSINESS MACHINES CORP - 50 SHARES	P	2008-12-30	2012-01-13
INTREPID POTASH INC - 200 SHARES	P	2011-12-21	2012-11-28
JACOBS ENGINEERING GROUP - 150 SHARES	P	2012-03-06	2012-05-08
JOHNSON CONTROLS INC - 350 SHARES	P	2011-08-03	2012-01-13
JOHNSON CONTROLS INC - 400 SHARES	P	2011-08-03	2012-01-20
KRAFT FOODS GROUP INC - 1 SHARE	P	2011-12-21	2012-10-08
KRAFT FOODS GROUP INC - 266 SHARES	P	2011-12-21	2012-11-28
LAS VEGAS SANDS CORP - 50 SHARES	P	2012-04-26	2012-08-22
LAS VEGAS SANDS CORP - 125 SHARES	P	2012-04-26	2012-09-12
LULULEMON ATHLETICA INC - 50 SHARES	P	2012-06-07	2012-08-22
LULULEMON ATHLETICA INC - 60 SHARES	P	2012-01-30	2012-11-30
MSC INDL DIRECT CL A- 60 SHARES	P	2012-05-25	2012-11-30
MACYS INC - 75 SHARES	P	2011-12-21	2012-04-09
MATTEL INC - 100 SHARES	P	2011-12-22	2012-03-07
MCDONALDS CORP- 200 SHARES	P	2009-04-08	2012-01-03
MCDONALDS CORP- 100 SHARES	P	2009-04-08	2012-11-20
MICROSOFT CORP - 450 SHARES	P	2010-09-24	2012-10-18
MICRON TECHNOLOGIES INC- 725 SHARES	P	2012-03-01	2012-09-12
MONSTER BEVERAGE CORP- 230 SHARES	P	2011-12-21	2012-09-12

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MOSAIC COMPANY NEW- 125 SHARES	P	2012-02-01	2012-10-23
MOSAIC COMPANY NEW- 150 SHARES	P	2012-02-01	2012-11-09
MURPHY OIL CORP- 100 SHARES	P	2012-03-07	2012-10-24
NATL FUEL GAS COMPANY- 50 SHARES	P	2011-12-21	2012-01-30
NESTLES S A SPONSORED ADR-100 SHARES	P	2005-12-01	2012-02-27
NESTLES S A SPONSORED ADR - 100 SHARES	P	2012-05-31	2012-11-20
NESTLES S A SPONSORED ADR - 75 SHARES	P	2005-12-01	2012-11-20
NETLOGIC MICROSYSTEMS	P	2011-12-22	2012-02-17
NETAPP INC- 50 SHARES	P	2011-12-22	2012-05-16
NOVARTIS AG SPONS ADR- 380 SHARES	P	2010-12-10	2012-01-20
NU SKIN ENTERPRISES INC-200 SHARES	P	2011-12-21	2012-12-20
O REILLY AUTOMOTIVE NEW-50 SHARES	P	2012-06-27	2012-09-10
ORACLE CORP-300 SHARES	P	2011-12-21	2012-02-06
PVH CORP- 50 SHARES	P	2012-05-31	2012-10-31
PVH CORP- 25 SHARES	P	2011-12-22	2012-11-29
PANERA BREAD COMPANY A- 10 SHARES	P	2012-01-30	2012-11-30
PIONEER NATL RES COMPANY-100 SHARES	P	2012-02-07	2012-07-31
PROCTER AND GAMBLE COMPANY- 200 SHARES	P	2011-12-21	2012-01-31
PRUDENTIAL FINAL INC- 150 SHARES	P	2012-02-27	2012-05-22
PRUDENTIAL FINAL INC- 75 SHARES	P	2011-12-22	2012-06-15
PRUDENTIAL FINAL INC- 125 SHARES	P	2011-12-22	2012-07-11
QUALCOMM INC- 125 SHARES	P	2012-02-27	2012-08-21
QUESTCOR PHARMACEUTICAL- 100 SHARES	P	2012-03-07	2012-07-09
RAILAMERICA INC- 375 SHARES	P	2012-04-23	2012-07-26
RALPH LAUREN CORP CL A- 40 SHARES	P	2011-12-21	2012-05-16
RIVERBED TECH INC- 200 SHARES	P	2011-07-21	2012-02-10
ROCKWELL AUTOMATION INC- 75 SHARES	P	2012-04-25	2012-09-11
ROPER INDUSTRIES INC NEW-75 SHARES	P	2011-12-21	2012-04-25
SAINT JUDE MEDICAL INC-200 SHARES	P	2011-07-21	2012-02-27
SCHLUMBERGER LTD - 50 SHARES	P	2010-04-22	2012-02-27

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SCHLUMBERGER LTD - 100 SHARES	P	2010-04-22	2012-10-05
SILICON LABORATORIES - 125 SHARES	P	2012-02-27	2012-10-24
SPIRIT AEROSYS HLDG CL A-100 SHARES	P	2012-04-23	2012-09-14
SPIRIT AEROSYS HLDG CL A-200 SHARES	P	2011-12-21	2012-10-25
STERICYCLE INC- 75 SHARES	P	2011-12-21	2012-05-08
TD AMERITRADE HLDG CORP- 275 SHARES	P	2011-12-21	2012-11-28
TIBICO SOFTWARE INC- 140 SHARES	P	2012-02-14	2012-08-22
TIBICO SOFTWARE INC- 235 SHARES	P	2011-12-21	2012-11-28
TERADATA CORP DEL- 125 SHARES	P	2012-02-27	2012-11-30
TEVA PHARMACEUTICAL ADR-300 SHARES	P	2010-04-07	2012-05-16
THREE D SYS CORP DEL NEW-100 SHARES	P	2012-05-22	2012-08-13
THREE D SYS CORP DEL NEW-100 SHARES	P	2012-05-22	2012-11-28
TOLL BROTHERS INC-150 SHARES	P	2012-06-27	2012-09-25
TRACTOR SUPPLY COMPANY-45 SHARES	P	2012-01-30	2012-11-30
TRANSOCEAN LTD NAMEN AKT-25 SHARES	P	2011-12-21	2012-01-25
TRANSOCEAN LTD NAMEN AKT-225 SHARES	P	2011-12-21	2012-02-15
UNDER ARMOUR INC CL A-80 SHARES	P	2012-01-27	2012-11-30
UNITED PARCEL SVC INC B- 100 SHARES	P	2012-02-27	2012-09-14
UNITED PARCEL SVC INC B- 150 SHARES	P	2011-12-21	2012-11-20
UNITED RENTALS INC-155 SHARES	P	2012-04-16	2012-11-20
UNITED THERAPEUTICS CORP- 175 SHARES	P	2011-12-21	2012-10-24
VF CORP- 40 SHARES	P	2012-09-11	2012-10-25
VMWARE INC CLASS A- 75 SHARES	P	2011-12-21	2012-08-21
VMWARE INC CLASS A- 75 SHARES	P	2011-12-21	2012-11-20
CVERIFONE SYSTEMS INC-300 SHARES	P	2012-02-27	2012-09-11
VERISIGN INC-125 SHARES	P	2011-12-22	2012-10-26
VERTEX PHARACEUTICALS- 75 SHARES	P	2012-01-30	2012-05-08
VISA INC CLASS A-280 SHARES	P	2011-09-22	2012-01-04
VODAFONE GRP SHARESRP PLC NEW ADR-700 SHARES	P	2010-12-10	2012-02-27
VODAFONE GRP SHARESRP PLC NEW ADR-25 SHARES	P	2010-12-10	2012-06-15

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

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VODAFONE GRP SHARESRP PLC NEW ADR-375 SHARES	P	2010-12-10	2012-08-16
WALTER ENERGY-50 SHARES	P	2012-10-18	2012-11-20
WEATHERFORD INTL LTD REG-400 SHARES	P	2012-01-24	2012-10-05
WEATHERFORD INTL LTD REG-450 SHARES	P	2012-01-24	2012-11-13
WINDSTREAM CORP-450 SHARES	P	2011-12-21	2012-05-22
YUM BRANDS INC- 200 SHARES	P	2011-12-21	2012-09-12
ISHS TR RSLMDCP GRW ETF- 200 SHARES	P	2012-01-12	2012-02-27
ISHS TR RSLMDCP GRW ETF- 550 SHARES	P	2012-01-12	2012-03-05
ISHS TR RSLMDCP GRW ETF- 250 SHARES	P	2012-01-12	2012-03-07
ISHS TR RSLMDCP GRW ETF- 700 SHARES	P	2011-12-21	2012-04-23
ISHS TR RSLMDCP GRW ETF- 500 SHARES	P	2011-12-21	2012-08-21
ISHS RSL1000 GRW ETF-300 SHARES	P	2012-01-12	2012-02-27
BRCLYS SP 500 VIX ETN-400 SHARES	P	2012-01-13	2012-05-23
BRCLYS SP 500 VIX ETN-550SHARES	P	2012-03-05	2012-05-31
BRCLYS SP 500 VIX ETN-330 SHARES	P	2012-03-21	2012-06-01
BARCLAYS BANK PLC IPATH- 1 SHARE	P	2012-08-21	2012-10-05
BRCLY S AND P 500 VIX 12 ETN- 275 SHARES	P	2012-08-21	2012-11-09
TEVA PHARMACEUTICAL ADR-250 SHARES	P	2010-04-07	2012-05-16
CRNC AUS DOLLAR ETF - 119 SHARES	P	2011-12-16	2012-02-09
SECTR SPDR CNS STPL ETF - 493 SHARES	P	2011-12-16	2012-08-07
SELECT SECT SBI UTIL ETF - 220 SHARES	P	2011-12-16	2012-01-19
SELECT SECT SBI UTIL ETF - 358 SHARES	P	2012-05-22	2012-08-07
SELECT SECT SBI UTIL ETF - 295 SHARES	P	2012-03-13	2012-09-27
SELECT SECT SBI UTIL ETF - 379 SHARES	P	2011-12-16	2012-11-14
SPDR S AND P DIVIDEND - 240 SHARES	P	2011-12-16	2012-05-22
WSDMTRE EMRG EQ INCM ETF - 212 SHARES	P	2011-12-16	2012-03-13
JPM ALERIAN MLP ETN - 347 SHARES	P	2011-12-16	2012-07-02
ISHRS BRCLYS TIPS BD ETF - 102 SHARES	P	2011-12-16	2012-02-09
ISHRS BRCLYS INTRM CRDT ETF - 124 SHARES	P	2011-12-16	2012-12-18
ISHRS BRCLYS DEX ALL GOVT BOND ETF - 557 SHARES	P	2012-02-09	2012-10-16

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

(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)
SPDR BAR CAP CONV ETF - 307 SHARES	P	2011-12-16	2012-02-09
ACCO BRANDS CORP- 1 SHARE	P	2011-12-16	2012-04-30
ACCO BRANDS CORP- 1 SHARE	P	2011-12-16	2012-08-02
AMERN EXPRESS CO - 74 SHARES	P	2011-12-16	2012-09-27
ANIXTER INTL INC- 37 SHARES	P	2011-12-16	2012-10-11
ANIXTER INTL INC- 37 SHARES	P	2011-12-16	2012-10-12
BCE INC NEW- 89 SHARES	P	2011-12-16	2012-11-30
BMC SOFTWARE INC- 90 SHARES	P	2011-12-16	2012-04-11
BALL CORP- 83 SHARES	P	2011-12-16	2012-08-02
BALL CORP- 82 SHARES	P	2011-12-16	2012-10-11
CA INC- 54 SHARES	P	2012-06-14	2012-11-07
CA INC- 51 SHARES	P	2012-06-14	2012-11-08
CATERPILLER INC- 33 SHARES	P	2011-12-16	2012-05-02
CHERVERON CORP- 69 SHARES	P	2011-12-16	2012-11-16
CIMAREX ENERGY COMPANY - 41 SHARES	P	2011-12-16	2012-01-20
CONOCO PHILIPS - 52 SHARES	P	2011-12-16	2012-05-18
COOPER INDUSTRIES PLC - 55 SHARES	P	2012-05-02	2012-07-12
CUMMINS INC- 30 SHARES	P	2011-12-16	2012-06-14
DARDEN RESTAURANTS INC- 56 SHARES	P	2011-12-16	2012-01-06
DOLLAR TREE INC - 23 SHARES	P	2011-12-16	2012-06-14
DUPONT FABROS TECHNOLOGY-106 SHARES	P	2011-12-16	2012-02-16
EMC CORP MASS - 138 SHARES	P	2012-08-02	2012-11-08
EAST WEST BANCORP INC- 212 SHARES	P	2011-12-16	2012-09-14
ENGILITY HOLDINGS INC- 1 SHARE	P	2011-12-16	2012-07-24
ENGILITY HOLDINGS INC- 12 SHARES	P	2011-12-16	2012-08-02
ENERSYS- 59 SHARES	P	2011-12-16	2012-04-11
FAMILY DOLLAR STORES INC- 54 SHARES	P	2011-12-16	2012-08-22
GAP INC- 126 SHARES	P	2011-12-16	2012-01-20
GENERAL ELECTRIC COMPANY- 222 SHARES	P	2011-12-21	2012-12-19
HCC INSURANCE HOLDINGS INC - 83 SHARES	P	2011-12-16	2012-11-01

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

(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)
HCC INSURANCE HOLDINGS INC - 74 SHARES	P	2011-12-16	2012-11-02
HASBRO INC- 54 SHARES	P	2011-12-16	2012-11-01
HASBRO INC- 56 SHARES	P	2011-12-16	2012-11-02
HOLOGIC INC- 233 SHARES	P	2011-12-16	2012-05-02
INTL BUSINESS MACHINES CORP - 22 SHARES	P	2011-12-16	2012-07-12
INVESCO LTD SHS- 199 SHARES	P	2011-12-16	2012-04-26
JP MORGAN CHASE AND COMPANY-105 SHARES	P	2012-03-05	2012-05-14
KLA TENCOR CORP- 88 SHARES	P	2011-12-16	2012-02-24
KLA TENCOR CORP- 71 SHARES	P	2012-08-02	2012-10-11
L3 COMMUNICATIONS HLDGS-37 SHARES	P	2012-06-14	2012-12-17
L3 COMMUNICATIONS HLDGS-1 SHARES	P	2011-12-16	2012-12-17
L3 COMMUNICATIONS HLDGS-38 SHARES	P	2011-12-16	2012-12-19
MANPOWERGROUP INC- 44 SHARES	P	2011-12-16	2012-01-20
MERCK AND COMPANY INC NEW- 76 SHARES	P	2011-12-21	2012-11-30
MICROSOFT CORP - 240 SHARES	P	2011-12-16	2012-05-02
MIRCOCHIP TECHNOLOGY INC- 99 SHARES	P	2011-12-16	2012-05-02
MOODYS CORP-55 SHARES	P	2011-12-16	2012-06-14
OCCIDENTAL PETRO CORP-39 SHARES	P	2012-07-12	2012-10-04
OIL STATES INTL INC-37 SHARES	P	2011-12-16	2012-05-31
ORACLE CORP-99 SHARES	P	2012-06-14	2012-11-08
PNC FINANCIAL SVCS GROUP INC-103 SHARES	P	2011-12-16	2012-10-26
PSS WORLD MEDICAL INC-142 SHARES	P	2011-12-16	2012-02-16
PENN NATIONAL GAMING INC-96 SHARES	P	2011-12-16	2012-08-02
PEOPLES UTD FINL INC- 339 SHARES	P	2011-12-16	2012-03-05
PF CHANGS CHINA BISTRO-43 SHARES	P	2011-12-16	2012-03-22
PF CHANGS CHINA BISTRO-43 SHARES	P	2011-12-16	2012-03-23
PFIZER INC- 269 SHARES	P	2011-12-16	2012-11-16
PHILLIPS 66- 26 SHARES	P	2011-12-16	2012-10-26
SPX CORP-30 SHARES	P	2011-12-16	2012-06-27
SCRIPPS NTWRKS INTERACTIV- 86 SHARES	P	2012-04-26	2012-11-16

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

(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)
SENSIENT TECHNOLOGIES-57 SHARES	P	2011-12-16	2012-03-23
SNAP ON INC- 60 SHARES	P	2011-12-16	2012-12-20
SOTHERBYS CLASS A- 87 SHARES	P	2012-02-16	2012-08-02
SPDR GOLD TRUST GOLD ETF- 35 SHARES	P	2012-03-27	2012-05-17
SUPERIOR ENERGY SVCS INC- 111 SHARES	P	2011-12-16	2012-06-27
SYNOPSIS INC-117 SHARES	P	2011-12-16	2012-11-16
VERIZON COMMUNICATIONS-80 SHARES	P	2011-12-16	2012-04-12
VERISIGN INC-143 SHARES	P	2011-12-16	2012-09-14
WALMART STORES INC-66 SHARES	P	2011-12-16	2012-11-08
WEINGARTEN RLTY INVS SBI- 100 SHARES	P	2011-12-16	2012-04-26
WELLPOINT INC-49 SHARES	P	2011-12-16	2012-02-24
DBX HEDGED EQUITY FD ETF- - 676 SHARES	P	2011-12-16	2012-06-07
ISHS MSCI JAPAN ETF- 918 SHARES	P	2012-03-05	2012-06-07
ISHS RUSL MICROCP ETF- 109 SHARES	P	2012-02-10	2012-10-26
ISHS S AND P LARNAM 40 ETF-118 SHARES	P	2012-01-27	2012-06-25
ISHS TR MSCI ENERG ETF- 278 SHARES	P	2012-01-11	2012-03-21
ISHS DJ US ENERGY- 131 SHARES	P	2011-12-16	2012-03-27
ISHS DJ US ENERGY- 385 SHARES	P	2011-12-16	2012-05-07
ISHS MSCI UK INDEX ETF- 346 SHARES	P	2011-12-16	2012-11-06
PWRSH EXCH DIVIDEND ETF- 363 SHARES	P	2011-12-16	2012-02-10
PWRSH EMERGING MKT ETF-236 SHARES	P	2011-12-16	2012-03-21
SECTR SPDR SBI ENER ETF- 30 SHARES	P	2011-12-16	2012-03-22
SECTR SPDR SBI ENER ETF - 30 SHARES	P	2011-12-16	2012-03-23
SELECT SPDR CNSM DSCR ETF- 190 SHARES	P	2011-12-16	2012-06-25
SELECT SECT SBI UTIL ETF - 119 SHARES	P	2012-05-02	2012-09-14
SPDR DOW JONES REIT ETF- 160 SHARES	P	2012-02-16	2012-09-17
SPDR DOW JONES REIT ETF- 81 SHARES	P	2011-12-28	2012-11-30
SPDR DOW JONES REIT ETF- 206 SHARES	P	2011-12-16	2012-12-05
VANGUARD DIV APPREC ETF- 284 SHARES	P	2011-12-16	2012-01-27
VNGRD DIV APPREC ETF- 517 SHARES	P	2012-03-21	2012-06-04

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

(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)
VNGRD INFO TECH ETF - 74 SHARES	P	2011-12-16	2012-06-27
VNGRD MSCI EURO ETF- 140 SHARES	P	2012-06-07	2012-06-25
VNGRD CNSMR STAPLES ETF- 87 SHARES	P	2012-01-20	2012-08-22
VANGUARD MSCI EAFE ETF- 549 SHARES	P	2011-12-16	2012-01-11
VANGUARD MSCI EAFE ETF- 340 SHARES	P	2011-12-16	2012-01-27
WSDMTRE LRGCAP DIV ETF- 237 SHARES	P	2011-12-16	2012-01-27
GENERAL ELECTRIC COMPANY- 143 SHARES	P	2011-12-21	2012-11-16
PWRSH INDX BULL ETF- 328 SHARES	P	2011-12-16	2012-08-07
SPDR GOLD TRUST ETF- 44 SHARES	P	2011-12-16	2012-03-14
FT II TECH ALPHADEX ETF - 447 SHARES	P	2011-12-16	2012-05-04
ISHS PAX EX JAPAN ETF- 222 SHARES	P	2011-12-16	2012-05-22
ISHS TR S AND P 100 ETF- 222 SHARES	P	2012-09-27	2012-11-29
PROSH SHORT S AND P 500 ETF-193 SHARES	P	2011-12-16	2012-01-19
SECTR SPDR CNS STPL ETF-298 SHARES	P	2012-05-04	2012-09-27
SELCT SECT SBU UTIL ETF- 340 SHARES	P	2011-12-16	2012-08-07
SELECT SECT SBI UTIL ETF - 407 SHARES	P	2011-12-16	2012-09-27
SPDR S AND P OIL AND GAS EXP ETF- 245 SHARES	P	2011-12-16	2012-03-05
WSDMTRE EMRG EQ INCM ETF- 225 SHARES	P	2012-01-19	2012-10-16
BRCLY S AND P 500 VIXMID ETN - 132 SHARES	P	2012-03-05	2012-12-18
BRCLY S AND P 500 VIXMID- 162 SHARES	P	2012-11-14	2012-12-18
BRCLY S AND P 500 VIXMID ETN- 230 SHARES	P	2011-12-16	2012-12-18
JPM ALERIAN MLP ETN - 352 SHARES	P	2012-03-05	2012-07-02
ISHS BRCLY 1 3 TR ETF- 146 SHARES	P	2011-12-16	2012-03-26
ISHS BRCLY 1 3 TR ETF- 222 SHARES	P	2011-12-16	2012-11-29
ISHS TR IBOXX CORP ETF-88 SHARES	P	2011-12-16	2012-09-20
PIMCO ENH SHORT MAT ETF-195 SHARES	P	2011-12-16	2012-01-10
PIMCO ENH SHORT MAT ETF-76 SHARES	P	2011-12-16	2012-03-05
PIMCO ENH SHORT MAT ETF-48 SHARES	P	2011-12-16	2012-05-30
PIMCO ENH SHORT MAT ETF-48 SHARES	P	2011-12-16	2012-07-13
PWRSH BUILD AMER BD ETF- 282 SHARES	P	2011-12-16	2012-03-14

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

(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)
PWRSH INDX BULL ETF- 440 SHARES	P	2011-12-16	2012-08-07
CAPITAL WRLD GRW INCM A- 726 SHARES	P	2007-04-02	2012-03-06
CAPITAL WRLD GRW INCM A- 1,490 SHARES	P	2007-04-02	2012-07-11
EUROPACIFIC GROWTH A- 524 SHARES	P	2006-12-29	2012-03-06
EUROPACIFIC GROWTH A- 686 SHARES	P	2001-08-10	2012-07-11
INTL GRW AND INCM A-545 SHARES	P	2011-12-09	2012-07-11
NEW WORLD A-297 SHARES	P	2007-12-17	2012-03-06
NEW WORLD A-206 SHARES	P	2009-11-16	2012-07-11
NEW WORLD A-114 SHARES	P	2009-11-16	2012-11-26
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,646		3,044	602
36,632		39,349	-2,717
2,355		2,420	-65
24,057		17,896	6,161
5,312		5,341	-29
2,970		4,772	-1,802
11,346		9,155	2,191
2,801		2,804	-3
8,403		6,387	2,016
5,314		4,739	575
14,494		6,267	8,227
4,539		3,673	866
7,564		6,988	576
9,730		8,571	1,159
3,475		3,964	-489
12,671		14,244	-1,573
4,569		4,781	-212
8,637		7,686	951
1,727		1,557	170
6,079		5,855	224
3,040		2,979	61
3,568		2,781	787
10,703		8,991	1,712
5,264		5,025	239
3,080		2,840	240
3,487		2,654	833
14,903		14,812	91
7,100		10,282	-3,182
8,295		8,887	-592
5,012		4,783	229

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,050		7,877	-1,827
16,657		19,866	-3,209
7,328		8,434	-1,106
10,943		10,992	-49
3,703		3,137	566
5,044		4,904	140
8,334		11,234	-2,900
12,270		12,927	-657
18,595		12,078	6,517
9,499		7,281	2,218
16,204		13,106	3,098
5,233		4,153	1,080
1,081		1,156	-75
4,878		4,618	260
3,959		5,162	-1,203
4,505		5,394	-889
8,248		9,138	-890
4,334		4,447	-113
8,146		9,092	-946
5,614		5,611	3
7,660		7,856	-196
7,826		7,235	591
1,966		1,973	-7
9,518		8,740	778
4,894		5,282	-388
5,402		4,980	422
6,248		5,260	988
4,732		3,742	990
6,395		4,398	1,997
4,962		5,596	-634

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
5,498		3,855	1,643
9,266		7,668	1,598
30,348		30,817	-469
5,366		4,631	735
4,893		3,158	1,735
10,377		10,706	-329
4,031		3,700	331
12,871		11,448	1,423
4,494		4,898	-404
8,161		8,678	-517
1,466		1,951	-485
8,921		4,177	4,744
4,215		4,814	-599
5,808		6,772	-964
12,229		12,828	-599
12,600		14,661	-2,061
31		26	5
12,111		10,508	1,603
2,170		2,827	-657
5,531		7,067	-1,536
3,047		3,183	-136
4,308		4,036	272
4,377		4,368	9
3,006		2,441	565
3,252		2,832	420
19,882		11,133	8,749
8,580		5,566	3,014
13,178		11,189	1,989
4,663		5,903	-1,240
10,738		13,504	-2,766

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
6,650		7,227	-577
7,814		8,612	-798
6,077		5,809	268
2,511		2,772	-261
6,137		2,992	3,145
6,272		5,683	589
4,704		2,244	2,460
2,500		2,473	27
1,740		1,804	-64
20,948		20,960	-12
8,057		10,393	-2,336
4,252		3,950	302
8,671		7,605	1,066
5,504		4,021	1,483
2,845		1,837	1,008
1,605		1,489	116
8,955		10,783	-1,828
12,571		13,162	-591
7,042		9,053	-2,011
3,633		3,783	-150
5,938		6,305	-367
7,741		7,560	181
5,602		3,801	1,801
10,245		8,159	2,086
5,979		5,675	304
5,582		6,348	-766
5,288		5,655	-367
7,584		6,927	657
8,574		8,117	457
3,913		3,422	491

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
7,197		6,844	353
5,032		5,555	-523
2,359		2,389	-30
2,949		4,323	-1,374
6,315		6,098	217
4,458		4,555	-97
3,997		3,947	50
6,019		6,240	-221
7,435		8,256	-821
12,024		19,155	-7,131
4,132		2,860	1,272
4,824		3,364	1,460
5,369		4,179	1,190
4,048		3,913	135
1,178		980	198
10,931		8,822	2,109
4,225		3,291	934
7,444		7,541	-97
10,715		11,063	-348
6,224		6,123	101
8,050		8,249	-199
6,205		6,212	-7
7,129		5,892	1,237
6,421		5,892	529
9,481		12,543	-3,062
4,745		4,683	62
4,586		2,800	1,786
28,195		24,878	3,317
19,105		18,605	500
685		664	21

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
10,999		9,966	1,033
1,429		1,997	-568
4,777		6,851	-2,074
4,177		6,625	-2,448
4,316		5,376	-1,060
13,204		11,626	1,578
12,294		11,410	884
33,654		31,377	2,277
15,212		14,262	950
42,762		38,362	4,400
30,540		27,155	3,385
19,122		17,775	1,347
8,520		11,966	-3,446
11,423		11,303	120
7,402		5,657	1,745
26		30	-4
10,183		12,329	-2,146
9,642		15,963	-6,321
12,871		11,901	970
17,556		15,623	1,933
7,610		7,651	-41
13,510		12,803	707
10,728		10,523	205
12,984		13,230	-246
13,060		12,657	403
12,308		10,730	1,578
13,713		12,985	728
12,014		11,921	93
13,763		13,217	546
12,327		12,217	110

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
12,139		11,190	949
10		9	1
290		348	-58
4,164		3,478	686
2,036		2,148	-112
2,014		2,148	-134
3,773		3,475	298
3,450		3,037	413
3,288		2,892	396
3,408		2,857	551
1,216		1,389	-173
1,133		1,311	-178
3,345		2,905	440
7,023		6,926	97
2,360		2,492	-132
2,663		2,740	-77
3,635		3,457	178
2,793		2,647	146
2,482		2,411	71
2,479		1,898	581
2,449		2,500	-51
3,373		3,606	-233
4,828		4,032	796
10		11	-1
178		198	-20
1,912		1,438	474
3,454		3,155	299
2,348		2,333	15
4,684		3,889	795
3,021		2,243	778

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,635		2,000	635
1,955		1,856	99
2,010		1,925	85
4,281		3,905	376
4,035		4,059	-24
4,937		3,839	1,098
3,781		4,235	-454
4,236		4,042	194
3,209		3,651	-442
2,790		2,539	251
75		62	13
2,911		2,372	539
1,838		1,543	295
3,367		2,878	489
7,195		6,451	744
3,484		3,441	43
1,927		1,794	133
3,300		3,244	56
2,444		2,648	-204
3,040		2,678	362
5,958		5,746	212
3,397		3,418	-21
3,624		3,446	178
4,252		4,274	-22
1,713		1,278	435
1,688		1,278	410
6,392		5,711	681
1,190		814	376
1,903		1,744	159
5,081		4,411	670

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,056		2,129	-73
4,731		2,990	1,741
2,446		3,370	-924
5,334		5,739	-405
2,035		3,029	-994
3,650		3,173	477
2,999		3,100	-101
5,255		4,327	928
4,824		3,860	964
2,615		2,130	485
3,235		3,192	43
15,176		14,714	462
8,229		9,103	-874
5,528		5,464	64
4,654		5,542	-888
11,969		10,938	1,031
5,486		4,994	492
15,095		14,676	419
6,072		5,481	591
5,536		5,274	262
5,468		4,687	781
2,147		1,982	165
2,152		1,981	171
8,098		7,243	855
4,347		4,243	104
12,220		11,471	749
5,747		5,447	300
14,647		12,916	1,731
15,990		15,300	690
28,082		30,154	-2,072

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,978		4,538	440
5,665		5,706	-41
7,842		7,059	783
16,879		16,865	14
11,047		10,444	603
11,956		11,348	608
2,865		2,798	67
10,449		10,487	-38
7,061		6,800	261
9,994		8,889	1,105
8,819		8,841	-22
14,447		14,853	-406
7,448		8,000	-552
10,711		10,216	495
12,831		11,825	1,006
14,801		14,155	646
14,262		12,284	1,978
12,204		12,290	-86
3,522		7,306	-3,784
4,323		5,028	-705
6,137		14,883	-8,746
13,911		14,341	-430
12,303		12,341	-38
23,401		23,088	313
8,217		7,696	521
19,524		19,533	-9
7,671		7,613	58
4,851		4,808	43
4,859		4,808	51
8,137		8,083	54

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
9,929		9,909	20
25,000		31,278	-6,278
50,000		63,800	-13,800
20,000		26,209	-6,209
25,000		25,125	-125
15,000		15,442	-442
15,000		16,313	-1,313
10,000		9,895	105
6,000		6,943	-943
5,595			5,595

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			602
			-2,717
			-65
			6,161
			-29
			-1,802
			2,191
			-3
			2,016
			575
			8,227
			866
			576
			1,159
			-489
			-1,573
			-212
			951
			170
			224
			61
			787
			1,712
			239
			240
			833
			91
			-3,182
			-592
			229

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,827
			-3,209
			-1,106
			-49
			566
			140
			-2,900
			-657
			6,517
			2,218
			3,098
			1,080
			-75
			260
			-1,203
			-889
			-890
			-113
			-946
			3
			-196
			591
			-7
			778
			-388
			422
			988
			990
			1,997
			-634

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,643
			1,598
			-469
			735
			1,735
			-329
			331
			1,423
			-404
			-517
			-485
			4,744
			-599
			-964
			-599
			-2,061
			5
			1,603
			-657
			-1,536
			-136
			272
			9
			565
			420
			8,749
			3,014
			1,989
			-1,240
			-2,766

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-577
			-798
			268
			-261
			3,145
			589
			2,460
			27
			-64
			-12
			-2,336
			302
			1,066
			1,483
			1,008
			116
			-1,828
			-591
			-2,011
			-150
			-367
			181
			1,801
			2,086
			304
			-766
			-367
			657
			457
			491

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			353
			-523
			-30
			-1,374
			217
			-97
			50
			-221
			-821
			-7,131
			1,272
			1,460
			1,190
			135
			198
			2,109
			934
			-97
			-348
			101
			-199
			-7
			1,237
			529
			-3,062
			62
			1,786
			3,317
			500
			21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,033
			-568
			-2,074
			-2,448
			-1,060
			1,578
			884
			2,277
			950
			4,400
			3,385
			1,347
			-3,446
			120
			1,745
			-4
			-2,146
			-6,321
			970
			1,933
			-41
			707
			205
			-246
			403
			1,578
			728
			93
			546
			110

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			949
			1
			-58
			686
			-112
			-134
			298
			413
			396
			551
			-173
			-178
			440
			97
			-132
			-77
			178
			146
			71
			581
			-51
			-233
			796
			-1
			-20
			474
			299
			15
			795
			778

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			635
			99
			85
			376
			-24
			1,098
			-454
			194
			-442
			251
			13
			539
			295
			489
			744
			43
			133
			56
			-204
			362
			212
			-21
			178
			-22
			435
			410
			681
			376
			159
			670

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-73
			1,741
			-924
			-405
			-994
			477
			-101
			928
			964
			485
			43
			462
			-874
			64
			-888
			1,031
			492
			419
			591
			262
			781
			165
			171
			855
			104
			749
			300
			1,731
			690
			-2,072

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			440
			-41
			783
			14
			603
			608
			67
			-38
			261
			1,105
			-22
			-406
			-552
			495
			1,006
			646
			1,978
			-86
			-3,784
			-705
			-8,746
			-430
			-38
			313
			521
			-9
			58
			43
			51
			54

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			20
			-6,278
			-13,800
			-6,209
			-125
			-442
			-1,313
			105
			-943
			5,595

Form 990PF Part VIII Line 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
MARGARET P SCHACHTE 1768 ATLANTIC AVENUE SULLIVANS ISLAND, SC 29482	VICE PRESIDENT 8 00	39,045	0	0
WALTER C REGNERY 1765 ATLANTIC AVENUE SULLIVANS ISLAND, SC 29482	PRESIDENT 0 50	0	0	0
CHARLES E MENEFEE JR 6119 BEARS BLUFF ROAD WADMALAW ISLAND, SC 29487	SEC /TREASURE 0 50	0	0	0
EUGENIE F REGNERY 2714 CAST NET ROAD JOHNS ISLAND, SC 29455	TRUSTEE 0 50	0	0	0
PATRICIA L REGNERY 1514 VILLAGE SQUARE MOUNT PLEASANT, SC 29464	TRUSTEE 0 50	0	0	0
YONGE R JONES 108 ROPER MEADOW DRIVE SIMPSONVILLE, SC 29681	TRUSTEE 0 50	0	0	0
MARY BETH GREENSLADE 7198 SC HIGHWAY 219 NEWBERRY, SC 29108	TRUSTEE 0 50	0	0	0
EUGENIE J PARKER 4246 TIMBERLANE DRIVER COLUMBIA, SC 29205	TRUSTEE 0 50	0	0	0

Form 990PF Part XV Line 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*				
YO ART PROJECT PO BOX 12397 CHARLESTON,SC 29422			GENERAL SUPPORT	2,000
JOANNA WOODSON ELEMENTARY SCHOOL 510 SOUTH ELLIS STREET JOANNA,SC 29351			GENERAL SUPPORT	2,000
BARRIER ISLAND FREE MEDICAL CLINIC 3226 MAYBANK HIGHWAY A1 JOHNS ISLAND,SC 29455			GENERAL SUPPORT	3,000
AVIAN CONSERVATION CENTER 4872 SEEWEE ROAD AWENDAW,SC 29429			GENERAL SUPPORT	25,000
FREE MEDICAL CLINIC OF NEWBERRY COUNTY 2568 KINARD STREET NEWBERRY,SC 29108			GENERAL SUPPORT	3,000
DORCHESTER HABITAT FOR HUMANITY 101 GREYBACK ROAD SUMMERVILLE,SC 29483			GENERAL SUPPORT	3,000
CHARLESTON AREA SENIOR CITIZENS SERVICES 259 MEETING STREET CHARLESTON,SC 29401			GENERAL SUPPORT	4,000
DARKNESS TO LIGHT 7 RADCLIFFE STREET CHARLESTON,SC 29403			GENERAL SUPPORT	2,000
SEA ISLAND HABITAT FOR HUMANITY 2545 BOHICKET ROAD JOHNS ISLAND,SC 29455			GENERAL SUPPORT	5,000
SPOLETO FESTIVAL USA 14 GEORGE STREET CHARLESTON,SC 29401			GENERAL SUPPORT	2,000
REIN AND SHINE 5220 BEDAW FARM DRIVE AWENDAW,SC 29429			GENERAL SUPPORT	1,000
PEOPLE AGAINST RAPE 259 MEETING STREET 2ND FLOOR CHARLESTON,SC 29401			GENERAL SUPPORT	2,000
CHARLESTON ACADEMY OF MUSIC 180 RUTLEDGE AVENUE 2ND FLOOR CHARLESTON,SC 29403			GENERAL SUPPORT	2,000
MCCLELLANVILLE ARTS COUNCIL 733 PINCKNEY STREET MCCLELLANVILLE,SC 29458			GENERAL SUPPORT	2,000
CHARLESTON WATERKEEPER PO BOX 29 CHARLESTON,SC 29402			GENERAL SUPPORT	5,000

Form 990PF Part XV Line 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*				
THE NATURE CONSERVANCY OF SOUTH CAROLINA 2231 DEVINE STREET STE 100 COLUMBIA, SC 29205			GENERAL SUPPORT	2,000
CAMP GOOD TIMES PO BOX 81114 CHARLESTON, SC 29416			GENERAL SUPPORT	1,000
CENTER FOR WOMEN 129 CANNON STREET CHARLESTON, SC 29403			GENERAL SUPPORT	2,000
CRISIS MINISTRIES 573 MEETING STREET CHARLESTON, SC 29403			GENERAL SUPPORT	2,500
CHARLESTON AREA THERAPEUTIC RIDING 2669 HAMILTON ROAD JOHS ISLAND, SC 29455			GENERAL SUPPORT	2,000
HALOS 3366 RIVERS AVENUE NORTH CHARLESTON, SC 29405			GENERAL SUPPORT	3,000
EAST COOPER MEALS ON WHEELS 2304 N HWY 17 MT PLEASANT, SC 29466			GENERAL SUPPORT	2,000
IN EVERY STORY 476 MEETING STREET UNIT A CHARLESTON, SC 29403			GENERAL SUPPORT	5,000
RURAL MISSION INC 3429 CAMP CARE ROAD JOHNS ISLAND, SC 29455			GENERAL SUPPORT	2,000
SMALLS INSTITUTE FOR MUSIC AND YOUTH LEADERSHIP 1211 DOWNER DRIVE CHARLESTON, SC 29412			GENERAL SUPPORT	1,000
TRIDENT LITERACY ASSOCIATION 5615-B RIVERS AVENUE NORTH CHARLESTON, SC 29406			GENERAL SUPPORT	1,000
KAHAL KADOSH BETH ELOHIM 90 HASSELL STREET CHARLESTON, SC 29401			GENERAL SUPPORT	1,000
CAROLINA ARTS ASSOCIATIONGIBBES MUSEUM 135 MEETING STREET CHARLESTON, SC 29401			GENERAL SUPPORT	2,000
CHARLESTON REGIONAL ALLIANCE FOR ART 293 EAST BAY STREET CHARLESTON, SC 29401			GENERAL SUPPORT	2,000
FORT SUMTER FORT MOULTRIE HISTORIC TRUST 40 EAST BAY STREET CHARLESTON, SC 29401			GENERAL SUPPORT	2,500

Form 990PF Part XV Line 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*				
GREATER PARK CIRCLE FILM SOCIETY PO BOX 71514 NORTH CHARLESTON,SC 29415			GENERAL SUPPORT	800
SOUTH CAROLINA HISTORICAL SOCIETY 100 MEETING ST CHARLESTON CHARLESTON,SC 29401			GENERAL SUPPORT	5,000
SOUTHER SUSTAINABLE RESOURCES 25 NICHOLSON ST CHARLESTON,SC 29407			GENERAL SUPPORT	500
LOWCOUNTRY FOOD BANK 2864 AZALEA DRIVE CHARLESTON,SC 29405			GENERAL SUPPORT	2,000
SUMPTER FREE MEDICAL CLINIC 1278 N LAFAYETTE DR SUMTER,SC 29150			GENERAL SUPPORT	2,500
LOWCOUNTRY OPEN LAND TRUST 485 EAST BAY STREET A CHARLESTON,SC 29403			GENERAL SUPPORT	10,000
METANOIA 2005 REYNOLDS AVENUE NORTH CHARLESTON,SC 29405			GENERAL SUPPORT	1,850
NEWBERRY OPERA HOUSE 1201 MCKIBBEN STREET NEWBERRY,SC 29108			GENERAL SUPPORT	5,000
ORPHAN AID SOCIETY 3923 AZALEA DR NORTH CHARLESTON,SC 29405			GENERAL SUPPORT	2,000
SOUTHERN ENVIRONMENTAL LAW CENTER 43 BROAD STREET STE 300 CHARLESTON,SC 29401			GENERAL SUPPORT	2,000
CHARLESTON CONCERT ASSOCIATION 131 KING STREET CHARLESTON,SC 29401			GENERAL SUPPORT	3,000
CHARLESTON LIBRARY SOCIETY 164 KING STREET CHARLESTON,SC 29401			GENERAL SUPPORT	3,000
LAURENS COUNTY MUSEUM ASSOCIATION 205 WEST LAURENS STREET LAURENS,SC 29360			GENERAL SUPPORT	1,000
Total . . . . ▶ **3a**				132,650

TY 2012 Accounting Fees Schedule

Name: THE JOANNA FOUNDATION

EIN: 57-0314444

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	7,325	7,325		0

TY 2012 Investments Corporate Stock Schedule

Name: THE JOANNA FOUNDATION

EIN: 57-0314444

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS AND MUTUAL FUNDS	2,891,655	3,225,948

TY 2012 Investments Government Obligations Schedule

Name:	THE JOANNA FOUNDATION
EIN:	57-0314444
US Government Securities - End of Year Book Value:	181,450
US Government Securities - End of Year Fair Market Value:	187,381
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

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TY 2012 Other Expenses Schedule

Name: THE JOANNA FOUNDATION

EIN: 57-0314444

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	912	137		775
OFFICE SUPPLIES	321	48		273
POSTAGE	460	69		391
WEBHOSTING	155	23		132
MEMBERSHIPS	1,000	150		850
INSURANCE	1,410	212		1,198
MISCELLANEOUS	734	110		624

TY 2012 Other Professional Fees Schedule

Name: THE JOANNA FOUNDATION

EIN: 57-0314444

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSET BASED FEES	22,781	22,781		0

TY 2012 Taxes Schedule

Name: THE JOANNA FOUNDATION

EIN: 57-0314444

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN INCOME TAXES	1,158	1,158		0