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

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

OMB No 1545-0052

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>ELLA B CLEVELAND TUW FBO C A CUTLER</b>		A Employer identification number <b>58-6221583</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>
Wells Fargo Bank N A Trust Tax Dept - 101N Independence Mall E MACY1372-06		
City or town, state, and ZIP code <b>Philadelphia PA 19106-2112</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 299,712</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	7,764	7,647		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	9,911			
	b Gross sales price for all assets on line 6a <b>163,121</b>				
	7 Capital gain net income (from Part IV, line 2)		9,911		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	17,675	17,558	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	387	290		97
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,442			1,442
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	106	77		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	1,935	367	0	1,539
	25 Contributions, gifts, grants paid	14,600			14,600
26 Total expenses and disbursements. Add lines 24 and 25	16,535	367	0	16,139	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,140				
b Net investment income (if negative, enter -0-)		17,191			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Form 990-PF (2012) ELLA B CLEVELAND TUW FBO C A CUTLER

58-6221583

Page 2

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				
	2	Savings and temporary cash investments	15,509	14,305	14,305	
	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)				
	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)	266,629	268,101	285,407		
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe )					
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	282,138	282,406	299,712		
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	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	282,138	282,406		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b> (see instructions)	282,138	282,406		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	282,138	282,406			

## 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	282,138
2	Enter amount from Part I, line 27a	2	1,140
3	Other increases not included in line 2 (itemize) <b>MUTUAL FUND &amp; CTF INCOME ADDITIONS</b>	3	409
4	Add lines 1, 2, and 3	4	283,687
5	Decreases not included in line 2 (itemize) <b>See Attached Statement</b>	5	1,281
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	282,406

**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.)
<b>1a</b> See Attached Statement			
<b>b</b> See Attached Statement			
<b>c</b> See Attached Statement			
<b>d</b> See Attached Statement			
<b>e</b> See Attached Statement			

  

(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)
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

  

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

  

<b>2</b> 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 }	<b>2</b>	9,911
<b>3</b> 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 }	<b>3</b>	0

**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	13,511	295,816	0.045674
2010	12,114	276,874	0.043753
2009	14,482	244,688	0.059186
2008	14,031	293,011	0.047886
2007	10,255	335,535	0.030563

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.227062
<b>3</b> 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	<b>3</b>	0.045412
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	290,750
<b>5</b> Multiply line 4 by line 3	<b>5</b>	13,204
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	172
<b>7</b> Add lines 5 and 6	<b>7</b>	13,376
<b>8</b> Enter qualifying distributions from Part XII, line 4 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	<b>8</b>	16,139

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter ..... (attach copy of letter if necessary—see instructions)	1	172
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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	172
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	172
6	<b>Credits/Payments</b>		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	109
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	109
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	63
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	0
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

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

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

<b>11</b>	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)	<b>11</b>		X
<b>12</b>	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)	<b>12</b>		X
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<b>13</b>	X	
Website address ▶ N/A				
<b>14</b>	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933			
	Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
<b>15</b>	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 ▶ <b>15</b> N/A			
<b>16</b>	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?	<b>16</b>	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

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

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

		Yes	No
<b>1a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	<b>1b</b>	X
<b>c</b>	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?	<b>1c</b>	X
<b>2</b>	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))		
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
<b>b</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)	<b>2b</b>	N/A
<b>c</b>	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____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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)	<b>3b</b>	N/A
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</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?	<b>4b</b>	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** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**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?**7b** N/A**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
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 Phila	Trustee 4 00	387		

**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

**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



0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	282,275
<b>b</b>	Average of monthly cash balances	<b>1b</b>	12,903
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	295,178
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	295,178
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	4,428
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	290,750
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	14,538

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	14,538
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	172
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	172
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	14,366
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	14,366
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	14,366

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	16,139
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	16,139
<b>5</b>	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)	<b>5</b>	172
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	15,967

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				14,366
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			14,571	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ► \$ 16,139				
<b>a</b> Applied to 2011, but not more than line 2a			14,571	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				1,568
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				12,798
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

**N/A**

▶

☐ 4942(j)(3) or ☐ 4942(j)(5)Form **990-PF** (2012)

**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
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	14,600
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	0

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities			14	7,764	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	9,911	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue <b>a</b>					
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		0		17,675	0
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)				13	17,675

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



ELLA B CLEVELAND TUW FBO C A CUTLER

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

THE LEUKEMIA &amp; LYMPHOMA SOCIETY

**Street**

1311 MAMARONECK AVE, SUITE 310

**City**

WHITE PLAINS

**State**

NY

**Zip Code**

10605

**Foreign Country****Relationship**

NONE

**Foundation Status**

501 (C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,800

**Name**

CHILDREN'S HEALTHCARE OF ATLANTA FDN

**Street**

1687 TULLIE CIRCLE NE

**City**

ATLANTA

**State**

GA

**Zip Code**

30329

**Foreign Country****Relationship**

NONE

**Foundation Status**

501 (C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,900

**Name**

UNITED CEREBRAL PALSY OF GEORGIA INC

**Street**

2992 CRESTLINE DR

**City**

MACON

**State**

GA

**Zip Code**

31204

**Foreign Country****Relationship**

NONE

**Foundation Status**

501 (C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,900

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Totals	
												Capital Gains/Losses	
												Gross Sales	Net Gain or Loss
	Long Term CG Distributions	Amount										163,121	9,911
	Short Term CG Distributions	0										0	0
1	X WELLS FARGO ADV INTL BON	94985D582			2/4/2011		3/2/2012	499	501				-2
2	X WELLS FARGO ADV INTL BON	94985D582			8/9/2007		3/2/2012	4,519	4,297				222
3	X VANGUARD REIT VIPER	922508553			12/17/2010		7/10/2012	590	478				112
4	X VANGUARD REIT VIPER	922508553			12/17/2010		5/8/2012	914	746				168
5	X VANGUARD REIT VIPER	922508553			12/17/2010		3/2/2012	551	481				70
6	X VANGUARD REIT VIPER	922508553			6/10/2012		12/19/2012	340	344				-4
7	X TCW SMALL CAP GROWTH FUND	87234N849			12/17/2010		12/19/2012	3,488	3,763				-255
8	X TCW SMALL CAP GROWTH FUND	87234N849			12/17/2010		11/19/2012	3,297	3,754				-457
9	X TCW SMALL CAP GROWTH FUND	87234N849			12/17/2010		3/2/2012	854	844				10
10	X SPDR DJ WILSHIRE INTERNA	78463X863			5/23/2011		8/8/2012	349	357				-8
11	X SPDR DJ WILSHIRE INTERNA	78463X863			5/23/2011		7/10/2012	545	595				-50
12	X T ROWE PRICE SHORT TERM	77957P105			6/28/2011		11/19/2012	1,387	1,387				0
13	X T ROWE PRICE SHORT TERM	77957P105			3/6/2012		11/19/2012	2,643	2,643				0
14	X T ROWE PRICE SHORT TERM	77957P105			3/6/2012		8/8/2012	8,034	8,034				0
15	X T ROWE PRICE SHORT TERM	77957P105			5/25/2011		8/8/2012	2,006	2,010				-4
16	X T ROWE PRICE SHORT TERM	77957P105			5/25/2011		7/10/2012	741	742				-1
17	X T ROWE PRICE SHORT TERM	77957P105			5/25/2011		5/8/2012	7,304	7,319				-15
18	X RIDGEWORTH SEIX HY BD-I #	76628T645			8/26/2011		11/19/2012	170	160				10
19	X RIDGEWORTH SEIX HY BD-I #	76628T645			3/6/2012		11/19/2012	1,140	1,114				26
20	X RIDGEWORTH SEIX HY BD-I #	76628T645			3/6/2012		8/8/2012	157	155				2
21	X RIDGEWORTH SEIX HY BD-I #	76628T645			3/6/2012		7/10/2012	728	728				0
22	X PIMCO COMMODITY REAL RE	722005667			2/27/2009		3/2/2012	4,712	3,909				803
23	X PIMCO COMMODITY REAL RE	722005667			2/27/2009		3/2/2012	657	601				56
24	X PIMCO FOREIGN BD FD USD	693390882			8/26/2011		8/8/2012	725	697				28
25	X PIMCO FOREIGN BD FD USD	693390882			3/6/2012		8/8/2012	888	862				26
26	X PIMCO FOREIGN BD FD USD	693390882			5/25/2011		8/8/2012	211	200				11
27	X PIMCO FOREIGN BD FD USD	693390882			2/4/2011		8/8/2012	850	800				50
28	X PIMCO FOREIGN BD FD USD	693390882			3/6/2012		7/10/2012	393	386				7
29	X PIMCO FOREIGN BD FD USD	693390882			7/23/2010		7/10/2012	285	286				9
30	X PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		7/10/2012	1,219	1,204				15
31	X PIMCO TOTAL RET FD-INST #	693390700			8/26/2011		3/2/2012	7,913	7,766				127
32	X PIMCO TOTAL RET FD-INST #	693390700			5/25/2011		3/2/2012	6,682	6,610				72
33	X MERGER FD SH BEN INT #260	589509108			3/6/2012		8/8/2012	1,349	1,333				16
34	X MERGER FD SH BEN INT #260	589509108			3/6/2012		7/10/2012	348	345				3
35	X MAINSTAY EP US EQUITY-INS	50663J302			3/6/2012		8/8/2012	4,144	4,051				93
36	X MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		8/8/2012	876	847				29
37	X MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		5/8/2012	2,544	2,516				28
38	X LAUDUS MONTIRIAN INTL FUND	518550655			3/6/2012		8/8/2012	2,742	2,687				55
39	X LAUDUS MONTIRIAN INTL FUND	518550655			3/6/2012		7/10/2012	525	523				2
40	X KEELEY SMALL CAP VAL FDC	487300808			12/17/2010		8/8/2012	362	349				13
41	X KEELEY SMALL CAP VAL FDC	487300808			3/2/2012		3/2/2012	900	872				28
42	X ISSHARES TR RUSSELL MIDCA	464287481			3/2/2012		5/8/2012	7,488	7,673				-185
43	X HUSSMAN STRATEGIC GROW	448108100			3/6/2012		8/8/2012	5,443	5,790				-347
44	X HARBOR CAPITAL APRCTON	411511504			5/25/2011		8/8/2012	4,115	4,19				-4
45	X HARBOR CAPITAL APRCTON	411511504			5/25/2011		3/2/2012	4,066	3,738				328
46	X GOLDMAN SACHS UC VALUE	38142Y773			10/31/2008		3/2/2012	2,405	1,881				524
47	X GOLDMAN SACHS UC VALUE	38142Y773			2/27/2009		3/2/2012	915	557				358
48	X GOLDMAN SACHS GRTH OPP	38142Y401			11/31/2008		3/2/2012	6,691	4,168				2,523
49	X GOLDMAN SACHS GRTH OPP	38142Y401			11/31/2008		3/2/2012	861	494				367
50	X GOLDMAN SACHS GRTH OPP	38142Y401			2/9/2009		3/2/2012	880	467				413
51	X GOLDEN LARGE CAP CORE F	34984T881			2/27/2009		3/2/2012	4,871	2,897				1,974
52	X GOLDEN LARGE CAP CORE F	34984T881			10/31/2008		3/2/2012	3,296	2,468				828
53	X JP MORGAN MID CAP VALUE	339128100			12/17/2010		8/8/2012	243	212				31
54	X JP MORGAN MID CAP VALUE	339128100			12/17/2010		7/10/2012	313	282				31
55	X JP MORGAN MID CAP VALUE	339128100			12/17/2010		5/8/2012	945	846				99
56	X DREYFUS EMG MKT DEBT LO	261980494			8/26/2011		7/10/2012	284	304				-20
57	X DODGE & COX INCOME FDC	256210105			8/9/2007		11/19/2012	4,695	4,199				495
58	X DODGE & COX INCOME FDC	256210105			8/10/2012		11/19/2012	6,082	6,021				61
59	X DODGE & COX INCOME FDC	256210105			5/10/2012		11/19/2012	2,443	2,401				42
60	X DODGE & COX INCOME FDC	256210105			5/10/2012		7/10/2012	958	958				0
61	X DODGE & COX INCOME FDC	256210105			8/26/2011		3/2/2012	438	399				40
62	X DODGE & COX INCOME FDC	256210105			5/25/2011		3/2/2012	8,321	8,127				194
63	X DODGE & COX INCOME FDC	256210105			5/25/2011		3/2/2012	3,646	3,593				53
64	X DODGE & COX INCOME FDC	256210105			2/4/2011		3/2/2012	2,385	2,300				85
65	X DODGE & COX INTL STOCK F	256206103			8/9/2007		11/19/2012	393	562				-169
66	X DODGE & COX INTL STOCK F	256206103			8/9/2007		8/8/2012	2,423	3,607				-1,184
67	X CREDIT SUISSE COMM RT ST	22544R305			8/26/2011		7/10/2012	864	1,022				-158



## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	ARTIO INTERNATIONAL EQ F	04315J837			10/31/2008		3/2/2012	1,027	975					52
70	ARTIO INTERNATIONAL EQ F	04315J837			2/27/2008		3/2/2012	1,081	801					280
71	ARTIO INTERNATIONAL EQ F	04315J837			2/9/2010		3/2/2012	697	701					4
72	ARTIO TOTAL RETURN BD F	04315J208			10/31/2008		3/2/2012	5,406	4,797					609
73	ARTISAN MID CAP FUND-INST	04314H600			5/10/2012		8/8/2012	432	430					2
74	ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		8/8/2012	2,383	2,128					255
Totals														
Capital Gains/Losses														
Other sales														
Gross Sales														
Cost, Other Basis and Expenses														
Net Gain or Loss														
Amount														
Long Term CG Distributions														
Short Term CG Distributions														
1,023														
0														
153,210														
0														
9,911														
0														

**Part I, Line 16b (990-PF) - Accounting Fees**

		1,442	0	0	1,442
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,442			1,442

**Part I, Line 18 (990-PF) - Taxes**

		106	77	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	77	77		
2	ESTIMATED EXCISE PAYMENTS	29			

**Part II, Line 13 (990-PF) - Investments - Other**

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	285,407
2	ARTISAN INTERNATIONAL FUND 661			11,617	13,965
3	DODGE & COX INCOME FD COM 147			12,799	14,297
4	HARBOR CAPITAL APRCTON-INST 2012			16,140	18,133
5	MERGER FD SH BEN INT 260			4,268	4,303
6	PIMCO TOTAL RET FD-INST 35			42,683	43,696
7	PIMCO FOREIGN BD FD USD H-INST 103			5,941	6,304
8	T ROWE PRICE SHORT TERM BD FD 55			2,299	2,299
9	ARTISAN MID CAP FUND-INSTL 1333			7,995	7,978
10	ISHARES RUSSELL 2000 GROWTH			7,307	7,529
11	ISHARES S & P 500 INDEX FUND			8,984	10,306
12	LAUDUS MONDRIAN INTL FI-INST 2940			6,310	6,283
13	DODGE & COX INT'L STOCK FD 1048			11,779	13,932
14	MFS VALUE FUND-CLASS I 893			12,323	13,441
15	DREYFUS EMG MKT DEBT LOC C-I 6083			13,953	14,706
16	DRIEHAUS ACTIVE INCOME FUND			4,314	4,422
17	JP MORGAN MID CAP VALUE-I 758			5,689	6,774
18	HUSSMAN STRATEGIC GROWTH FUND 60			6,111	5,527
19	VANGUARD REIT VIPER			8,656	10,660
20	VANGUARD EMERGING MARKETS ETF			9,632	9,351
21	OPPENHEIMER DEVELOPING MKT-Y 788			9,220	9,363
22	SPDR DJ WILSHIRE INTERNATIONAL REA			9,866	10,710
23	DIAMOND HILL LONG-SHORT FD CL I 11			7,225	7,453
24	RIDGEWORTH SEIX HY BD-I 5855			13,580	14,725
25	GATEWAY FUND - Y 1986			7,188	7,109
26	CREDIT SUISSE COMM RT ST-CO 2156			15,219	14,045
27	KEELEY SMALL CAP VAL FD CL I 2251			7,003	8,096

**Part III (990-PF) - Changes in Net Assets or Fund Balances**

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**Line 3 - Other increases not included in Part III, Line 2**

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	409
2	Total	2	409

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**Line 5 - Decreases not included in Part III, Line 2**

1	COST BASIS ADJUSTMENT	1	323
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	958
3	Total	3	1,281

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## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Line	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	153 210	Gain or Loss	8 888	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	8 888
1	WELLS FARGO ADV INTL BOND IS 441094985D582	441094985D582		2/4/2011	3/2/2012	499			501			2					2
2	WELLS FARGO ADV INTL BOND IS 441094985D582	441094985D582		6/6/2007	3/2/2012	4,519			4,297			222					222
3	VANGUARD REIT VIPER	922908553		12/17/2010	7/10/2012	590			478			112					112
4	VANGUARD REIT VIPER	922908553		12/17/2010	3/2/2012	551			746			195					195
5	VANGUARD REIT VIPER	922908553		12/17/2010	3/2/2012	551			481			70					70
6	TOW SMALL CAP GROWTH FUND-1 #4726734N849	4726734N849		8/10/2012	12/19/2012	340			344			4					4
7	TOW SMALL CAP GROWTH FUND-1 #4726734N849	4726734N849		12/17/2010	11/19/2012	348			3763			285					285
8	TOW SMALL CAP GROWTH FUND-1 #4726734N849	4726734N849		12/17/2010	3/2/2012	329			3754			457					457
9	TOW SMALL CAP GROWTH FUND-1 #4726734N849	4726734N849		12/17/2010	3/2/2012	854			644			10					10
10	SPDR DJ WILSHIRE INTERNATIONAL RT 78463X863	78463X863		5/23/2011	6/6/2012	349			357			8					8
11	SPDR DJ WILSHIRE INTERNATIONAL RT 78463X863	78463X863		5/23/2011	7/10/2012	545			595			50					50
12	T ROWE PRICE SHORT TERM BD FD #577957P 05	577957P 05		8/29/2011	11/19/2012	1,387			1,367			0					0
13	T ROWE PRICE SHORT TERM BD FD #577957P 05	577957P 05		3/6/2012	11/19/2012	2,643			2,643			0					0
14	T ROWE PRICE SHORT TERM BD FD #577957P 05	577957P 05		3/6/2012	6/6/2012	8,034			8,034			0					0
15	T ROWE PRICE SHORT TERM BD FD #577957P 05	577957P 05		3/6/2012	6/6/2012	2,006			2,010			4					4
16	T ROWE PRICE SHORT TERM BD FD #577957P 05	577957P 05		8/29/2011	11/19/2012	741			742			1					1
17	T ROWE PRICE SHORT TERM BD FD #577957P 05	577957P 05		5/25/2011	5/8/2012	7,304			7,319			15					15
18	RIDGEMOUNT SEIX HY BD 1 #5655	5655		8/26/2011	11/19/2012	170			160			10					10
19	RIDGEMOUNT SEIX HY BD 1 #5655	5655		3/6/2012	11/19/2012	1,140			1,114			26					26
20	RIDGEMOUNT SEIX HY BD 1 #5655	5655		3/6/2012	8/8/2012	157			155			2					2
21	RIDGEMOUNT SEIX HY BD 1 #5655	5655		3/6/2012	8/8/2012	728			728			0					0
22	PIMCO COMMODITY REAL RET STRAT-	722005667		2/27/2009	3/2/2012	4,712			3,909			803					803
23	PIMCO COMMODITY REAL RET STRAT-	722005667		2/27/2009	3/2/2012	657			601			56					56
24	PIMCO FOREIGN BD FD USD H-INST #1	693390882		8/26/2011	6/6/2012	725			697			28					28
25	PIMCO FOREIGN BD FD USD H-INST #1	693390882		3/6/2012	6/6/2012	888			862			26					26
26	PIMCO FOREIGN BD FD USD H-INST #1	693390882		5/25/2011	6/6/2012	211			200			11					11
27	PIMCO FOREIGN BD FD USD H-INST #1	693390882		2/4/2011	6/6/2012	850			800			50					50
28	PIMCO FOREIGN BD FD USD H-INST #1	693390882		3/6/2012	7/10/2012	393			366			27					27
29	PIMCO FOREIGN BD FD USD H-INST #1	693390882		7/23/2010	11/10/2012	295			286			9					9
30	PIMCO TOTAL RET FUND INST #35	693390700		5/10/2012	3/2/2012	1,219			1,204			15					15
31	PIMCO TOTAL RET FUND INST #35	693390700		8/26/2011	3/2/2012	7,913			7,786			127					127
32	PIMCO TOTAL RET FUND INST #35	693390700		3/6/2012	6/6/2012	1,349			1,333			16					16
33	MERGER FID SH BEN INT #260	589509108		3/6/2012	7/10/2012	348			345			3					3
34	MERGER FID SH BEN INT #260	589509108		3/6/2012	7/10/2012	4,144			4,051			93					93
35	MERGER FID SH BEN INT #260	589509108		3/6/2012	7/10/2012	876			847			29					29
36	MERGER FID SH BEN INT #260	589509108		5/25/2011	6/6/2012	2,544			2,516			28					28
37	MERGER FID SH BEN INT #260	589509108		5/25/2011	6/6/2012	2,742			2,687			55					55
38	MERGER FID SH BEN INT #260	589509108		3/6/2012	7/10/2012	525			523			2					2
39	LAUDIS MONOPOLIAN INTL FUND INST #2840	61855Q555		3/6/2012	7/10/2012	362			349			13					13
40	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		12/17/2010	3/2/2012	900			872			28					28
41	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		3/2/2012	5/8/2012	7,488			7,673			185					185
42	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		3/2/2012	5/8/2012	5,443			5,790			347					347
43	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		5/10/2012	8/8/2012	415			419			4					4
44	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		5/10/2012	3/2/2012	4,066			3,738			328					328
45	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		5/25/2011	3/2/2012	2,405			1,881			524					524
46	KEELY SMALL CAP VAL FD CL 1 #2251	487300608		10/31/2008	3/2/2012	915			557			358					358
47	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		2/27/2009	3/2/2012	691			416			277					277
48	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		11/10/2009	3/2/2012	861			484			377					377
49	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		2/27/2009	3/2/2012	880			467			413					413
50	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		2/27/2009	3/2/2012	4,871			2,697			1,974					1,974
51	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		10/31/2008	3/2/2012	3,966			2,468			828					828
52	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		12/17/2010	3/2/2012	313			212			31					31
53	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		12/17/2010	3/2/2012	845			762			83					83
54	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		12/17/2010	3/2/2012	772			658			114					114
55	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		12/17/2010	3/2/2012	772			658			114					114
56	GOLDMAN SACHS UC VALUET 1 #1216	38142Y773		8/26/2011	7/10/2012	784			704			80					80
57	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	261,960,494			261,960,494			0					0
58	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
59	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
60	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
61	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
62	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
63	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
64	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
65	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
66	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
67	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
68	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
69	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
70	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
71	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
72	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
73	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0
74	DODGE & COX INCOME FUND #147	256210105		8/26/2011	7/10/2012	256,210,105			256,210,105			0					0

[illegible]

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return		80
2 First quarter estimated tax payment	5/9/2012	29
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		109



**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	14,571
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	14,571