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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE LOUIE R. AND GERTRUDE MORGAN FOUNDATION, INC.		A Employer identification number 59-6142359
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 550	Room/suite	B Telephone number 863-494-1551
City or town, state, and ZIP code ARCADIA, FL 34265-0550		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) \$ 3,053,051. (Part I, column (d) must be on cash basis.)	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		11,098.	11,098.		STATEMENT 1
4 Dividends and interest from securities		82,040.	82,040.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		12,046.			
b Gross sales price for all assets on line 6a 162,736.					
7 Capital gain net income (from Part IV, line 2)			12,046.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-3,612.	-3,612.		STATEMENT 3
12 Total. Add lines 1 through 11		101,572.	101,572.		
13 Compensation of officers, directors, trustees, etc.		5,000.	0.		5,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		2,765.	0.		2,765.
c Other professional fees STMT 5		18,940.	18,940.		0.
17 Interest					
18 Taxes STMT 6		2,779.	279.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		1,705.	0.		1,429.
24 Total operating and administrative expenses. Add lines 13 through 23		31,189.	19,219.		9,194.
25 Contributions, gifts, grants paid		179,500.			179,500.
26 Total expenses and disbursements. Add lines 24 and 25		210,689.	19,219.		188,694.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-109,117.			
b Net investment income (if negative, enter -0-)			82,353.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		179,169.	137,766.	137,766.
	2	Savings and temporary cash investments		441,319.	482,049.	482,049.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 8		76,372.	0.	0.
	b	Investments - corporate stock STMT 9		791,861.	778,119.	1,346,579.
	c	Investments - corporate bonds STMT 10		74,318.	0.	0.
Liabilities	11	Investments - land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 11		942,044.	998,032.	1,086,657.
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)		2,505,083.	2,395,966.	3,053,051.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		2,505,083.	2,395,966.	
30	Total net assets or fund balances		2,505,083.	2,395,966.		
31	Total liabilities and net assets/fund balances		2,505,083.	2,395,966.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,505,083.
2	Enter amount from Part I, line 27a	2	-109,117.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,395,966.
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	2,395,966.

**THE LOUIE R. AND GERTRUDE
MORGAN FOUNDATION, INC.**
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 75000 SH FEDERAL NATL MTG ASSN 4.375%		P	VARIOUS	09/17/12
b 75000 SH GOLDEN WEST FINL CORP 4.75%		P	VARIOUS	10/01/12
c CAPITAL GAINS DIVIDENDS				
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 75,000.		76,372.	-1,372.
b 75,000.		74,318.	682.
c 12,736.			12,736.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-1,372.
b			682.
c			12,736.
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	12,046.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			{ }	3

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	117,936.	3,074,093.	.038364
2010	104,476.	2,917,051.	.035816
2009	113,846.	2,651,618.	.042935
2008	106,776.	2,816,745.	.037908
2007	139,151.	2,994,324.	.046472

2 Total of line 1, column (d)	2	.201495
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	.040299
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,077,863.
5 Multiply line 4 by line 3	5	124,035.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	824.
7 Add lines 5 and 6	7	124,859.
8 Enter qualifying distributions from Part XII, line 4	8	188,694.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	824.
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	824.
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	824.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 3,455.		
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	3,455.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2,631.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 2,631. Refunded		11	0.

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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 Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**THE LOUIE R. AND GERTRUDE
MORGAN FOUNDATION, INC.**

59-6142359

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► LORI ESKEW Telephone no. ► 863-494-1551 Located at ► P.O. BOX 550, ARCADIA, FL ZIP+4 ► 34265			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No 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
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?	<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 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		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BOBBY C. MIXON	PRESIDENT			
P.O. BOX 550				
ARCADIA, FL 34265	1.00	0.	0.	0.
PAM VOWELS	SECRETARY			
P.O. BOX 550				
ARCADIA, FL 34265	1.00	0.	0.	0.
LORI ESKEW	VICE PRESIDENT/TREASURER			
P.O. BOX 550				
ARCADIA, FL 34265	1.00	5,000.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,476,723.
b	Average of monthly cash balances	1b	648,011.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,124,734.
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	3,124,734.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,871.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,077,863.
6	Minimum investment return. Enter 5% of line 5	6	153,893.

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	153,893.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	824.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	824.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	153,069.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	153,069.
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	153,069.

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	188,694.
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	188,694.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	824.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	187,870.

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.

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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				153,069.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			110,969.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 188,694.				
a Applied to 2011, but not more than line 2a			110,969.	
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				77,725.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				75,344.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

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

- b 85% of line 2a

- d** Amounts included in line 2c not used 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**

[illegible]

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

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

NONE

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

NONE

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

Check here ☐ 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:

BOBBY C. MIXON, 941-365-4617

P.O. BOX 550, ARCADIA, FL 342650550

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

WRITTEN DESCRIPTION

- c Any submission deadlines:**

NONE

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

NONE

**THE LOUIE R. AND GERTRUDE
MORGAN FOUNDATION, INC.**
Part XV . **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year				
ARCADIA CHURCH OF GOD 1423 NE OAK ST. ARCADIA, FL 34266	NONE	CHURCH	GENERAL FUND	5,000.
AMERICAN CANCER SOCIETY P.O. BOX 22718 OKLAHOMA CITY, OK 73123-1718	NONE	509(A)(1)	GENERAL FUND	10,000.
WEST MANATEE FIREFIGHTERS ASSN 6417 3RD AVE WEST BRADENTON, FL 34209	NONE	509(A)(1)	GENERAL FUND	7,000.
FIRST PRESBYTERIAN CHURCH 209 W. HICKORY STREET ARCADIA, FL 34266	NONE	CHURCH	GENERAL FUND GENERAL FUND	5,000.
CAMP ELLIE MAE 747 WOOD STREET SWANSEA, MA 02777	NONE	509(A)(1)	GENERAL FUND	10,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	179,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT	18,940.	18,940.		0.	
TO FORM 990-PF, PG 1, LN 16C	18,940.	18,940.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX	2,500.	0.		0.	
FOREIGN TAX	279.	279.		0.	
TO FORM 990-PF, PG 1, LN 18	2,779.	279.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	1,328.	0.		1,328.	
MISCELLANEOUS	101.	0.		101.	
	276.	0.		0.	
	1,705.	0.		1,429.	

**THE LOUIE R. AND GERTRUDE
MORGAN FOUNDATION, INC.**

59-6142359

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LAKEWOOD RANCH BASEBALL 5500 LAKEWOOD RANCH BLVD BRADENTON, FL 34211	NONE	509(A)(1)	GENERAL FUND	10,000.
PALM BEACH ATLANTIC UNIVERSITY 901 S. FLAGLER DRIVE WEST PALM BEACH, FL 33416	NONE	509(A)(1)	GENERAL FUND	19,000.
RBIS BASEBALL OF SARASOTA 26925 CROSBY ROAD MYAKKA CITY, FL 34251	NONE	509(A)(1)	GENERAL FUND	48,000.
SARASOTA BAPTIST CHURCH 7091 PROCTOR ROAD SARASOTA, FL 34241	NONE	CHURCH	GENERAL FUND	500.
SARASOTA COUNTY YOUTH BASEBAL 12TH STREET & TUTTLE AVE. SARASOTA, FL 34236	NONE	509(A)(1)	GENERAL FUND	45,000.
CHURCH OF THE PALMS 3224 BEE RIDGE RD SARASOTA, FL 34239	NONE	CHURCH	GENERAL FUND	15,000.
TRINITY UNITED METHODIST CHURCH 304 W. OAK STREET ARCADIA, FL 34266	NONE	509(A)(1)	GENERAL FUND	5,000.
Total from continuation sheets				142,500.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	12.
CNF/NFS	8,594.
FIRST STATE BANK	2,303.
FROM PARTNERSHIPS	186.
WELLS FARGO BANK	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,098.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CNF/NFS	93,452.	11,711.	81,741.
FROM PARTNERSHIPS	1,324.	1,025.	299.
TOTAL TO FM 990-PF, PART I, LN 4	94,776.	12,736.	82,040.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NET K-1 INCOME AND REFUNDS	-3,612.	-3,612.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-3,612.	-3,612.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,765.	0.		2,765.
TO FORM 990-PF, PG 1, LN 16B	2,765.	0.		2,765.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FNMA 4.375% 9/15/12	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMONWEALTH FINANCIAL NETWORK - SEE ATTACHED	778,119.	1,346,579.
TOTAL TO FORM 990-PF, PART II, LINE 10B	778,119.	1,346,579.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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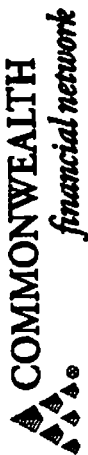
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDEN FINL CORP 4.75% 10/01/02	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COMMONWEALTH FINANCIAL NETWORK - SEE ATTACHED	COST	998,032.	1,086,657.
TOTAL TO FORM 990-PF, PART II, LINE 13		998,032.	1,086,657.

Statement for the Period December 1, 2012 to December 31, 2012

LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-808099



Holdings

NFS-provided cost basis, realized gain (loss) and holding period information may not reflect all adjustments necessary for tax purposes. Please refer to Footnotes and Cost Basis Information at the end of this statement for more information

CASH AND CASH EQUIVALENTS - 2.75% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Unrealized Gain (Loss)
Money Markets						
PRIME FUND CAPITAL RESERVES CLASS	FPRXX CASH	68,749.27	\$1.00	\$68,749.27		
7 DAY YIELD .01% Dividend Option Reinvest Capital Gain Option Reinvest						
Total Cash and Cash Equivalents				\$68,749.27		

HOLDINGS > EQUITIES - 53.82% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Equity							
ALTRIA GROUP INC Estimated Yield 5.59% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable: 01/10/13	MO CASH	1,500	\$31.44	\$47,160.00	\$2,640.00	\$25,900.00	\$21,260.00
BARCLAYS BANK PLC SPONSORED ADR REPSGT CALLABLE DOLLAR PREF SHS SER 3 7.10% PERPETUAL Estimated Yield 7.08%	BGSFRA CASH	1,000	\$25.06	\$25,060.00	\$1,775.00	\$16,005.00	\$9,055.00
ENERGY TRANSFER PARTNERS LP UT LTD PARTNERSHIP INT Estimated Yield 8.32%	ETP CASH	750	\$42.93	\$32,197.50	\$2,681.25	\$27,073.00	\$5,124.50

COMMONWEALTH FINANCIAL NETWORK

MN - CEBBCX1NBBB10M_BBBB 20121231
NLH178FG002106 000100 00002000012 00

Account carried with National Financial Services LLC, Member
NYSE, SIPC



Statement for the Period December 1, 2012 to December 31, 2012

LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-806099



HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
ENTERPRISE PRODUCTS PARTNS LP Estimated Yield 5.05%	EPD CASH	1,200	\$50.08	\$60,096.00	\$3,039.00	\$27,768.80	\$32,327.20
EXXON MOBIL CORP Estimated Yield 2.63% Dividend Option Cash Capital Gain Option Cash	XOM CASH	575	\$88.55	\$49,766.25	\$1,311.00	\$39,803.39	\$9,962.86
FIRST TRUST MORTGAGE INCM FD COM SHS Estimated Yield 10.53% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable: 01/15/13	FMF CASH	1,500	\$17.66	\$26,490.00	\$2,780.00	\$28,638.45	(\$2,148.45)
GENERAL ELECTRIC CO Estimated Yield 3.62% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable: 01/25/13	GE CASH	2,000	\$20.99	\$41,980.00	\$1,520.00	\$27,630.00	\$14,350.00
ISHARES TR S&P MIDCAP 400/ VALUE INDEX FD Estimated Yield 1.90% Dividend Option Cash Capital Gain Option Cash	IJJ CASH	400	\$88.14	\$35,258.00	\$670.89	\$18,444.32	\$16,813.68
ISHARES TR S&P MIDCAP 400/650GROWTH INDEX FUND Estimated Yield 0.98% Dividend Option Cash Capital Gain Option Cash	LUK CASH	500	\$114.41	\$57,205.00	\$565.53	\$25,208.00	\$31,996.00
ISHARES TR S&P SMALLCAP 600/ VALUE INDEX FD Estimated Yield 1.88% Dividend Option Cash Capital Gain Option Cash	IUS CASH	400	\$80.91	\$32,364.00	\$603.80	\$17,544.64	\$14,819.36

Statement for the Period December 1, 2012 to December 31, 2012
LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-806099



HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
ISHARES TR S&P SMALLCAP 600/ GROWTH INDEX FD	UT CASH	400	\$84.04	\$33,616.00	\$472.48	\$16,451.72	\$17,164.28
Estimated Yield 1.40%							
Dividend Option Cash							
Capital Gain Option Cash							
ISHARES TR S&P U S PFD STK INDEX FD	PFF CASH	3,000	\$39.62	\$118,860.00	\$7,148.67	\$88,039.01	\$30,820.99
Estimated Yield 6.01%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable: 01/02/13							
ISHARES TR S&P 500/ GROWTH INDEX FD ISHARES	IMV CASH	2,600	\$75.74	\$196,924.00	\$3,583.18	\$110,087.76	\$86,836.24
Estimated Yield 1.82%							
Dividend Option Cash							
Capital Gain Option Cash							
ISHARES TR S&P 500/ VALUE INDEX FD	IVE CASH	2,000	\$66.39	\$132,780.00	\$3,104.65	\$86,827.80	\$45,952.40
Estimated Yield 2.33%							
Dividend Option Cash							
Capital Gain Option Cash							
JP MORGAN CHASE CAP X PFD 7% 02/15/2032	JPMPLJ CASH	1,000	\$25.52	\$25,520.00	\$1,750.00	\$73,036.00	\$2,484.00
Estimated Yield 6.85%							
KINDER MORGAN ENERGY PARTNERS L P	KMP CASH	560	\$79.79	\$43,884.50	\$2,867.50	\$28,753.67	\$15,130.83
Estimated Yield 6.07%							
MAGELLAN MIDSTREAM PARTNERS LP COM UNIT REPTG LTD PARTNER INT	MMP CASH	1,800	\$43.19	\$77,742.00	\$3,210.75	\$33,887.47	\$43,854.53
Estimated Yield 4.13%							
NEXTERA ENERGY INC COM	NEE CASH	500	\$69.19	\$34,595.00	\$1,200.00	\$25,552.00	\$9,043.00
Estimated Yield 3.48%							
Dividend Option Cash							
Capital Gain Option Cash							

Statement for the Period December 1, 2012 to December 31, 2012

LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-806099



HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
NOVARTIS AG ADR-EACH REPR 1 CHRO.SREGD)	NYS CASH	700	\$63.30	\$44,310.00	\$1,737.50	\$28,565.09	\$15,744.91
Estimated Yield 3.92%							
Dividend Option Cash							
Capital Gain Option Cash							
PAYCHEX INC	PAYX CASH	1,250	\$31.10	\$38,875.00	\$1,850.00	\$38,743.50	\$131.50
Estimated Yield 4.24%							
Dividend Option Cash							
Capital Gain Option Cash							
PEPSICO INC	PEP CASH	500	\$68.43	\$34,215.00	\$1,075.00	\$24,189.00	\$10,026.00
Estimated Yield 3.14%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable: 01/02/13							
SOUTHERN CO	SO CASH	1,000	\$42.81	\$42,810.00	\$1,960.00	\$28,070.00	\$14,740.00
Estimated Yield 4.57%							
Dividend Option Cash							
Capital Gain Option Cash							
SPUR GOLD TR GOLD SHS	GLO CASH	150	\$182.02	\$27,303.00		\$13,255.51	\$11,047.49
Dividend Option Cash							
Capital Gain Option Cash							
VERIZON COMMUNICATIONS	VZ CASH	850	\$43.27	\$36,779.50	\$1,751.00	\$22,369.23	\$14,420.27
Estimated Yield 4.76%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable: 02/01/13							
WISDOMTREE TR TOTAL DIVID FD	DTD CASH	1,000	\$53.79	\$53,790.00	\$2,584.56	\$30,015.60	\$23,774.40
Estimated Yield 4.80%							
Dividend Option Cash							
Capital Gain Option Cash							
Total Equity				\$1,346,578.75	\$51,492.08	\$851,826.76	\$494,751.99
Total Equities				\$1,346,578.75	\$51,492.08	\$851,826.76	\$494,751.99

COMMONWEALTH FINANCIAL NETWORK

MN_CBBCCXLNBBBQJQM_BBBB 20121231

Account carried with National Financial Services LLC, Member
NYSE, SIPC

Statement for the Period December 1, 2012 to December 31, 2012
LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-806099



HOLDINGS > MUTUAL FUNDS - 43.43% of Total Account Value

Description	Symbol/Cusip	Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Equity								
AMERICAN CAPITAL INCOME BUILDER CL F2	CAIFX	CASH	868.366	\$52.74	\$45,797.62	\$1,771.81	\$40,353.93	\$5,433.69
Estimated Yield 3.66%								
Dividend Option Reinvest								
Capital Gain Option Reinvest								
CALAMOS CONVERTIBLE FUND CL I	CCVX	CASH	4,253.29	\$15.17	\$64,522.41		\$75,908.95	(\$11,386.54)
Dividend Option Reinvest								
Capital Gain Option Reinvest								
THORNBURG INCOME BUILDER CL I	TIBX	CASH	2,295.206	\$18.95	\$43,494.15	\$2,719.12	\$34,879.93	\$8,614.22
Estimated Yield 6.25%								
Dividend Option Reinvest								
Capital Gain Option Reinvest								
VANGUARD CONVERTIBLE SECURITIES INV	VCVX	CASH	3,664.58	\$12.66	\$46,393.58	\$1,769.99	\$40,926.41	\$5,467.17
Estimated Yield 3.81%								
Dividend Option Reinvest								
Capital Gain Option Reinvest								
VANGUARD WELLESLEY INCOME ADMIRAL	VWJAX	CASH	985.474	\$58.40	\$57,551.68	\$1,875.38	\$54,048.86	\$3,502.82
Estimated Yield 3.25%								
Dividend Option Reinvest								
Capital Gain Option Reinvest								
VANGUARD WELLINGTON INVESTOR	VWBLX	CASH	1,748.075	\$33.84	\$59,154.86	\$1,683.40	\$54,314.57	\$4,840.19
Estimated Yield 2.84%								
Dividend Option Reinvest								
Capital Gain Option Reinvest								
Total Equity					\$316,914.30	\$9,819.68	\$300,440.75	\$16,473.55
Fixed Income								

Statement for the Period December 1, 2012 to December 31, 2012

LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-808099



HOLDINGS > MUTUAL FUNDS *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
FIDELITY FLOATING RATE HIGH INCOME	FFHX CASH	8,442.448	\$9.92	\$83,749.08	\$2,999.25	\$82,091.17	\$1,657.91
Estimated Yield 3.58%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							
FIDELITY NEW MARKETS INCOME	FNMX CASH	4,378.022	\$17.80	\$77,928.79	\$3,679.38	\$67,036.51	\$10,892.28
Estimated Yield 4.72%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							
LOOMIS SAYLES BOND INSTL	LSBX CASH	3,878.142	\$15.12	\$58,607.27	\$3,374.57	\$53,208.98	\$5,400.29
Estimated Yield 5.75%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							
METROPOLITAN WEST TOTAL RETURN CLASS I	MIWTX CASH	5,898.172	\$10.89	\$64,231.09	\$2,599.79	\$53,980.81	\$10,250.28
Estimated Yield 4.04%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							
PIMCO EMERGING LOCAL BOND FD INST CL	PELBX CASH	4,704.851	\$10.98	\$51,657.07	\$2,223.54	\$51,180.10	\$496.97
Estimated Yield 4.30%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							
PIMCO REAL RETURN BOND INSTL CLASS	PRRIX CASH	4,977.834	\$12.27	\$61,078.02	\$1,166.63	\$56,787.72	\$4,310.30
Estimated Yield 1.91%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							
PIMCO TOTAL RETURN INSTL	PTTRX CASH	5,284.578	\$11.24	\$59,173.86	\$1,925.81	\$54,893.77	\$4,280.09
Estimated Yield 3.25%							
Dividend Option Reinvest							
Capital Gain Option Reinvest							

COMMONWEALTH FINANCIAL NETWORK

MN_CEBBCXCNBBBQJQM_BBBB 20121231

Account carried with National Financial Services LLC, Member
NYSE, SIPC

Statement for the Period December 1, 2012 to December 31, 2012
LOUIE R & GERTRUDE MORGAN FOUNDATION INC - Corporation
Account Number: B36-806099



HOLDINGS > MUTUAL FUNDS continued

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/12	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
PIMCO UNCONSTRAINED BD INSTL CLASS Estimated Yield 1.55% Dividend Option Reinvest Capital Gain Option Reinvest	PFIUX CASH	4,882.893	\$11.48	\$53,759.61	\$636.30	\$48,991.47	\$8,768.14
VANGUARD FT HIGH YLD CORP INVESTOR CL Estimated Yield 6.16% Dividend Option Reinvest Capital Gain Option Reinvest	VVHX CASH	15,819.39	\$8.11	\$95,434.47	\$5,684.21	\$72,281.19	\$23,153.28
VANGUARD GNMA INVESTOR CL Estimated Yield 2.79% Dividend Option Reinvest Capital Gain Option Reinvest	VFIJX CASH	4,885.696	\$10.91	\$51,120.94	\$1,423.99	\$48,774.26	\$2,346.68
VANGUARD SHORT TERM INVMT GRADE INVESTOR Estimated Yield 2.28% Dividend Option Reinvest Capital Gain Option Reinvest	VFSTX CASH	10,434.206	\$10.83	\$113,002.45	\$2,580.26	\$110,407.88	\$2,594.77
Total Fixed Income				\$769,742.65	\$28,699.73	\$697,591.88	\$72,150.99
Total Mutual Funds				\$1,068,856.95	\$38,519.41	\$938,032.41	\$98,624.54
Total Securities				\$2,433,235.70	\$30,011.47	\$1,848,859.17	\$583,376.53
TOTAL PORTFOLIO VALUE				\$2,501,994.97	\$30,011.47	\$1,849,859.17	\$583,376.53

Cumulative K-1 adj:

$$\begin{array}{r} < 73708.49 > \\ \hline 1,776,150.68 \end{array}$$

COMMONWEALTH FINANCIAL NETWORK

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NLH178FG302108 000100 000005000012 00

Account carried with National Financial Services LLC, Member
NYSE, SIPC