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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 , 2012, and ending , 20

Name of foundation
SCHEIDEL FOUNDATION

A Employer identification number
59-7160883

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
50 N. LAURA STREET, STE. 3200

B Telephone number (see instructions)
888- 866-3275

City or town, state, and ZIP code
JACKSONVILLE, FL 32202

C If exemption application is pending, check here . . . . . ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change

D 1 Foreign organizations, check here . ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here . ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 23,186,292.

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

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

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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 ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	445,229.	445,007.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	229,560.			
	b Gross sales price for all assets on line 6a 6,833,316.				
	7 Capital gain net income (from Part IV, line 2)		229,560.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	65,645.	363,202.		STMT 11
	12 **Total** Add lines 1 through 11	740,434.	1,037,769.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	91,312.	NONE		91,312.
	14 Other employee salaries and wages	35,906.			35,906.
	15 Pension plans, employee benefits	6,379.			6,379.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 12	1,000.	NONE	NONE	1,000.
	c Other professional fees (attach schedule) STMT 13	56,895.	56,895.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 14	28,385.	4,251.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	43,363.			43,363.
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 15	16,485.	101,301.		16,485.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	279,725.	162,447.	NONE	194,445.
	25 Contributions, gifts, grants paid	946,920.			946,920.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,226,645.	162,447.	NONE	1,141,365.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-486,211.			
	b **Net investment income** (if negative, enter -0-)		875,322.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	320,278.	341,053.	341,078.
	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) STMT 16	552,974.	406,275.	449,585.
	b Investments - corporate stock (attach schedule) STMT 17	7,884,368.	8,159,486.	9,867,280.
	c Investments - corporate bonds (attach schedule) STMT 18	3,596,314.	4,262,331.	4,400,075.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 19	9,055,279.	7,752,933.	8,128,274.
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	21,409,213.	20,922,078.	23,186,292.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	21,380,913.	20,922,078.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	28,300.		
	30 **Total net assets or fund balances** (see instructions)	21,409,213.	20,922,078.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	21,409,213.	20,922,078.	

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	21,409,213.
2	Enter amount from Part I, line 27a	2	-486,211.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 20	3	42,954.
4	Add lines 1, 2, and 3	4	20,965,956.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 21	5	43,878.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,922,078.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,827,784.		6,598,224.	229,560.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				229,560.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	229,560.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	1,099,511.	22,867,512.	0.048082
2010	999,523.	21,446,194.	0.046606
2009	866,670.	20,214,594.	0.042873
2008	405,409.	18,802,273.	0.021562
2007	315,108.	6,941,796.	0.045393

2	**Total** of line 1, column (d)	2	0.204516
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.040903
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	22,756,244.
5	Multiply line 4 by line 3	5	930,799.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,753.
7	Add lines 5 and 6	7	939,552.
8	Enter qualifying distributions from Part XII, line 4	8	1,141,365.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter 12/20/1999 (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	8,753.
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	
3	Add lines 1 and 2		3	8,753.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	8,753.
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 15,600.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c 8,400.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	24,000.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	15,247.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 8,756. **Refunded** ▶		11	6,491.

Part VII-A Statements Regarding Activities

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SVCS Telephone no ▶ (888)866-3275

Located at ▶ PO BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802

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

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☒ Yes	☐ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X
	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? STMT. 22	☒ 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	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 23		91,312.	4,869.	-0-

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	22,661,162.
b	Average of monthly cash balances	1b	441,624.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	23,102,786.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	23,102,786.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	346,542.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,756,244.
6	**Minimum investment return.** Enter 5% of line 5	6	1,137,812.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	1,137,812.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,753.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	8,753.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,129,059.
4	Recoveries of amounts treated as qualifying distributions			4	2,200.
5	Add lines 3 and 4			5	1,131,259.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,131,259.

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	1,141,365.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,141,365.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	8,753.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,132,612.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,131,259.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,066,702.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007 NONE				
b From 2008 NONE				
c From 2009 NONE				
d From 2010 NONE				
e From 2011 NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,141,365.				
a Applied to 2011, but not more than line 2a			1,066,702.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				74,663.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,056,596.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008 NONE				
b Excess from 2009 NONE				
c Excess from 2010 NONE				
d Excess from 2011 NONE				
e Excess from 2012 NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 25

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NONE	PC	UNRESTRICTED GENERAL SUPPORT	946,920.
Total ▶ 3a				946,920.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	445,229.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	229,560.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b			1	63,606.	
c AUSTRALIAN GOVT EX			1	729.	
d NEW ZEALAND GOVT E			1	1,310.	
e					
12 Subtotal Add columns (b), (d), and (e)				740,434.	
13 Total. Add line 12, columns (b), (d), and (e)				13	740,434.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ M. Scheidt 11/13/13 ▶ President

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Cyril E) Crumley	Cyril E) Crumley	11/12/13		P01237699

Firm's name ▶ BANK OF AMERICA, N.A. Firm's EIN ▶ 94-1687665

Firm's address ▶ PO BOX 1802 PROVIDENCE, RI 02901-1802 Phone no 888-866-3275

Form **6781**

Department of the Treasury
Internal Revenue Service

Gains and Losses From Section 1256 Contracts and Straddles

▶ Information about Form 6781 and its instructions is at *www irs gov/form6781*
▶ Attach to your tax return

OMB No 1545-0644

2012

Attachment Sequence No **82**

Name(s) shown on tax return: SCHEIDEL FOUNDATION

Identifying number: 59-7160883

Check all applicable boxes (see instructions)
A ☐ Mixed straddle election
B ☐ Straddle-by-straddle identification election
C ☐ Mixed straddle account election
D ☐ Net section 1256 contracts loss election

Part I Section 1256 Contracts Marked to Market

	(a) Identification of account	(b) (Loss)	(c) Gain
1	SEE STATEMENT 26	1,882.	
2	Add the amounts on line 1 in columns (b) and (c)	(1,882.)	
3	Net gain or (loss) Combine line 2, columns (b) and (c)		-1,882.
4	Form 1099-B adjustments See instructions and attach statement		
5	Combine lines 3 and 4		-1,882.
	Note *If line 5 shows a net gain, skip line 6 and enter the gain on line 7 Partnerships and S corporations, see instructions*		
6	If you have a net section 1256 contracts loss and checked box D above, enter the amount of loss to be carried back Enter the loss as a positive number		
7	Combine lines 5 and 6		-1,882.
8	***Short-term capital gain or (loss)*** Multiply line 7 by 40% (40) Enter here and include on the appropriate line of Schedule D (see instructions)		-753.
9	**Long-term capital gain or (loss)** Multiply line 7 by 60% (60) Enter here and include on the appropriate line of Schedule D (see instructions)		-1,129.

Part II Gains and Losses From Straddles. Attach a separate statement listing each straddle and its components

Section A - Losses From Straddles

	(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Loss If column (e) is more than (d), enter difference Otherwise, enter -0-	(g) Unrecognized gain on offsetting positions	(h) Recognized loss If column (f) is more than (g), enter difference Otherwise, enter -0-
10								
11a	Enter the short-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D (see instructions)						11a	( )
b	Enter the long-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D (see instructions)						11b	( )

Section B - Gains From Straddles

	(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Gain If column (d) is more than (e), enter difference Otherwise, enter -0-
12						
13a	Enter the short-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D (see instructions)					13a
b	Enter the long-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D (see instructions)					13b

Part III Unrecognized Gains From Positions Held on Last Day of Tax Year. Memo Entry Only (see instructions)

	(a) Description of property	(b) Date acquired	(c) Fair market value on last business day of tax year	(d) Cost or other basis as adjusted	(e) Unrecognized gain If column (c) is more than (d), enter difference Otherwise, enter -0-
14					

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC	170.	170.
AT&T INC	3,009.	3,009.
AT&T INC NT	1,183.	1,183.
ABBOTT LABORATORIES	1,576.	1,576.
AGILENT TECHNOLOGIES INC	82.	82.
AIR PRODUCTS AND CHEMICALS INC	351.	351.
ALLERGAN INCORPORATED	112.	112.
ALTRIA GROUP INC	804.	804.
AMEREN CORP	770.	770.
AMERICAN ELECTRIC POWER CO	891.	891.
AMERICAN EXPRESS CO	614.	614.
AMETEK INC - NEW	48.	48.
AMGEN INC COM	285.	285.
AMPHENOL CORP NEW CL A	56.	56.
APPLE INC COM	61.	61.
APPLIED MATERIALS INCORPORATED	418.	418.
ASHLAND INC NEW COM	131.	131.
ASSOCIATES CORP NORTH AMER DEB SR 00	792.	792.
AUTOMATIC DATA PROCESSING INC	428.	428.
BB&T CORP UNSECD SR MEDIUM TERM NT	2,850.	2,850.
BAKER HUGHES INCORPORATED	293.	293.
BANK NEW YORK MELLON CORP COM	416.	416.
BAXTER INTERNATIONAL INC	672.	672.
BEAR STEARNS COS INC SR NT	3,200.	3,200.
BERKSHIRE HATHAWAY INC DEL NT	2,375.	2,375.
BERKSHIRE HATHAWAY INC DEL SR UNSECD NT	3,200.	3,200.
BEST BUY INCORPORATED	222.	222.
BHP BILLITON LIMITED ADR	273.	273.
BLACKROCK INC CL A	402.	402.
BLACKROCK FDS II GLOBAL DIVIDEND INCOME	897.	897.
BOEING CO	278.	278.
BRISTOL MYERS SQUIBB CO COM	1,676.	1,676.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BROADCOM CORP CL A	116.	116.
BROOKLINE BANCORP INC DEL COM	781.	781.
CME GROUP INC COM	839.	839.
CMS ENERGY CORP COM	204.	204.
CARDINAL HEALTH INCORPORATED	85.	85.
CASEYS GEN STORES INC	68.	68.
CATERPILLAR INCORPORATED	612.	612.
CATERPILLAR FINL SVCS CORP MTN	2,350.	2,350.
CATERPILLAR FINL SVCS CORP SR UNSECD MTN	5,206.	5,206.
CHEVRONTEXACO CORP COM	2,438.	2,438.
CHUBB CORPORATION	344.	344.
CISCO SYSTEMS INCORPORATED	724.	724.
CISCO SYS INC SR UNSECD NT	1,085.	1,085.
CITIGROUP INC NEW COM	36.	36.
CITIGROUP INC GLOBAL SR UNSCD NT	4,356.	4,356.
CITIGROUP INC SR NT	1,085.	1,085.
CLARCOR INC COM	11.	11.
CLARK CNTY NEV FOR ISSUES DTD GO LTD TAX	1,470.	1,470.
CLEAR CHANNEL OUTDOOR HLDGS INC CL A COM	10,281.	10,281.
CLIFFS NAT RES INC COM	71.	71.
COACH INC COM	344.	344.
COCA COLA CO COM	887.	887.
COLGATE PALMOLIVE CO	368.	368.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	5,087.	5,087.
COLUMBIA SMALL CAP INDEX FUND CLASS Z SH	1,688.	1,688.
COMMERCIAL METALS CO	506.	506.
CONOCOPHILLIPS COM	353.	353.
CONOCOPHILLIPS NT	2,300.	2,300.
CUMMINS ENGINE INC	317.	317.
CYPRESS SEMICONDUCTOR CORP	77.	
DANAHER CORPORATION	18.	18.
DELL INC	45.	45.
DIAGEO SPONSORED ADR (UK-USD) SEDOL #213	591.	591.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIGITAL RLTY TR INC REITS	343.	315.
DISNEY WALT CO	276.	276.
DOMINION RESOURCES INC	207.	207.
DOVER CORPORATION	534.	534.
DOW CHEMICAL COMPANY	833.	833.
DUPONT E I DE NEMOURS & CO COM	601.	601.
DU PONT E I DE NEMOURS & CO SR UNSECD NT	1,750.	1,750.
DUKE ENERGY CORP NEW COM	110.	110.
EOG RESOURCES INC	229.	229.
EASTMAN CHEMICAL COMPANY	60.	60.
EATON VANCE INCOME FUND BOSTON CL I	17,603.	17,603.
EATON CORPORATION	683.	683.
EATON CORP SR UNSECD NT	1,488.	1,488.
ECOLAB INCORPORATED	121.	121.
EMERSON ELEC CO	311.	311.
ESSEX CNTY N J GO TAXABLE REFUNDING B-TA	1,638.	1,638.
EVERCORE PARTNERS INC CL A COM	74.	74.
EXELON CORP COM	1,234.	1,234.
EXELIS INC COM	568.	568.
EXPEDITORS INTL WASH INC	97.	97.
EXXON MOBIL CORPORATION	1,033.	1,033.
FMC CORP NEW COM	52.	52.
FAMILY DLR STORES INC	142.	142.
FEDERAL HOME LN BKS CONS BD	1,125.	1,125.
FEDERAL HOME LN BKS CONS BD	1,188.	1,188.
FEDERAL NATL MTG ASSN POOL #257369	511.	511.
FEDERAL NATL MTG ASSN POOL #257459	735.	735.
FEDEX CORP	59.	59.
FIFTH THIRD BANCORP COM	668.	668.
FLORIDA HSG FIN CORP REV HOMEOWNER MTG R	295.	295.
FLORIDA ST MUN PWR AGY REV ARP REVENUE B	2,148.	2,148.
FORD MTR CO DEL COM	271.	271.
FRANKLIN RES INC COM	1,611.	1,611.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GALLAGHER ARTHUR J & CO	441.	441.
GENERAL ELEC CO	260.	260.
GENERAL ELEC CO 01/28/2003 5% 02/01/2013	5,000.	5,000.
GENERAL ELEC CAP CORP MTN	3,633.	3,633.
GENERAL ELEC CAP CORP MTN	1,050.	1,050.
GENERAL ELEC CAP CORP MTN BE 12/06/2002	5,450.	5,450.
GENERAL MILLS INC	289.	289.
GENTEX CORP	154.	154.
GLAXO PLC	801.	801.
GOLDEN FINANCIAL CORP NT	4,400.	4,400.
GOLDMAN SACHS GROUP INC SR MTN	2,100.	2,100.
GOLDMAN SACHS GROUP INC	356.	356.
GRAINGER W W INCORPORATED	34.	34.
GREAT PLAINS ENERGY INC COM	353.	353.
HCA HLDGS INC COM	1,068.	1,068.
HALLIBURTON CO	125.	125.
HANOVER INS GROUP INC COM	421.	421.
HARBOR INTERNATIONAL FUND INSTL CL	1,645.	1,645.
HEINZ H J CO	849.	849.
HERSHEY FOODS CORP	252.	252.
HERSHEY CO NT	1,250.	1,250.
HESS CORP COM	214.	214.
HEWLETT PACKARD CO COM	75.	75.
HEWLETT PACKARD CO SR UNSECD GLOBAL NT	1,031.	1,031.
HOME DEPOT INC	1,005.	1,005.
HONEYWELL INTERNATIONAL INC	495.	495.
HONEYWELL INTL INC MTN	1,275.	1,275.
HUNTSMAN CORP COM	129.	129.
ITT CORP NEW COM	19.	19.
INTEL CORPORATION	2,447.	2,447.
INTERNATIONAL BUSINESS MACHS	1,300.	1,300.
INTERNATIONAL BUSINESS MACHS CORP SR NT	2,850.	2,850.
INTERNATIONAL BUSINESS MACHS CORP NT	1,440.	1,440.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ISHARES INC MSCI AUSTRALIA INDEX	3,246.	3,246.
ISHARES INC MSCI CDA INDEX FUND	1,366.	1,366.
ISHARES MSCI CHILE CAPPED ETF	113.	113.
ISHARES INC MSCI SINGAPORE INDEX FUND	4,087.	4,087.
ISHR MSCI MEXICO INDEX FD	1,116.	1,116.
ISHARES DJ SELECT DIVIDEND INDEX FUND	4,263.	4,263.
ISHARES MSCI EMERGING MKTS INDEX FUND	6,962.	6,962.
ISHARES IBOXX INV GR CORP BD FUND	3,402.	3,402.
ISHARES S&P LATIN AMER 40 INDEX FUND	4,766.	4,766.
ISHARES TR RUSSELL 2000 INDEX FUND	7,957.	7,957.
ISHARES IBOXX $ HIGH YIELD CORP BOND ETF	25,836.	25,836.
ISHARES US PFD STK ETF	5,653.	5,653.
J P MORGAN CHASE & CO COM	1,741.	1,741.
JPMORGAN ALERIAN MLP INDEX ETN	11,707.	11,707.
JPMORGAN CHASE & CO NT	4,650.	4,650.
JPMORGAN CHASE & CO SR NT	1,725.	1,725.
JOHN HANCOCK FDS III INTL GROWTH FUND CL	3,748.	3,748.
JOHN HANCOCK FDS III DISCIPLINED VALUE M	1,655.	1,655.
JOHNSON & JOHNSON	1,637.	1,637.
JOHNSON CONTROLS INCORPORATED	245.	245.
JONES LANG LASALLE INC	26.	26.
JP MORGAN US LARGE CAP CORE PLUS FUND CL	2,152.	2,152.
KELLOGG CO	305.	305.
KENTUCKY ST MUN PWR AGY PWR SY REV BDS-T	1,360.	1,360.
KIMBERLY CLARK CORP COM	1,128.	1,128.
KINDER MORGAN INC DEL COM	904.	904.
KOHLS CORP COM	45.	45.
KRAFT FOODS INC CL A COM	127.	127.
KRONOS WORLDWIDE INC COM	157.	157.
LAS VEGAS SANDS CORP	6,202.	6,202.
ESTEE LAUDER COMPANIES CL A	658.	658.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	2,638.	2,638.
LIMITED BRANDS INC COM	1,142.	1,142.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LUNA CNTY N MEX GROSS RCPTS TA CAP OUTLA	1,380.	1,380.
MACYS INC COM	63.	63.
MARATHON OIL CORP COM	309.	309.
MARATHON PETE CORP COM	552.	552.
MARKET VECTORS ETF TR AGRIBUSINESS ETF	1,793.	1,793.
MARYLAND ST CMNTY DEV ADMIN DE RESIDENTI	1,450.	1,450.
MCDONALDS CORP	1,775.	1,775.
MCKESSON HBOC INC	285.	285.
MEAD JOHNSON NUTRITION CO COM	372.	372.
MEADWESTVACO CORP COM	149.	149.
MEDTRONIC INC	307.	307.
MERCK & CO INC NEW COM	2,389.	2,389.
MEREDITH CORP	328.	328.
METLIFE INC	119.	119.
METLIFE INC SR UNSECD NT SER A	5,520.	5,520.
MICHIGAN MUN BD AUTH REV SCHOOL LOAN REV	1,838.	1,838.
MICROSOFT CORPORATION	1,772.	1,772.
MIDDLEBOROUGH MASS LANDFILL BDS-TAXBL	1,563.	1,563.
MONSANTO CO NEW COM	270.	270.
NATIONAL OILWELL VARCO INC COM	59.	59.
NATIONAL RURAL UTILS COOP FIN CORP MTN S	834.	834.
NATIONAL RURAL UTILS COOP FIN CORP NT	2,750.	2,750.
NEW YORK N Y GO BDS-TAXBL	1,490.	1,490.
NEW YORK ST URBAN DEV CORP REV INCOME TA	2,258.	2,258.
AUSTRALIAN GOVT BD SER 415 ISIN AU0000XC	4,837.	4,837.
NEXEN INC	46.	46.
NEXTERA ENERGY INC COM	482.	482.
NIKE INC CL B	278.	278.
NOBLE ENERGY INC COM	121.	121.
NORDSTROM INCORPORATED	172.	172.
NORFOLK SOUTHERN CORP	220.	220.
NORTHERN TR CORP SR NT	1,375.	1,375.
NOVO-NORDISK A S ADR	555.	555.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NUCOR CORP	286.	286.
OCCIDENTAL PETROLEUM CORPORATION	866.	866.
OCCIDENTAL PETE CORP SR UNSECD NT	4,299.	4,299.
OHIO ST GO BDS-TAXBL	796.	796.
ONEIDA CNTY N Y PUB IMPT BDS-TAXBL	1,881.	1,881.
PG&E CORP COM	485.	485.
PIMCO HIGH YIELD FUND	16,725.	16,725.
PNC BK CORP	917.	917.
PPG INDUSTRIES INC	54.	54.
PPL CORPORATION	684.	684.
PVH CORP COM	7.	7.
PARKER HANNIFIN CORPORATION	162.	162.
PENN WEST PETE LTD NEW COM	353.	353.
PEPSICO INCORPORATED	678.	678.
PEPSICO INC SR UNSECD NT	1,712.	1,712.
PEPSICO INC SR NT	1,250.	1,250.
PERRIGO CO	32.	32.
PFIZER INC	1,265.	1,265.
PHILIP MORRIS INTL INC COM	1,693.	1,693.
PIMCO ALL ASSET FUND INSTL CL	13,463.	13,463.
POLARIS INDUSTRIES INCORPORATED	211.	211.
PORT AUTH N Y & N J CONSOLIDATED BDS-TAX	1,088.	1,088.
POWERSHARES QQQ TR UNIT SER 1	2,562.	2,562.
PRAXAIR INCORPORATED	191.	191.
PRECISION CASTPARTS CORPORATION	49.	49.
PRICE T ROWE GROUP INC COM	442.	442.
PROCTER & GAMBLE CO COM	1,708.	1,708.
PROCTER & GAMBLE CO SR NT	688.	688.
PRUDENTIAL SHORT-TERM CORPORATE BD FUND	1,376.	1,376.
PUBLIC SERVICE ENTERPRISE GROUP INC	480.	480.
PUBLIC STORAGE INC	287.	287.
QUALCOMM INC	851.	851.
RPM INCORPORATED OHIO	432.	432.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RAYTHEON CO COM NEW	486.	486.
ROCK-TENN CO CL A COM	83.	83.
ROCKWELL INTL CORP	292.	292.
ROCKWELL COLLINS COM	198.	198.
ROPER INDUSTRIES INCORPORATED NEW	54.	54.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	1,643.	1,643.
S&P DEPOSITARY RECEIPTS SERIES 1	8,241.	8,241.
SPDR METALS & MNG ETF	254.	254.
SPDR S&P MIDCAP 400 ETF TR UNIT SER 1 ST	6,359.	6,359.
ST JUDE MEDICAL INCORPORATED	106.	106.
SELECT SECTOR SPDR TR ENERGY SHS BEN INT	161.	161.
SEMPRA ENERGY	1,095.	1,095.
SHERWIN WILLIAMS COMPANY	238.	238.
SIMON PPTY GROUP L P SR UNSECD NT CALL 1	821.	821.
SOUTHWEST AIRLINES COMPANY	19.	19.
SPECTRA ENERGY CORP COM	1,130.	1,130.
STAG INDL INC REITS	440.	440.
STAPLES INCORPORATED	358.	358.
STARBUCKS CORP COM	317.	317.
STATE STR CORP SR UNSECD NT	1,438.	1,438.
TD AMERITRADE HLDG CORP COM	283.	283.
TECO ENERGY INC COM	667.	667.
TJX COMPANIES INCORPORATED NEW	357.	357.
TARGET CORP	373.	373.
TARGET CORP SR UNSECD NT	1,702.	1,702.
TEMPLETON GLOBAL BD FUND ADVISOR CL	12,095.	12,095.
TEXAS INSTRS INC	344.	344.
THORNBURG INTL VALUE FUND CL I	2,023.	2,023.
TIFFANY & COMPANY NEW	111.	111.
TIME WARNER INC NEW COM	638.	638.
TOYOTA MTR CR CORP MTN	1,600.	1,600.
TOYOTA MTR CR CORP SR UNSECD MTN	2,170.	2,170.
TRAVELERS COS INC COM	605.	605.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TRIUMPH GROUP INC NEW	18.	18.
US BANCORP DEL COM NEW	824.	824.
UNION PAC CORP COM	367.	367.
UNITED PARCEL SERVICE CL B	750.	750.
U S BANCORP SR MTN	3,150.	3,150.
UNITED STS STL CORP NEW COM	139.	139.
UNITED TECHNOLOGIES CORP	382.	382.
V F CORPORATION	42.	42.
VANGUARD REIT ETF	376.	259.
VERIZON COMMUNICATIONS	3,936.	3,936.
VERIZON COMMUNICATIONS INC NT	2,078.	2,078.
VISA INC CL A COM	490.	490.
WACHOVIA CORP GLOBAL SR MTN	2,001.	2,001.
WAL-MART STORES INCORPORATED	349.	349.
WAL-MART STORES INC GLOBAL NT	2,151.	2,151.
WAL-MART STORES INC SR NT	2,125.	2,125.
WAL-MART STORES INC NT	3,031.	3,031.
WALGREEN CO	155.	155.
WASTE CONNECTIONS INC COM	122.	122.
WASTE MANAGEMENT INC	337.	337.
WELLS FARGO COMPANY	778.	778.
WELLS FARGO & CO NEW PFD DEP SHS SER J	186.	186.
WELLS FARGO & CO NEW SR UNSECD NT STEP U	1,838.	1,838.
WESTAR ENERGY INC COM	102.	102.
WESTERN UNION CO COM	147.	147.
WHOLE FOODS MKT INC COM	278.	278.
WISCONSIN ENERGY CORPORATION	160.	160.
WYNDHAM WORLDWIDE CORP COM	62.	62.
WYNN RESORTS LTD COM	272.	272.
XCEL ENERGY INC COM	271.	271.
XEROX CORPORATION	766.	766.
XYLEM INC COM	371.	371.
YUM BRANDS INC COM	853.	853.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK OF AMERICA MONEY MARKET SAVINGS ACC	307.	307.
AUSTRALIAN GOVT EX-DIV BD ISIN AU3TB0000	980.	980.
AUSTRALIAN GOVT EX DIV SR UNSECD BD ISIN	839.	839.
NEW ZEALAND GOVT EX-DIV BD ISIN NZGOVD05	3,179.	3,179.
ARCOS DORADOS HLDGS INC COM	17.	17.
ACCENTURE PLC CL A COM	677.	677.
HERBALIFE LTD COMMON STOCK	51.	51.
TEXTAINER GROUP HLDGS LTD COM	913.	913.
ACE LTD COM	52.	52.
TRANSOCEAN LTD COM	116.	116.
TOTAL	445,229.	445,007.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CAPITAL CALLS - SANDALWOOD		63,606.	63,606.
AUSTRALIAN & NEW ZEALAND BONDS		2,039.	2,039.
PARTNERSHIP INCOME			297,557.
	TOTALS	65,645.	363,202.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
2010 FORM 990PF TAX PREP FEE	500.			500.
2011 FORM 990PF TAX PREP FEE	500.			500.
TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK OF AMERICA - AGENT FOR FI	53,705.	53,705.
INVESTMENT ADVISORY FEES	3,190.	3,190.
TOTALS	56,895.	56,895.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FORM 990PF ESTIMATES	12,374.	
FORM 990T ESTIMATES	1,100.	
FORM 990T BALANCE DUE	859.	
FOREIGN TAX EXPENSE	4,251.	4,251.
FORM 941 TAX	425.	
2010 FL CORP INCOME TAX	300.	
2011 990PF FL BALANCE DUE	39.	
PAYROLL TAXES	9,037.	
TOTALS	28,385.	4,251.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
SHIPPING/POSTAGE EXPENSE	489.		489.
TELEPHONE EXPENSE	1,673.		1,673.
GRANT FACILITATION EXPENSE	3,139.		3,139.
SUPPLIES/OFFICE COSTS	1,150.		1,150.
EQUIPMENT	265.		265.
MEMBERSHIP EXPENSE	750.		750.
COUNCIL ON FOUNDATIONS	500.		500.
AON RISK SERVICES, FL	1,791.		1,791.
MISCELLANEOUS EXPENSE	1,145.		1,145.
HEALTH INSURANCE EXP	4,276.		4,276.
PAYROLL EXP	1,307.		1,307.
PARTNERSHIP EXPENSE		101,301.	
TOTALS	16,485.	101,301.	16,485.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	406,275.	449,585.
TOTALS	406,275.	449,585.

SCHEIDEL FOUNDATION

59-7160883

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT		8,159,486.	9,867,280.
	TOTALS	8,159,486.	9,867,280.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT		4,262,331.	4,400,075.
	TOTALS	4,262,331.	4,400,075.

SCHEIDEL FOUNDATION

59-7160883

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	7,752,933.	8,128,274.
TOTALS		7,752,933.	8,128,274.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RECOVERIES	2,200.
TYE SALES AJ	24.
ACCRUED INTEREST	2,784.
REFUND OF FOREIGN TAX WITHHELD	136.
ROUNDING	12.
BA HEDGE FUND ADJ	16.
ADJ FOR PARTNERSHIP 1256 G/L - BA HEDGE FUND DIRECT	1,882.
CASH RECEIVED FROM CREDIT SUISSE CHINA HARVEST II	35,900.
TOTAL	42,954.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RETURN OF CAPITAL ADJ	289.
INCOME ADJ	7,216.
CARRYING VALUE ADJ	367.
PAYROLL ROUNDING	6.
P/Y CHAR DISB PD IN 2011, RECORDED IN 2012	36,000.
TOTAL	43,878.

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:
INITIATIVE COMMUNAUTAIRE LA VIE/NASEMCE
ADDRESS:
SECT 16 BP
CISSIN, OUAGADOUGOU, UV 3272
GRANT DATE: 12/17/2012
GRANT AMOUNT ..... 13,000.
GRANT PURPOSE:
TO PURCHASE CEMENT AND PREP WORK FOR
LIBRARY FOUNDATION.
ANY DIVERSION BY GRANTEE:
NONE
DATES OF REPORTS BY GRANTEE:
DECEMBER 2013

NAME:
NATIONAL CENTRAL UNIVERSITY
ADDRESS:
300 JHONGDA ROAD JHONGLI CITY
TAOYUAN COUNTY, TW
GRANT DATE: 07/31/2012
GRANT AMOUNT ..... 20,000.
GRANT PURPOSE:
ABOVE IS REGISTERED GOVERNMENT LICENSED INSTI-
TUTION. GRANT FOR STUDENTS SCHOLARSHIPS
ANY DIVERSION BY GRANTEE:
NONE
RESULTS OF VERIFICATION:
REPORTS PROVIDED ON 5/1/2012 AND 5/1/2013

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:
YUFENG ELEMENTARY
ADDRESS:
NO. 59 SECTION 5 YUFENG VILLAGE
HSINCHU COUNTY, JIANSHISH TW R.O.C.
GRANT DATE: 12/19/2012
GRANT AMOUNT ..... 10,000.
GRANT PURPOSE:
TO PROVIDE MEALS (BREAKFAST AND DINNER) TO THE
YUFENG ELEMENTARY STUDENTS FOR ONE YEAR
ANY DIVERSION BY GRANTEE:
NONE
DATES OF REPORTS BY GRANTEE:
11/10/2013

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
MIKI SCHEIDEL
ADDRESS:
c/o SCHEIDEL FOUNDATION
, FL
TITLE:
TRUSTEE/PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30
COMPENSATION ..... 46,418.
CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS..... 2,789.

OFFICER NAME:
WES SCHEUFLER
ADDRESS:
c/o SCHEIDEL FOUNDATION
, FL
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION ..... 3,000.

OFFICER NAME:
MIYUKI SCHEIDEL
ADDRESS:
c/o SCHEIDEL FOUNDATION
,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION ..... WAIVED

OFFICER NAME:
HENRY SCHEIDEL
ADDRESS:
c/o SCHEIDEL FOUNDATION
,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION ..... 3,000.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
EMA SCHEIDEL
ADDRESS:
c/o SCHEIDEL FOUNDATION
,
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
SHIELAH LEE
ADDRESS:
C/O SCHEIDEL FOUNDATION
,
TITLE:
MANAGING DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30

COMPENSATION	38,894.
CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	2,080.

TOTAL COMPENSATION:	91,312.
TOTAL CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS:	4,869.

FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
SCHEIDEL FOUNDATION
ADDRESS:
100 EXECUTIVE WAY, STE 208
PONTE VEDRA BEACH, FL 32082
RECIPIENT'S PHONE NUMBER: 904-273-8305
FORM, INFORMATION AND MATERIALS:
SEE WEBSITE
SUBMISSION DEADLINES:
SEE WEBSITE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SEE WEBSITE

FORM 6781, PART I -- SECTION 1256 CONTRACTS MARKED TO MARKET

DESCRIPTION	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST OR BASIS	LOSS	GAIN
BA HEDGE FUND DIRECT	12/31/2012	OPEN			1,882.	
TOTAL GAINS AND LOSSES					1,882.	

RECIPIENT NAME	AMOUNT PAID	PURPOSE	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
FRESH MINISTRIES	$10,654 00	PROGRAMS	NONE
TEACH FOR AMERICA	$50,000 00	GENERAL	NONE
GREENWOOD SCHOOL, INC	$10,000 00	SCHOLARSHIP	NONE
LAWAI INTERNATIONAL CENTER	$30,000 00	GENERAL	NONE
SECOND CHANCE - LAST OPPORTUNITY	$30,525 00	PROGRAMS	NONE
CHASE RESCORLA SCHOLARSHIP FUND	$2,500 00	GENERAL	NONE
HAVEN HORSE RANCH, INC	$1,000 00	GENERAL	NONE
HEART FOR CHILDREN, INC	$2,500 00	GENERAL	NONE
EDWARD WATERS COLLEGE	$10,000 00	GENERAL	NONE
LEARN TO READ, INC	$6,500 00	GENERAL	NONE
CLARA WHITE MISSION	$25,000 00	PROGRAMS	NONE
ALZHEIMER'S ASSOCIATION	$1,000 00	GENERAL	NONE
ST. JOHN'S RIVER STATE COLLEGE	$15,000 00	SCHOLARSHIP	NONE
THE CENTER OF BUILDING HOPE	$50,000 00	PROGRAMS	NONE
ST TIMOTHY'S CATHOLIC CHURCH	$5,000 00	GENERAL	NONE
WATERVILLE ROTARY FOUNDATION, INC	$4,000 00	GENERAL	NONE
FAMILY CARE INTERNATIONAL	$10,000 00	PROGRAMS	NONE
SIM	$10,000 00	GENERAL	NONE
JACKSONVILLE SYMPHONY ORCHESTRA	$1,500 00	GENERAL	NONE
THE CHILDREN'S GARDEN	$500 00	GENERAL	NONE
AGAPE FLIGHTS, INC	$1,000 00	GENERAL	NONE
BIG CAT HABITAT GULF COAST	$500 00	GENERAL	NONE
GEENBRIER LEARNING CENTER	$15,000 00	PROGRAMS	NONE
TAMPA BAY RESEARCH INSTITUTE	$1,000 00	GENERAL	NONE
ARLINGTON FOOD ASSISTANCE CENTER	$1,000 00	GENERAL	NONE
FLORIDA INSTITUTE OF TECHNOLOGY	$10,000 00	SCHOLARSHIP	NONE
NATIONAL MULTIPLE SCLEROSIS	$200 00	GENERAL	NONE
STATE COLLEGE OF FLORIDA	$5,000 00	SCHOLARSHIP	NONE
NATIONAL CENTRAL UNIVERSITY FUND	$20,000 00	SCHOLARSHIP	NONE
ST JOHN'S COUNTY EDUCATION	$12,000 00	PROGRAMS	NONE
EL CANTARE FOUNDATION	$10,000 00	GENERAL	NONE
CATHOLIC RELIEF SERVICES	$10,000 00	PROGRAMS	NONE
UNITED WAY OF JACKSONVILLE	$50,000.00	PROGRAMS	NONE
UNITED WAY OF ST JOHN'S COUNTY	$10,000 00	PROGRAMS	NONE
CHILDREN'S HOME SOCIETY	$15,900 00	$15000 PROGRAM $900 GENERAL	NONE
PROJECT SOS	$11,275 00	PROGRAMS	NONE
AMERICAN RED CROSS	$5,000 00	PROGRAMS	NONE

MAY INSTITUTE, INC	$12,000 00	PROGRAMS	NONE
COMMUNITY LODGINGS	$15,000 00	PROGRAMS	NONE
ST. VINCENT DE PAUL SOCIETY	$3,000 00	GENERAL	NONE
FOOD FOR OTHERS	$2,000 00	PROGRAMS	NONE
PROJECT IAM FOUNDATION, INC	$3,000 00	GENERAL	NONE
ADVOCATES FOR BASIC LEGAL EQUALITY	$1,000 00	GENERAL	NONE
CHERRY STREET MISSION MNINISTRIES	$1,000.00	GENERAL	NONE
GROWING OUR TEACHER ON KAUAI	$10,000 00	SCHOLARSHIP	NONE
PERRY SCHOOL COMMUNITY SERVICES	$20,000.00	PROGRAMS	NONE
WSLR COMMUNITY RADIO	$1,500 00	GENERAL	NONE
WMNF COMMUNITY RADIO	$300 00	GENERAL	NONE
SARASOTA AUDOBON SOCIETY	$1,000.00	GENERAL	NONE
LAZOS, INC	$1,500 00	GENERAL	NONE
COMMUNITY YOUTH DEVELOPMENT	$2,500 00	$1500 PROGRAM $1000 GENERAL	NONE
GIRL'S INC OF JACKSONVILLE	$2,500 00	PROGRAMS	NONE
SEA COMMUNITY HELP RESOURCE	$2,000 00	GENERAL	NONE
SARASOTA MANATEE ASSOCIATION	$2,500 00	GENERAL	NONE
BAY SHORE MENNONITE CHURCH	$500 00	GENERAL	NONE
T2T HURRICANE SANDY RELIEF FUND	$5,000 00	PROGRAMS	NONE
PROJECT HOSPITALITY	$5,000 00	PROGRAMS	NONE
JUNIOR ACHIEVEMENT HEADQUARTERS	$7,000 00	GENERAL	NONE
DARTMOUTH COLLEGE FUND	$1,000 00	GENERAL	NONE
THAYER SCHOOL OF ENGINEERING	$500 00	GENERAL	NONE
THE BOLLES SCHOOL	$500 00	GENERAL	NONE
MIT ALUMNI FUND	$1,000 00	GENERAL	NONE
KENNEDY SCHOOL	$1,000.00	GENERAL	NONE
FRIENDS OF MONTESSORI EDUCATION	$1,000 00	GENERAL	NONE
NISHIMACHI FOUNDATION	$1,000 00	GENERAL	NONE
WAMU 88.5	$1,000 00	GENERAL	NONE
CLASSICAL WETA	$500 00	GENERAL	NONE
MURRAY HILL CHRIST COMMUNITY	$2,000 00	GENERAL	NONE
BEST BUDDIES	$200 00	GENERAL	NONE
CHILDRENS MIRACLE NETWORK	$200 00	GENERAL	NONE
THE BRIDGE OF NORTHEAST FLORIDA	$200 00	GENERAL	NONE
WORLD RELIEF JACKSONVILLE	$1,000 00	GENERAL	NONE
ISLAMIC CENTER OF NORTHEAST FL	$1,000 00	GENERAL	NONE
ARLINGTON - ALEXANDRIA COALITION	$1,000 00	GENERAL	NONE
DOORWAY FOR WOMEN & FAMILIES	$1,000 00	GENERAL	NONE
COMMUNITY FOUNDATION JACKSONVILLE	$5,000 00	PROGRAMS	NONE
COMMUNITY FDTN FOR THE	$5,000 00	PROGRAMS	NONE

SOLIYA INC	$1,000 00	GENERAL	NONE
SEEDS OF PEACE	$4,000 00	PROGRAMS	NONE
SAINT BASIL SCHOLARSHIP PROGRAM	$1,000.00	GENERAL	NONE
A-SPAN	$1,000 00	GENERAL	NONE
ARLINGTON COMMUNITY FOUNDATION	$2,500.00	GENERAL	NONE
JUBILEE JOBS, INC	$15,000 00	PROGRAMS	NONE
CITY RESCUE MISSION	$24,000 00	PROGRAMS	NONE
MAUMEE VALLEY HABITAT HUMANITY	$30,000 00	PROGRAMS	NONE
CENTER FOR MIND-BODY MEDICINE	$20,000 00	PROGRAMS	NONE
BEACHES HABITAT FOR HUMANITY	$25,000 00	PROGRAMS	NONE
MAYO CLINIC	$21,220 00	PROGRAMS	NONE
UNIVERSITY OF TEXAS	$11,000 00	PROGRAMS	NONE
FLORIDA STATE COLLEGE FOUNDATION	$30,356 00	PROGRAMS	NONE
HISTORIC SPANISH POINT	$1,000 00	GENERAL	NONE
STATE COLLEGE OF FLORIDA FOUNDATION	$4,175 00	SCHOLARSHIP	NONE
VILLA ANGELA - ST JOSEPH HIGH	$51,550 00	SCHOLARSHIP	NONE
ICCV NAZEMCE	$13,000 00	PROGRAMS	NONE
YUFENG ELEMENTARY SCHOOL	$10,000 00	PROGRAMS	NONE
BOSELLI FOUNDATION	$20,000.00	GENERAL	NONE
WATERVILLE METHODIST CHURCH	$3,000 00	GENERAL	NONE
CENTER FOR BUILDING HOPE	$70,000.00	PROGRAMS	NONE
SOKA UNIVERSITY OF AMERICA	$5,000 00	GENERAL	NONE
SOKA GAKKAI INT'L	$5,000 00	GENERAL	NONE
HABITAT ST. JOHN'S	$120 00	GENERAL	NONE
LANCE ARMSTRONG FOUNDATION	$25 00	GENERAL	NONE
COUNCIL ON FOUNDATIONS	$2,020 00	GENERAL	NONE
TOTAL CHARITABLE DISBURSMENTS	$946,920.00		

Custom Portfolio Holdings Detail Report

As of: December, 2012

INVESTMENTS - OTHER

Asset Description 2	Cusip	Fed Tax Cost	Market Value	Accrual
BA GLOBAL CREDIT AND EVENT	99Z186324	375,000 00	384,380 90	0 00
BA HEDGE FUND DIRECT LP	99Z113385	600,110 17	707,762 74	0 00
CHINA HARVEST II OFFSHORE	99Z433304	425,000 00	453,241 00	0 00
DIGITAL RLTY TR INC	253868103	12,204 67	12,899 10	138 70
EMERGING MARKETS OPPORTUNITIES	99Z478135	18,274 49	18,274 49	0 00
EXCELSIOR MULTI-STRATEGY HEDGE	3007229Y3	355,368 72	386,964 74	0 00
ISHARES SILVER	46428Q109	9,988 38	8,811 00	0 00
LIGHTHOUSE DIVERSIFIED FUND LTD	99Z433270	1,000,000 00	1,112,985 43	0 00
LIGHTHOUSE GLOBAL LONG/SHORT	99Z433262	1,000,000 00	1,089,359 40	0 00
LIGHTHOUSE MANAGED FUTURES SPC	99Z433320	500,000 00	534,439 20	0 00
LYXOR PREMIUM LLC	99Z402820	23,081 00	41,293 00	0 00
PIMCO ALL ASSET FUND	722005626	189,992 07	209,249 58	1,296 58
PUBLIC STORAGE INC	74460D109	9,822 00	10,727 04	0 00
ROCK CREEK PARTNERS II LTD	99Z367692	28,464 00	5,686 00	0 00
SANDALWOOD OVERSEAS LIQUIDATING	99Z367700	405,527 00	192,852 00	0 00
SAPIC GLOBAL MACRO FUND LTD	99Z433296	1,000,000 00	1,018,673 17	0 00
SIMON PPTY GROUP INC NEW	828806109	7,968 34	8,062 59	0 00
SPDR GOLD TR	78463V107	33,987 45	32,404 08	0 00
STAG INDL INC	85254J102	8,144 53	10,782 00	162 00
VOYAGER GLOBAL FUND LTD	99Z433288	1,000,000 00	1,103,173 44	0 00
VOYAGER GLOBAL SELECT FUND LTD	99Z448005	750,000 00	784,655 68	0 00
TOTAL INVESTMENTS - OTHER		7,752,932 82	8,126,676 58	1,597 28

Custom Portfolio Holdings Detail Report

As of: December, 2012

INVESTMENTS - CORPORATE BONDS

Asset Description 2	Cusip	Fed Tax Cost	Market Value	Accrual
ASSOCIATES CORP NORTH AMER	046003JU4	58,215 00	60,230 00	579 17
AUSTRALIAN GOVT	6531526#0	98,937 11	98,592 00	1,207 09
AUSTRALIAN GOVT EX DIV	B46ZSG8#1	98,681 89	98,647 82	204 14
BB&T CORP	05531FAA1	55,539 50	53,290 00	482 91
BEAR STEARNS COS INC	073902PR3	57,593 00	60,050 00	791 11
BERKSHIRE HATHAWAY INC DEL	084670AV0	104,387 50	105,278 00	1,244 44
CATERPILLAR FINL SVCS CORP	14912L4F5	91,361 65	90,622 75	1,937 88
CISCO SYS INC	17275RAK8	54,395 50	54,308 50	468 12
CITIGROUP INC	172967FW6	79,329 75	83,085 00	1,585 31
CITIGROUP INC	172967EM9	137,481 00	148,770 00	850 69
CONOCOPHILLIPS	20825CAT1	54,706 50	54,035 00	1,060 56
DEVAX INC	99Z395032	22,538 00	0 00	0 00
DU PONT E I DE NEMOURS & CO	263534BU2	35,175 05	35,868 00	806 94
EATON CORP	278058DG4	24,991 25	26,554 75	417 32
EATON VANCE INCOME FUND BOSTON	277907200	299,534 00	308,893 46	1,654 24
GENERAL ELEC CAP CORP	36962G4X9	49,909 00	50,820 50	501 67
GENERAL ELEC CAP CORP	36962G3U6	106,419 00	118,753 00	937 50
GENERAL ELEC CAP CORP	36962GZY3	105,646 00	100,172 00	2,513 05
GENERAL ELEC CO	369604AY9	103,521.00	100,381 00	2,083 33
GENERAL ELEC CO	369604103	14,222 19	16,057 35	145 35
GOLDMAN SACHS GROUP INC	38141EA33	35,329 70	37,248 75	349 99
HERSHEY CO	427866AQ1	25,229 50	25,281 75	312 49
HONEYWELL INTL INC	438516AW6	30,960 00	30,188 10	424 99
INTERNATIONAL BUSINESS MACHS	459200GM7	66,629 50	66,784 50	804 86
INTERNATIONAL BUSINESS MACHS	459200GJ4	60,442 50	60,383 00	847 08
ISHARES	464288687	68,477 50	69,335 00	454 48
ISHARES IBOXX $ HIGH YIELD CORP	464288513	309,899 49	350,062 50	1,893 83
ISHARES IBOXX $ INVESTMENT GRADE	464287242	48,295 00	60,495 00	181 02
JPMORGAN CHASE & CO	46625HHX1	50,842 50	53,100 50	575 00
JPMORGAN CHASE & CO	46625HHN3	107,581 50	105,361 00	387 49
METLIFE INC	59156RAR9	95,176 00	107,080 45	2,189 01

NATIONAL RURAL UTILS COOP FIN	637432LM5	52,121 50	51,256 50	1,374 99
NORTHERN TR CORP	665859AJ3	25,164 25	25,770 25	519 44
OCCIDENTAL PETE CORP	674599BX2	119,752 40	122,023 00	378 12
PEPSICO INC	713448BT4	50,900 00	52,660 00	177 08
PEPSICO INC	713448BJ6	67,422 50	67,472 50	658 33
PIMCO HIGH YIELD FD	693390841	299,999 00	309,969 14	1,554 26
PRUDENTIAL SHORT-TERM CORPORA	74441R508	0 00	0 00	148 85
SIMON PPTY GROUP L P	828807CH8	50,869 50	52,759 50	587 22
STATE STR CORP	857477AH6	51,136 50	53,044 50	455 20
TARGET CORP	87612EAP1	59,698 50	58,856 00	447 91
TEMPLETON GLOBAL BD FUND	880208400	199,999 00	196,388 00	0 00
TOYOTA MTR CR CORP	89233P4R4	103,603 50	105,204 00	1,322 22
TOYOTA MTR CR CORP	89233P4B9	51,986 50	53,020 50	62 22
U S BANCORP	91159HGU8	104,079 00	105,381 00	1,023 75
VERIZON COMMUNICATIONS INC	92343VAG9	58,237 00	58,675 00	687 49
WACHOVIA CORP GLOBAL	92976WBJ4	76,191 50	76,247 25	687 49
WACHOVIA CORP GLOBAL	92976WBH8	60,714 50	59,902 00	1,197 91
WAL-MART STORES INC	931142CL5	52,010 00	50,558 50	448 61
WAL-MART STORES INC	931142BY8	69,179 40	71,187 35	1,462 50
WAL-MART STORES INC	931142CQ4	106,049 50	103,881 00	408 88
WELLS FARGO & CO	949746QU8	51,770 00	54,055 00	541 19
TOTAL CORPORATE BONDS		4,262,331 13	4,358,040 67	42,034 72

Custom Portfolio Holdings Detail Report

As of December, 2012

US & STATE GOVERNMENT OBLIGATIONS

Asset Description 2	Cusip	Fed Tax Cost	Market Value	Accrual
CLARK CNTY NEV FOR ISSUES DTD	180848DK6	36,250 20	35,973 35	245 00
ESSEX CNTY N J	296804JM0	29,843 10	32,492 70	136 49
FEDERAL HOME LN BKS	3133XASA6	25,572 87	27,139 75	415 63
FEDERAL HOME LN BKS	3133XCUS0	27,492 30	27,923 25	362 85
FEDERAL NATL MTG ASSN	31371N2A2	8,106 85	8,329 61	35 52
FEDERAL NATL MTG ASSN	31371N5U5	10,193 29	10,660 72	49 82
FLORIDA HSG FIN CORP REV	34073N2V1	5,000 00	5,390 00	147 47
FLORIDA ST MUN PWR AGY REV	342816VU6	35,000 00	39,463 90	536 89
KENTUCKY ST MUN PWR AGY PWR SY	491501AY8	25,191 50	27,187 75	453 33
LUNA CNTY N MEX GROSS RCPTS TA	550332CF5	24,997 50	28,324 25	689 99
MARYLAND ST CMNTY DEV ADMIN DE	57419PMA4	25,093 75	26,802 75	483 33
MICHIGAN MUN BD AUTH REV	59455TRB0	33,666 85	37,929 50	153 18
NEW YORK N Y	64966HJR2	25,000 00	29,128 25	372 49
NEW YORK ST URBAN DEV CORP REV	650035RP5	35,000 00	40,465 60	664 70
ONEIDA CNTY N Y	682454Z71	35,435 80	40,191 55	627 08
PORT AUTH N Y & N J	73358TR60	24,431 25	26,488 50	320 20
TOTAL US & STATE GOV'T OBLIGATIONS		406,275 26	443,891 43	5,693 97

Custom Portfolio Holdings Detail Report

As of. December, 2012

INVESTMENTS - CORPORATE STOCK

Asset Description 2	Cusip	Fed Tax Cost	Market Value	Accrual
ABBOTT LABS	002824100	20,003 94	26,134 50	0 00
ACCENTURE PLC	G1151C101	19,866 94	24,272 50	0 00
ACCURIDE CORP	00439T206	17,345 45	7,575 60	0 00
ACE LTD	H0023R105	13,179 02	13,486 20	0 00
AFFILIATED MANAGERS GROUP	008252108	6,217 67	7,939 15	0 00
AKAMAI TECHNOLOGIES INC	00971T101	9,480 76	10,063 86	0 00
ALEXION PHARMACEUTICALS INC	015351109	1,627 67	7,405 46	0 00
ALEXION PHARMACEUTICALS INC	015351109	47,540 57	59,337 42	0 00
ALLERGAN INC	018490102	40,387 08	52,194 37	0 00
ALTRIA GROUP INC	02209S103	10,555 03	17,543 52	245 52
AMARIN CORP PLC	023111206	4,784 68	3,333 08	0 00
AMAZON COM INC	023135106	52,427 38	82,536 23	0 00
AMEREN CORP	023608102	11,902 67	14,776 32	0 00
AMERICAN ELEC PWR INC	025537101	8,718 38	11,352 88	0 00
AMERICAN EXPRESS CO	025816109	15,523 57	21,267 60	0 00
AMETEK INC NEW	031100100	3,328 24	6,800 17	0 00
AMGEN INC	031162100	18,962 94	23,791 20	0 00
AMPHENOL CORP NEW	032095101	11,713 35	15,204 50	21 21
APPLE INC	037833100	17,182 53	14,900 84	0 00
ARUBA NETWORKS INC	043176106	4,721 62	4,687 24	0 00
ASCENA RETAIL GROUP INC	04351G101	9,582 11	9,087 24	0 00
ASHLAND INC	044209104	7,854 77	10,051 25	0 00
AT&T INC	00206R102	11,520 81	15,371 76	0 00
AT&T INC	00206R102	32,862 24	42,272 34	0 00
AUTOMATIC DATA PROCESSING INC	053015103	13,667 77	18,729 97	143 12
BAIDU INC	056752108	69,951 46	76,120 11	0 00
BALLY TECHNOLOGIES INC	05874B107	4,643 73	5,320 49	0 00
BANK NEW YORK MELLON CORP	064058100	16,243 44	20,560 00	0 00
BAXTER INTL INC	071813109	11,493 30	17,998 20	121 50
BED BATH & BEYOND INC	075896100	10,108 56	9,784 25	0 00

BERKSHIRE HATHAWAY INC DEL	084670108	389,242 51	402,180 00	0 00
BHP BILLITON LTD	088606108	10,094 47	11,370 90	0 00
BIOGEN IDEC INC	09062X103	51,327 34	70,111 23	0 00
BLACKROCK FDS II	09256H328	134,998 00	138,773 83	0 00
BLACKROCK INC	09247X101	12,320 03	15,709 96	0 00
BOEING CO	097023105	20,738 17	22,457 28	0 00
BRISTOL MYERS SQUIBB CO	110122108	36,595 97	38,521 38	0 00
BROADCOM CORP	111320107	10,116 13	10,162 26	0 00
BROOKLINE BANCORP INC	11373M107	16,187 07	15,699 50	0 00
CAMBIAR SMALL CAP FUND	0075W0817	49,999 00	60,050 34	0 00
CASEYS GEN STORES INC	147528103	11,619 15	11,363 40	0 00
CELGENE CORP	151020104	55,756 15	69,838 30	0 00
CHEVRON CORP	166764100	37,964 54	52,231 62	0 00
CHUBB CORP	171232101	17,907 37	19,583 20	106 60
CITRIX SYS INC	177376100	11,051 86	9,580 52	0 00
CLEAN HBRS INC	184496107	6,507 51	6,216 13	0 00
CLEAR CHANNEL OUTDOOR HLDGS	18451C109	22,664 48	16,855 02	0 00
CLOUD PEAK ENERGY INC	18911Q102	7,373 47	9,684 33	0 00
CME GROUP INC	12572Q105	13,224 46	13,123 53	0 00
CMS ENERGY CORP	125896100	7,389 53	8,264 82	0 00
COACH INC	189754104	15,896 46	12,933 83	0 00
COBALT INTL ENERGY INC	19075F106	6,466 82	6,336 48	0 00
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	42,876 48	57,923 72	0 00
COINSTAR INC	19259P300	5,548 05	5,357 03	0 00
COLUMBIA SMALL CAP INDEX FUND	19765J814	67,715 72	99,649 43	0 00
COMMERCIAL METALS CO	201723103	14,543 53	15,677 30	0 00
CORNING INC	219350105	14,322 98	14,121 78	0 00
DIAGEO PLC	25243Q205	17,422 45	29,961 06	0 00
DOMINION RES INC VA NEW	25746U109	7,421 37	7,614 60	0 00
DOVER CORP	260003108	18,284 00	26,021 16	0 00
DU PONT E I DE NEMOURS & CO	263534109	20,776 75	19,970 45	0 00
EASTMAN CHEM CO	277432100	7,485 17	9,527 00	0 00
EDWARDS LIFESCIENCES CORP	28176E108	65,388 98	59,512 20	0 00
EMC CORP	268648102	55,690 94	64,818 60	0 00
EMERSON ELEC CO	291011104	10,788 80	11,651 20	0 00
EOG RES INC	26875P101	57,795 71	68,971 09	0 00
EVERCORE PARTNERS INC	29977A105	5,102 63	5,977 62	0 00

EXELIS INC	30162A108	12,615 62	13,929 72	127 68
EXELON CORP	30161N101	19,925 53	13,680 40	0 00
EXPEDITORS INTL WASHINGTON INC	302130109	8,694 11	6,881 70	0 00
EXXON MOBIL CORP	30231G102	42,594 39	50,631 75	0 00
FACEBOOK INC	30303M102	46,592 28	54,703 48	0 00
FAMILY DLR STORES INC	307000109	12,297 31	11,667 44	0 00
FASTENAL CO	311900104	9,041 26	9,143 40	0 00
FIRST CASH FINANCIAL SERVICES	31942D107	6,942 92	8,485 02	0 00
FMC TECHNOLOGIES INC	30249U101	50,074 20	57,948 99	0 00
FORTINET INC	34959E109	5,453 01	5,549 28	0 00
FOSSIL INC	349882100	6,534 84	6,982 50	0 00
FOSTER WHEELER AG	H27178104	8,570 16	9,533 44	0 00
FRANKLIN RES INC	354613101	45,383 91	50,531 40	0 00
GENERAL MTRS CO	37045V100	13,704 25	18,018 75	0 00
GENESEE & WYO INC	371559105	5,201 37	5,934 24	0 00
GILEAD SCIENCES INC	375558103	47,129 66	52,737 10	0 00
GLAXOSMITHKLINE PLC	37733W105	29,771 65	29,559 60	393 69
GOLDMAN SACHS GROUP INC	38141G104	12,027 09	10,204 80	0 00
GOOGLE INC	38259P508	13,409 06	14,147 60	0 00
GOOGLE INC	38259P508	45,120 78	60,834 68	0 00
GREAT PLAINS ENERGY INC	391164100	20,042 45	19,132 02	0 00
HANOVER INS GROUP INC	410867105	19,634 39	19,718 66	0 00
HARBOR INTERNATIONAL FUND	411511306	67,500 00	72,670 71	0 00
HCA HLDGS INC	40412C101	10,475 83	9,805 25	0 00
HEINZ H J CO	423074103	18,790 47	22,495 20	0 00
HERSHEY CO	427866108	12,848 81	15,093 98	0 00
HERTZ GLOBAL HLDGS INC	42805T105	4,244 82	6,052 44	0 00
HMS HLDGS CORP	40425J101	4,170 95	3,499 20	0 00
HOME DEPOT INC	437076102	25,560 73	51,026 25	0 00
HONEYWELL INTL INC	438516106	18,173 33	23,610 84	0 00
INTEL CORP	458140100	32,964 91	32,765 18	0 00
INTERNATIONAL BUSINESS MACHS	459200101	29,125 50	49,228 35	0 00
ISHARES INC MSCI AUSTRALIA	464286103	52,900 55	58,576 20	0 00
ISHARES MSCI CANADA	464286509	54,441 03	52,682 00	0 00
ISHARES MSCI CHILE CAPPED	464286640	45,930 16	47,430 00	16 38
ISHARES MSCI EMERGING MARKETS	464287234	256,843 45	388,062 50	0 00
ISHARES MSCI MEXICO CAPPED	464286822	76,250 15	105,795 00	0 00

ISHARES MSCI SINGAPORE	464286673	87,617 26	102,675 00	0 00
ISHARES RUSSELL 2000 ETF	464287655	329,028 97	463,747 90	0 00
ISHARES S&P LATIN AMER 40 INDEX	464287390	125,015 86	153,440 00	511 63
ISHARES SELECT DIVIDEND ETF	464287168	273,275 53	286,200 00	0 00
J P MORGAN CHASE & CO	46625H100	29,998 64	31,437 91	0 00
JANUS ENTERPRISE FUND	47103C795	184,999 00	236,543 19	0 00
JOHN HANCOCK FDS III DISCIPLINED	47803W406	214,999 00	259,715 01	0 00
JOHN HANCOCK FDS III INTL GROWTH	47803T627	127,249 00	137,671 38	0 00
JOHNSON & JOHNSON	478160104	22,023 28	25,095 80	0 00
JONES LANG LASALLE INC	48020Q107	4,622 52	5,372 16	0 00
JP MORGAN US LARGE CAP CORE PLUS	4812A2389	215,960 73	282,053 54	0 00
JPMORGAN ALERIAN MLP INDEX ETN	46625H365	256,410 37	269,220 00	0 00
JPMORGAN CHASE & CO	46625HGY0	60,115 50	59,859 50	1,383 33
KALMAR POOLED INVT TR	483438206	49,999 00	54,765 64	0 00
KIMBERLY CLARK CORP	494368103	19,835 50	22,880 53	200 54
KINDER MORGAN INC DEL	49456B101	15,363 54	18,866 22	0 00
KRAFT FOODS GROUP INC	50076Q106	13,381 02	13,686 47	150 50
KRONOS WORLDWIDE INC	50105F105	16,326 85	20,358 00	0 00
LAS VEGAS SANDS CORP	517834107	75,798 16	84,749 76	0 00
LAUDER ESTEE COS INC	518439104	39,196 58	54,712 04	0 00
LAZARD EMERGING MKTS EQUITY	52106N889	107,656 03	121,340 96	0 00
LIMITED BRANDS INC	532716107	11,983 60	11,623 82	0 00
LINKEDIN CORP	53578A108	75,059 10	79,570 26	0 00
LSI CORP	502161102	7,554 91	6,179 18	0 00
LULULEMON ATHLETICA INC	550021109	32,506 86	62,965 98	0 00
MACYS INC	55616P104	7,725 26	7,530 86	38 60
MARATHON PETE CORP	56585A102	11,619 64	18,333 00	0 00
MARKET VECTORS ETF TR	57060U605	65,837 42	87,054 00	0 00
MARSH & MCLENNAN COS INC	571748102	16,002 50	16,063 02	0 00
MCDONALDS CORP	580135101	23,053 68	28,050 78	0 00
MEAD JOHNSON NUTRITION CO	582839106	0 00	0 00	22 20
MEDIVATION INC	58501N101	3,648 14	4,706 72	0 00
MERCK & CO INC	58933Y105	31,338 87	33,570 80	352 60
MEREDITH CORP	589433101	7,308 12	8,784 75	0 00
METLIFE INC	59156R108	7,434 46	6,456 24	0 00
MGIC INVT CORP WIS	552848103	27,253 95	16,611 70	0 00
MICHAEL KORS HLDGS LTD	G60754101	70,893 94	81,392 85	0 00

MICRON TECHNOLOGY INC	595112103	10,384 64	10,492 70	0 00
MICROS SYS INC	594901100	4,060 70	3,310 32	0 00
MICROSOFT CORP	594918104	40,548 34	37,901 06	0 00
NEXTERA ENERGY INC	65339F101	9,291 89	11,623 92	0 00
NIELSEN HLDGS N V	N63218106	6,939 57	7,922 81	0 00
NOBLE ENERGY INC	655044105	11,876 57	15,769 70	0 00
NORDSTROM INC	655664100	5,015 23	9,576 50	0 00
NOVO-NORDISK A S	670100205	35,167 77	56,797 08	0 00
OASIS PETE INC NEW	674215108	7,884 07	8,109 00	0 00
OCCIDENTAL PETE CORP DEL	674599105	10,741 79	17,926 74	0 00
ONYX PHARMACEUTICALS INC	683399109	3,772 92	3,852 03	0 00
PARKER HANNIFIN CORP	701094104	6,122 48	10,292 26	0 00
PENN NATL GAMING INC	707569109	3,049 25	5,303 88	0 00
PERRIGO CO	714290103	11,608 47	12,171 51	0 00
PFIZER INC	717081103	32,431 58	44,866 87	0 00
PHILIP MORRIS INTL INC	718172109	30,571 88	54,115 08	549 95
PNC FINL SVCS GROUP INC	693475105	16,296 05	17,143 14	0 00
PNC FINL SVCS GROUP INC	693475105	19,746 56	19,009 06	0 00
POLARIS INDS INC	731068102	6,531 83	10,939 50	0 00
POLYPORE INTL INC	73179V103	6,221 23	7,812 00	0 00
POWERSHARES QQQ TR	73935A104	258,496 01	293,085 45	0 00
PPG INDS INC	693506107	6,369 85	7,038 20	0 00
PRECISION CASTPARTS CORP	740189105	40,135 68	56,257 74	0 00
PRECISION CASTPARTS CORP	740189105	8,373 17	11,744 04	0 00
PRICE T ROWE GROUP INC	74144T108	8,419 73	13,283 89	0 00
PRICELINE COM INC	741503403	25,447 93	58,937 05	0 00
PROCTER & GAMBLE CO	742718109	20,487 97	21,724 80	0 00
PVH CORP	693656100	3,678 47	5,106 46	0 00
QUALCOMM INC	747525103	55,499 89	67,055 81	0 00
RAYTHEON CO	755111507	16,131 71	19,627 96	170 50
ROCK-TENN CO	772739207	4,384 12	5,522 89	0 00
ROFIN SINAR TECHNOLOGIES INC	775043102	15,239 67	15,652 96	0 00
ROPER INDS INC NEW	776696106	4,512 15	8,249 52	0 00
ROYAL DUTCH SHELL PLC	780259206	37,505 86	38,474 10	407 90
RPM INTL INC	749685103	10,591 48	13,446 88	0 00
SALESFORCE COM INC	79466L302	41,998 25	72,619 20	0 00
SALESFORCE COM INC	79466L302	3,434 19	4,370 60	0 00

SEMPRA ENERGY	816851109	15,281 06	19,650 38	166 20
SHERWIN WILLIAMS CO	824348106	16,927 47	27,379 96	0 00
SOURCEFIRE INC	83616T108	7,681 46	8,169 06	0 00
SPDR S&P MIDCAP 400 ETF TR	78467Y107	332,006 78	557,130 00	2,446 86
SPDR S&P 500 ETF TR	78462F103	588,978 93	640,845 00	4,598 24
STERICYCLE INC	858912108	12,187 53	13,152 48	0 00
SWIFT TRANSN CO	87074U101	14,358 67	14,573 76	0 00
TD AMERITRADE HLDG CORP	87236Y108	6,850 64	6,370 99	0 00
TECO ENERGY INC	872375100	17,700 14	16,927 60	0 00
TERADYNE INC	880770102	7,504 76	8,090 31	0 00
TEXAS INSTRS INC	882508104	12,160 25	12,047 10	0 00
TEXTAINER GROUP HLDGS LTD	G8766E109	14,081 80	17,617 60	0 00
THORATEC CORP	885175307	5,928 21	7,016 24	0 00
THORNBURG INTL VALUE FUND	885215566	126,999 00	144,750 41	0 00
TIBCO SOFTWARE INC	88632Q103	8,130 50	5,890 64	0 00
TIME WARNER INC	887317303	18,356 00	24,488 96	0 00
TJX COS INC NEW	872540109	9,078 10	12,140 70	0 00
TRACTOR SUPPLY CO	892356106	8,030 91	8,040 76	0 00
TRIUMPH GROUP INC NEW	896818101	8,312 23	10,382 70	0 00
UNITED STS STL CORP	912909108	20,443 50	19,366 20	0 00
UNITED TECHNOLOGIES CORP	913017109	4,069 95	8,365 02	0 00
URBAN OUTFITTERS INC	917047102	5,644 39	8,186 88	0 00
US BANCORP DEL	902973304	22,361 36	26,158 86	159 71
V F CORP	918204108	7,973 72	7,246 56	0 00
VERIZON COMMUNICATIONS INC	92343V104	39,474 49	48,462 40	0 00
VERTEX PHARMACEUTICALS INC	92532F100	3,173 09	3,729 10	0 00
VISA INC	92826C839	45,926 85	72,758 40	0 00
WAL-MART STORES INC	931142103	12,437 10	13,987 15	0 00
WASTE CONNECTIONS INC	941053100	10,335 30	10,914 17	0 00
WASTE MGMT INC DEL	94106L109	8,420 37	9,143 54	0 00
WELLCARE GROUP INC	94946T106	6,768 94	5,745 42	0 00
WELLS FARGO & CO	949746101	19,614 01	23,242 40	0 00
WESTAR ENERGY INC	95709T100	10,774 90	10,589 40	122 10
WEYERHAEUSER CO	962166104	11,548 60	18,945 42	0 00
WHOLE FOODS MKT INC	966837106	10,164 53	10,301 08	0 00
WISCONSIN ENERGY CORP	976657106	7,289 69	7,775 35	0 00
WPX ENERGY INC	98212B103	19,276 57	15,832 32	0 00

XYLEM INC	98419M100	19,858 01	21,029 60	0 00
YUM BRANDS INC	988498101	65,331 60	71,512 80	0 00
TOTAL CORPORATE STOCK		8,159,485 81	9,854,823 82	12,456 56

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print
File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
SCHEIDEL FOUNDATION	59-7160883
Number, street, and room or suite no If a P O box, see instructions	Social security number (SSN)
PO BOX 1802	
City, town or post office, state, and ZIP code For a foreign address, see instructions	
PROVIDENCE, RI 02901-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ US TRUST FIDUCIARY TAX SERVICES

Telephone No ▶ (888)866-3275 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . . . . . ▶ [ ] If it is for part of the group, check this box . . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning _____, 20 ____, and ending _____, 20 ____

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 19,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 10,600.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 8,400.

Caution If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2013)

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• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . . ▶ X

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	SCHEIDEL FOUNDATION	59-7160883
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions PO BOX 1802	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions PROVIDENCE, RI 02901-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

• The books are in the care of ▶ US TRUST FIDUCIARY TAX SERVICES
Telephone No ▶ (888)866-3275 FAX No ▶

• If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . . . ▶ ☐ If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 20 13

5 For calendar year 2012, or other tax year beginning _____, 20 _____, and ending _____, 20 _____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension NEED ADDITIONAL INFORMATION IN ORDER TO FILE COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 19,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 19,000
c	**Balance Due** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶