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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation THE GIBSON FAMILY FOUNDATION		A Employer identification number 61-1584784
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (425) 641-4455
89 CASCADE KEY City or town, state, and ZIP code BELLVUE WA 98006		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,637,367	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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	119,560	116,811		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	138,480			
	b Gross sales price for all assets on line 6a 1,270,429				
	7 Capital gain net income (from Part IV, line 2)		138,480		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	258,040	255,291	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	334			334
	b Accounting fees (attach schedule)	5,988			5,988
	c Other professional fees (attach schedule)	35,702	33,917		1,785
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,605	1,605		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	85			85
	24 Total operating and administrative expenses. Add lines 13 through 23	43,714	35,522	0	8,192
	25 Contributions, gifts, grants paid	169,647			169,647
26 Total expenses and disbursements. Add lines 24 and 25	213,361	35,522	0	177,839	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	44,679				
b Net investment income (if negative, enter -0-)		219,769			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Form 990-PF (2012) THE GIBSON FAMILY FOUNDATION

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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	192,353	80,168	80,168
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)		1,636,609	1,976,785
	c Investments—corporate bonds (attach schedule)		1,003,561	1,065,286
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,975,202	485,413	515,128
	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)	3,167,555	3,205,751	3,637,367
	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)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	3,167,555	3,205,751	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,167,555	3,205,751	
	31 Total liabilities and net assets/fund balances (see instructions)	3,167,555	3,205,751	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,167,555
2 Enter amount from Part I, line 27a	2	44,679
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,212,234
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	6,483
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,205,751

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 Capital Gains Distributions				
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			0	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
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	138,480
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	0
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				

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

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

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

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

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

(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	173,428	3,648,350	0.047536
2010	149,594	3,430,234	0.043610
2009	10,774	3,041,003	0.003543
2008		1,477,513	0.000000
2007			0.000000
2 Total of line 1, column (d)			2 0.094689
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 0.023672
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 3,576,027
5 Multiply line 4 by line 3			5 84,652
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,198
7 Add lines 5 and 6			7 86,850
8 Enter qualifying distributions from Part XII, line 4			8 177,839
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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,198	
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	2,198	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,198	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	139		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	6,500		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d	7	6,639		
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	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,441		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 2,198 Refunded ☐	11	2,243		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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 ☒ \$ _____ (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? 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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ WA		
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

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 BURKE GIBSON Telephone no (425) 641-4455 Located at 89 CASCADE KEY BELLEVUE, WA ZIP+4 98006			
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? 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 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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
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? If "Yes," list the years 20____, 20____, 20____, 20____	☐ Yes	☒ 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)	2b	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 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
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)?

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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BURKE F. GIBSON 89 CASCADE KEY BELLEVUE, WA 98006 0	PRESIDENT 1.00	0		
DOLORES M. GIBSON 89 CASCADE KEY BELLEVUE, WA 98006	VICE PRESIDENT 1.00	0		
SCOTT S. GIBSON 89 CASCADE KEY BELLEVUE, WA 98006	TREASURER 1.00	0		
BRUCE F. GIBSON 89 CASCADE KEY BELLEVUE, WA 98006	SECRETARY 1.00	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				

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,449,181
b	Average of monthly cash balances	1b	181,303
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,630,484
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	
3	Subtract line 2 from line 1d	3	3,630,484
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	54,457
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,576,027
6	Minimum investment return. Enter 5% of line 5	6	178,801

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	178,801
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,198
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,198
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	176,603
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	176,603
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	176,603

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	177,839
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	
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	177,839
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	2,198
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	175,641

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				176,603
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			169,647	
b Total for prior years 20____, 20____, 20____				
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 ▶ \$ 177,839				
a Applied to 2011, but not more than line 2a			169,647	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				8,192
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				168,411
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
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

- 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**

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

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

- c Any submission deadlines**

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

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 Statement				
Total			▶ 3a	169,647
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross exclusion unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	119,560	
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	138,480	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0		258,040	0
13 Total. Add line 12, columns (b), (d), and (e)				13	258,040

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

[illegible]

Settlement Date



Account Summary

Dec. 01, 2012 through Dec. 31, 2012

Account: ~~XXXXXXXXXXXX~~ GIBSON FAMILY FOUNDATION - COMB

Cash Summary

	Current Period		YTD Since 01/03/12	
	Income Cash	Principal Cash	Income Cash	Principal Cash
Beginning Value	\$0.00	\$0.00	\$0.00	\$0.00
Income	35,813.92	7.43	114,531.82	93.39
Deposits	9,888.43	7,026.59	23,027.74	107,549.11
Disbursements	-154,870.43	0.00	-199,031.37	-100,000.00
Bank Fees	-3,041.08	0.00	-35,702.01	0.00
Income/Principal Transfers	68,248.47	-68,248.47	68,248.47	-68,248.47
Purchases	0.00	-52,548.77	0.00	-1,304,002.76
Sales and Maturities	0.00	141,431.01	0.00	1,281,348.17
Net Automated Money Market Transactions	43,960.69	-27,667.79	28,925.35	83,260.56
Ending Value	\$0.00	\$0.00	\$0.00	\$0.00

Settlement Date



Portfolio Analysis

Dec. 01, 2012 through Dec. 31, 2012

Account: ~~XXXXXXXXXXXX~~ GIBSON FAMILY FOUNDATION - COMB

Portfolio Summary by Asset Class

Description	Market Value	% of Account	% of Sector	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency						
Cash Equivalents	\$80,168.47	2.2%	100.0%	\$80,167.48	\$8.01	0.01%
Total Cash/Currency	\$80,168.47	2.2%	100.0%	\$80,167.48	\$8.01	0.01%
Equities						
U.S. Large Cap	\$1,078,817.01	29.7%	54.6%	\$880,123.86	\$27,513.75	2.55%
U.S. Mid Cap	162,602.67	4.5%	8.2%	145,043.23	1,636.36	1.00%
U.S. Small Cap	158,812.70	4.4%	8.0%	124,086.49	2,944.13	1.85%
International Developed	353,796.57	9.7%	17.9%	297,908.93	11,343.02	3.20%
Emerging Markets	222,756.13	6.1%	11.3%	189,446.52	4,821.20	2.16%
Total Equities	\$1,976,785.08	54.3%	100.0%	\$1,636,609.03	\$48,258.46	2.44%
Fixed Income						
Investment Grade Taxable	\$744,319.00	20.5%	69.9%	\$698,561.20	\$35,604.60	4.80%
International Developed Bonds	165,026.95	4.5%	15.5%	165,000.00	5,673.39	3.44%
Global High Yield Taxable	155,939.83	4.3%	14.6%	140,000.00	7,591.91	4.89%
Total Fixed Income	\$1,065,285.78	29.3%	100.0%	\$1,003,561.20	\$48,869.90	4.60%
Hedge Funds						
Hedge Funds Specific Strategy	\$152,813.61	4.2%	100.0%	\$150,000.00	\$4,495.90	2.94%
Total Hedge Funds	\$152,813.61	4.2%	100.0%	\$150,000.00	\$4,495.90	2.94%
Real Estate						
Public REITs	\$238,322.65	6.6%	100.0%	\$189,575.70	\$8,963.50	3.80%
Total Real Estate	\$238,322.65	6.6%	100.0%	\$189,575.70	\$8,963.50	3.80%
Tangible Assets						
Commodities	\$123,991.19	3.4%	100.0%	\$145,837.00	\$2,769.69	2.23%
Total Tangible Assets	\$123,991.19	3.4%	100.0%	\$145,837.00	\$2,769.69	2.23%
Total Assets	\$3,637,366.78	100.0%		\$3,205,750.41	\$113,365.46	3.12%
Total	\$3,637,366.78 ✓			\$3,205,750.41 ✓	\$113,365.46	

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Settlement Date



Portfolio Analysis

Dec. 01, 2012 through Dec. 31, 2012

Account: **GIBSON FAMILY FOUNDATION - COMB**

Equities - Summary by Business Sector

Sector	Market Value	% of Equities	% of S&P 500
Consumer Discretionary	\$154,658.27	7.8%	11.5%
Consumer Staples	120,427.89	6.1	10.6
Energy	128,732.97	6.5	11.0
Financials	130,402.80	6.6	15.6
Health Care	130,871.65	6.6	12.0
Industrials	104,711.56	5.3	10.1
Information Technology	192,552.90	9.7	19.0
Materials	16,226.58	0.8	3.6
Telecommunication Services	76,079.12	3.8	3.2
Utilities	27,730.71	1.4	3.4
Other Equities	894,390.63	45.2	0.0
Total Equities	\$1,976,785.08	100.0%	100.0%

Fixed Income - Maturity Schedule

Maturity	Maturity Amount	% of Total
6 - 10 years	\$200,000.00	100.0%
Total	\$200,000.00	100.0%
Weighted Average Maturity	8.8 years	
Weighted Average Coupon	4.4%	
Weighted Average Current Yield	4.0%	
Weighted Average Yield to Maturity/Call	3.0%	

Fixed Income - Quality Schedule

Moody's Rating	Market Value	% of Fixed Income
A	\$113,467.33	50.0%
Other Rated	113,657.50	50.0

Total Fixed Income

\$227,124.83

The Fixed Income - Maturity Schedule and Fixed Income - Quality Schedule include cash equivalents maturing within six months and exclude preferred stocks and fixed income funds.

Settlement Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

Account: **GIBSON FAMILY FOUNDATION - COMB**

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
22,837.840	BOFA GOVERNMENT RESERVES TRUST CLASS (Income Investment)	097100556	\$22,837.84	\$0.42	\$22,837.84 1.000		\$0.00	\$2.28	0.01%
57,329.640	BOFA GOVERNMENT RESERVES TRUST CLASS	097100556	57,329.64	0.57	57,329.64 1.000		0.00	5.73	0.01
	Total Cash Equivalents		\$80,167.48	\$0.99	\$80,167.48		\$0.00	\$8.01	0.01%
	Total Cash/Currency		\$80,167.48	\$0.99	\$80,167.48		\$0.00	\$8.01	0.01%

Equities									
(2) Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities					
U.S. Large Cap									
142.000	ABBOTT LABS Ticker: ABB	002824100 HEA	\$9,301.00	\$0.00	\$6,623.45 46.644	\$2,677.55	\$79.52	0.95%	
79.000	ALEXION PHARMACEUTICALS INC Ticker: ALXN	015351109 HEA	7,405.46	0.00	3,651.61 46.223	3,753.85	0.00	0.00	
71.000	ALLERGAN INC Ticker: AGN	018490102 HEA	6,512.83	0.00	4,003.53 56.388	2,509.30	14.20	0.21	
1,698.000	ALTRIA GROUP INC Ticker: MO	02209S103 CNS	53,385.12	747.12	41,476.05 24.426	11,909.07	2,988.48	5.59	
41.000	AMAZON.COM INC Ticker: AMZN	023135106 CND	10,285.67	0.00	4,133.31 100.812	6,152.36	0.00	0.00	
95.000	AMERICAN ELEC PWR INC Ticker: AEP	025537101 UTL	4,054.60	0.00	2,941.15 30.959	1,113.45	178.60	4.40	
132.000	AMERICAN EXPRESS CO Ticker: AXP	025816109 FIN	7,587.36	0.00	5,247.39 39.753	2,339.97	105.60	1.39	
98.000	AMGEN INC Ticker: AMGN	031162100 HEA	8,447.60	0.00	6,256.12 63.838	2,191.48	184.24	2.18	

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Settlement Date



Portfolio Detail

Account: **10-02-200** GIBSON FAMILY FOUNDATION - COMB

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
10,000	APPLE INC Ticker: AAPL	037833100 IFT	5,321.73	0.00	6,275.52	-953.79	106.00	1.99	
1,746,000	AT&T INC Ticker: T	00206R102 TEL	58,857.66 33,710	0.00	47,968.46 27,473	10,889.20	3,142.80	5.34	
117,000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103 IFT	6,660.81	50.90	4,480.18	2,180.63	203.58	3.05	
60,000	BIOMGEN IDEC INC Ticker: BIIB	09062X103 HEA	8,782.20 146,370	0.00	6,061.98 101,033	2,720.22	0.00	0.00	
28,000	BLACKROCK INC CLA	09247X101 FIN	5,787.88 266,710	0.00	4,392.34 166,868	1,395.54	168.00	2.90	
106,000	BOEING CO Ticker: BLK	097023105 IND	7,988.16	0.00	7,270.85	717.31	205.64	2.57	
414,000	BRISTOL MYERS SQUIBB CO Ticker: BMY	110122108 HEA	13,492.26 32,590	0.00	12,578.60 30,383	913.66	579.60	4.29	
111,000	CELGENE CORP Ticker: CELG	151020104 HEA	8,710.17 78,470	0.00	6,253.18 56,335	2,456.99	0.00	0.00	
172,000	CHEVRON CORP Ticker: CVX	166764100 ENR	18,600.08 108,140	0.00	13,484.25 78,397	5,115.83	619.20	3.32	
91,000	CHUBB CORP Ticker: CB	171232101 FIN	6,854.12 75,320	37.31	6,099.61 67,029	754.51	149.24	2.17	
93,000	CME GROUP INC Ticker: CME	12572Q105 FIN	4,712.31 50,670	0.00	4,569.80 49,138	142.51	167.40	3.55	
98,000	COGNIZANT TECHNOLOGY SOLUTIONS CLA	192446102 IFT	7,240.47 73,882	0.00	5,028.49 51,311	2,211.98	0.00	0.00	
7,838,300	COLUMBIA CONTRARIAN CORE FUND CLASS Z SHARES FORMERLY COLUMBIA COMMON STOCK FUND CLASS Z SHARES Ticker: SMGIX	19785P406 OEQ	126,745.31 16,170	0.00	125,000.00 15,947	1,745.31	1,277.64	1.00	
53,000	DOMINION RES INC VA NEW Ticker: D	25746U109 UTL	2,745.40 51,800	0.00	2,686.80 50,694	58.60	111.83	4.07	

Settlement Date



Portfolio Detail

Account: GIBSON FAMILY FOUNDATION - COMB

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
160.000	DU PONT E I DE NEMOURS & CO Ticker: DD	263534109 MAT	7,196.56 44.979	0.00	7,532.93 47.081		-336.37	275.20	3.82
321.000	EMC CORP Ticker: EMC	268648102 IFT	8,121.30 25.300	0.00	5,856.22 18.244		2,265.08	0.00	0.00
81.000	EMERSON ELEC CO Ticker: EMR	291011104 IND	4,289.76 52.960	0.00	3,949.93 48.765		339.83	132.84	3.09
70.000	EOG RES INC Ticker: EOG	26875P101 ENR	8,455.30 120.790	0.00	6,491.90 92.741		1,963.40	47.60	0.56
210.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	18,175.50 86.550	0.00	14,689.12 69.948		3,486.38	478.80	2.63
257.000	FACEBOOK INC CL A COM Ticker: FB	30303M102 IFT	6,841.26 26.620	0.00	5,826.90 22.673		1,014.36	0.00	0.00
50.000	FRANKLIN RES INC Ticker: BEN	354613101 FIN	6,285.00 125.700	0.00	5,557.49 111.150		727.51	58.00	0.92
2,315.000	GENERAL ELEC CO Ticker: GE	369604103 IND	48,591.85 20.990	439.85	49,200.46 21.253		-608.61	1,759.40	3.62
90.000	GILEAD SCIENCES INC Ticker: GILD	375558103 HEA	6,610.50 73.450	0.00	5,907.62 65.640		702.88	0.00	0.00
11.000	GOOGLE INC CL A COM Ticker: GOOG	38259P508 IFT	7,781.18 707.380	0.00	5,006.51 455.137		2,774.67	0.00	0.00
140.000	HEINZ H J CO Ticker: HNZ	423074103 CNS	8,075.20 57.680	0.00	5,962.03 42.586		2,113.17	288.40	3.57
297.000	HOME DEPOT INC Ticker: HD	437076102 CND	18,369.45 61.850	0.00	7,686.96 25.882		10,682.49	344.52	1.87
134.000	HONEYWELL INTL INC Ticker: HON	438516106 IND	8,504.98 63.470	0.00	6,196.92 46.246		2,308.06	219.76	2.58
563.000	INTEL CORP Ticker: INTC	458140100 IFT	11,609.06 20.620	0.00	12,125.87 21.538		-516.81	506.70	4.36
392.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	75,087.60 191.550	0.00	61,863.57 157.815		13,224.03	1,332.80	1.77

Settlement Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

Account: GIBSON FAMILY FOUNDATION - COMB

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
261,000	J.P. MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	11,475.94 43.969	0.00	9,242.16 35.411		2,233.78	313.20	2.72
127,000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	8,902.70 70.100	0.00	7,226.00 56.898		1,676.70	309.88	3.48
97,000	KIMBERLY CLARK CORP Ticker: KMB	494368103 CNS	8,189.71 84.430	71.78	6,894.26 71.075		1,295.45	287.12	3.50
190,000	KINDER MORGAN INC DEL Ticker: KMI	49456B101 ENR	6,712.70 35.330	0.00	5,300.55 27.898		1,412.15	273.60	4.07
230,000	LAS VEGAS SANDS CORP Ticker: LVS	517834107 CND	10,616.80 46.180	0.00	9,760.54 42.437		856.26	230.00	2.16
116,000	LAUDER ESTEE COS INC CLA Ticker: EL	518439104 CNS	6,943.76 59.860	0.00	4,749.33 40.943		2,194.43	83.52	1.20
87,000	LINKEDIN CORP CLA COM Ticker: LNKD	53576A108 IFT	9,989.34 114.820	0.00	9,668.25 111.129		321.09	0.00	0.00
101,000	LULULEMON ATHLETICA INC Ticker: LULU	550021109 CND	7,699.23 76.230	0.00	2,058.40 20.380		5,640.83	0.00	0.00
67,000	MACYS INC Ticker: M	55616P104 CND	2,614.34 39.020	13.40	2,696.15 40.241		-81.81	53.60	2.05
167,000	MARSH & MCLENNAN COS INC Ticker: MMC	571748102 FIN	5,756.49 34.470	0.00	5,740.60 34.375		15.89	153.64	2.66
114,000	MCDONALDS CORP Ticker: MCD	580135101 CND	10,055.94 88.210	0.00	8,417.47 73.837		1,638.47	351.12	3.49
288,000	MERCK & CO INC NEW COM Ticker: MRK	58833Y105 HEA	11,790.72 40.940	123.84	10,408.86 36.142		1,381.86	495.36	4.20
71,000	METLIFE INC Ticker: MET	59156R108 FIN	2,338.74 32.940	0.00	2,168.87 30.547		169.87	52.54	2.24
514,000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	13,728.79 26.710	0.00	13,798.84 26.846		-70.05	472.88	3.44
60,000	NEXTERA ENERGY INC Ticker: NEE	65339F101 UTL	4,151.40 69.190	0.00	3,168.91 52.815		982.49	144.00	3.46

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Settlement Date



Portfolio Detail

Account: **GIBSON FAMILY FOUNDATION - COMB**

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
84.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	6,435.24 76.610	0.00	6,179.96 73.571		255.28	181.44	2.81
622.000	PFIZER INC Ticker: PFE	717081103 HEA	15,599.32 25.079	0.00	10,123.26 16.275		5,476.06	597.12	3.82
233.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	19,488.12 83.640	198.05	12,428.96 53.343		7,059.16	792.20	4.06
119.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	6,938.89 58.310	0.00	5,434.32 45.667		1,504.57	190.40	2.74
37.000	PRECISION CASTPARTS CORP Ticker: PCP	740189105 IND	7,008.54 189.420	0.00	4,847.76 131.021		2,160.78	4.44	0.06
73.000	PRICE T ROWE GROUP INC Ticker: TROW	741441108 FIN	4,753.55 65.117	0.00	3,409.25 46.702		1,344.30	99.28	2.08
12.000	PRICELINE COM INC COM NEW Ticker: PCLN	741503403 CND	7,444.68 620.390	0.00	1,785.08 148.757		5,659.60	0.00	0.00
114.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	7,739.46 67.890	0.00	7,224.72 63.375		514.74	256.27	3.31
136.000	QUALCOMM INC Ticker: QCOM	747525103 IFT	8,412.91 61.860	0.00	6,259.71 46.027		2,153.20	136.00	1.61
123.000	RAYTHEON CO COM NEW Ticker: RTN	755111507 IND	7,079.88 57.560	61.50	5,359.93 43.577		1,719.95	246.00	3.47
54.000	SALESFORCE COM INC Ticker: CRM	79466L302 IFT	9,077.40 168.100	0.00	3,949.82 73.145		5,127.58	0.00	0.00
750.000	SELECT SECTOR SPDR TR CONS DISC SHS BEN INT Ticker: XLY	81369Y407 CND	35,579.33 47.439	229.13	34,952.18 46.603		627.15	570.00	1.60
100.000	SEMPRA ENERGY Ticker: SRE	816851109 UTL	7,094.00 70.940	60.00	5,513.04 55.130		1,580.96	240.00	3.38
65.000	SHERWIN WILLIAMS CO Ticker: SHW	824348106 CND	9,998.30 153.820	0.00	5,478.02 84.277		4,520.28	101.40	1.01
140.000	TEXAS INSTRS INC Ticker: TXN	882503104 IFT	4,324.60 30.890	0.00	4,380.17 31.287		-55.57	117.60	2.71

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Settlement Date



Portfolio Detail

Account: **GIBSON FAMILY FOUNDATION - COMB**

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
184.000	TIME WARNER INC NEW COM Ticker: TWX	887317303 CND	8,800.72 47.830	0.00	6,264.61 34.047		2,536.11	191.36	2.17
104.000	TJX COS INC NEW Ticker: TJX	872540109 CND	4,414.80 42.450	0.00	3,108.07 29.885		1,306.73	47.84	1.08
36.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	2,952.36 82.010	0.00	1,995.75 55.438		956.61	77.04	2.60
290.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	9,262.60 31.940	56.55	5,352.67 18.457		3,909.93	226.20	2.44
17.000	V F CORP Ticker: VFC	918204108 CND	2,566.49 150.970	0.00	2,872.94 168.996		-306.45	59.16	2.30
398.000	VERIZON COMMUNICATIONS INC Ticker: VZ	923437104 TEL	17,221.46 43.270	0.00	12,344.49 31.016		4,876.97	819.88	4.76
60.000	VISA INC CLA COM Ticker: V	928260839 FIN	9,094.80 151.580	0.00	5,620.60 93.677		3,474.20	79.20	0.87
73.000	WAL-MART STORES INC Ticker: WMT	931142103 CNS	4,980.79 68.230	0.00	4,239.09 58.070		741.70	116.07	2.33
97.000	WASTE MGMT INC DEL Ticker: WM	941061109 IND	3,272.78 33.740	0.00	2,995.54 30.882		277.24	137.74	4.20
1,307.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	44,673.26 34.180	0.00	42,305.26 32.368		2,368.00	1,150.16	2.57
1,500.000	WILLIAMS COS INC DEL Ticker: WMB	969457100 ENR	49,110.00 32.740	0.00	35,351.48 23.568		13,758.52	1,950.00	3.97
135.000	YUM BRANDS INC Ticker: YUM	988498101 CND	8,964.00 66.400	0.00	8,710.89 64.525		253.11	180.90	2.01
Total U.S. Large Cap			\$1,076,727.58	\$2,089.43	\$880,123.86		\$196,603.72	\$27,513.75	2.55%

Settlement Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

Account: **GIBSON FAMILY FOUNDATION - COMB**

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Mid Cap									
95,000	BAIDU INC SPONSORED ADR REPSTG ORD SHS CAYMAN ISLANDS Ticker: BIDU	056752108 IFT	\$9,527.55 100.290	\$0.00	\$8,823.42 92.878		\$704.13	\$0.00	0.00%
122,000	CMS ENERGY CORP Ticker: CMS	125895100 UTL	2,974.36 24.380	0.00	2,626.88 21.532		347.48	117.12	3.93
1,464,129	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRN X	197199409 OEQ	44,582.73 30.450	0.00	40,000.00 27.320		4,582.73	219.62	0.49
145,000	DOVER CORP Ticker: DOV	260003108 IND	9,527.95 65.710	0.00	6,338.95 43.717		3,189.00	203.00	2.13
83,000	EDWARDS LIFESCIENCES CORP Ticker: EW	28176E108 HEA	7,484.11 90.170	0.00	8,164.59 98.369		-680.48	0.00	0.00
25,000	FASTENAL CO Ticker: FAST	311900104 IND	1,166.25 46.650	0.00	1,153.22 46.129		13.03	21.00	1.80
169,000	FMC TECHNOLOGIES INC Ticker: FTI	30249U101 ENR	7,238.27 42.830	0.00	4,513.16 26.705		2,725.11	0.00	0.00
445,000	ISHARES S&P MIDCAP 400 GROWTH INDEX FUND Ticker: IJK	464287606 OEQ	50,912.45 114.410	0.00	49,822.92 111.962		1,089.53	503.30	0.98
203,000	MICHAEL KORS HLDGS LTD ISIN VGG607541015 VIRGIN ISLANDS Ticker: KORS	G60754101 CND	10,359.09 51.030	0.00	9,707.27 47.819		651.82	0.00	0.00
65,000	NORDSTROM INC Ticker: JWN	655664100 CND	3,477.50 53.500	0.00	1,653.31 25.436		1,824.19	70.20	2.01
45,000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	3,827.70 85.060	0.00	2,052.22 45.605		1,775.48	73.80	1.92
166,000	RPM INTL INC Ticker: RPM	749685103 MAT	4,873.76 29.360	0.00	3,699.45 22.286		1,174.31	149.40	3.06
133,000	WESTAR ENERGY INC Ticker: WR	95709T100 UTL	3,806.46 28.620	43.89	3,890.06 29.249		-83.60	175.56	4.61
76,000	WISCONSIN ENERGY CORP Ticker: WEC	976657106 UTL	2,800.60 36.850	0.00	2,597.78 34.181		202.82	103.36	3.69

Settlement Date



Portfolio Detail

Account: **GIBSON FAMILY FOUNDATION - COMB**

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Mid Cap (cont)									
Total U.S. Mid Cap			\$162,558.78	\$43.89	\$145,043.23		\$17,515.55	\$1,636.36	1.00%
U.S. Small Cap									
92,000	MEREDITH CORP Ticker: MDP	589433101 CND	\$3,169.40 34.450	\$0.00	\$2,568.74 27.921		\$600.66	\$140.76	4.44%
720,000	POWERSHARES FTSE RAFI U S 1500 SMALL-MID PORTFOLIO Ticker: PRFZ	73935X567 OEQ	50,068.80 69.540	0.00	44,171.20 61.349		5,897.60	865.44	1.72
1,305,000	VANGUARD SMALL-CAP ETF Ticker: VB	922908751 OEQ	105,574.50 80.900	0.00	77,346.55 59.269		28,227.95	1,937.93	1.83
Total U.S. Small Cap			\$158,812.70	\$0.00	\$124,086.49		\$34,726.21	\$2,944.13	1.85%
International Developed									
132,000	ACCENTURE PLC CLA COM IRELAND Ticker: ACN	G1151C101 IFT	\$8,778.00 66.500	\$0.00	\$6,892.64 52.217		\$1,885.36	\$213.84	2.43%
60,000	ACE LTD SWITZERLAND Ticker: ACE	H0023R105 FIN	4,788.00 79.800	0.00	4,657.04 77.617		130.96	117.60	2.45
53,000	BHP BILLITON LTD SPONSORED ADR AUSTRALIA Ticker: BHP	088606108 MAT	4,156.26 78.420	0.00	3,676.24 69.363		480.02	118.72	2.85
2,800,103	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACINX	197199813 OEQ	114,356.21 40.840	0.00	82,575.04 29.490		31,781.17	2,346.49	2.05
91,000	DIAGEO PLC SPONSORED ADR NEW UNITED KINGDOM Ticker: DEO	252430205 CNS	10,608.78 116.580	0.00	5,081.21 55.837		5,527.57	252.43	2.37

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Settlement Date



Portfolio Detail

Account: **GIBSON FAMILY FOUNDATION - COMB**

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
International Developed (cont)										
239.000	GLAXOSMITHKLINE PLC SPONSORED ADR UNITED KINGDOM Ticker: GSK	37733W105	HEA	10,389.33 43.470	138.37	10,461.08 43.770		-71.75	554.24	5.33
1,400.000	ISHARES INC MSCI AUSTRALIA INDEX FUND Ticker: EWA	464286103	OEQ	35,196.00 25.140	0.00	34,552.30 24.680		643.70	1,891.40	5.37
800.000	ISHARES INC MSCI CDA INDEX FUND Ticker: EWC	464286509	OEQ	22,720.00 28.400	0.00	19,776.00 24.720		2,944.00	474.40	2.08
510.000	ISHARES MSCI PACIFIC EX-JAPAN INDEX FUND Ticker: EPP	464286655	OEQ	24,041.40 47.140	0.00	20,110.83 39.433		3,930.57	1,010.82	4.20
300.000	ISHARES S&P GLOBAL CONSUMER STAPLES INDEX FUND Ticker: KXI	464288737	OEQ	22,089.00 73.630	0.00	19,845.00 66.150		2,244.00	603.60	2.73
2,110.000	ISHARES S&P GLOBAL INFRASTRUC- TURE INDEX FUND Ticker: IGF	464288372	OEQ	75,348.10 35.710	0.00	73,973.30 35.058		1,374.80	3,091.15	4.10
44.000	NOVO-NORDISK A S ADR DENMARK Ticker: NVO	670100205	HEA	7,181.24 163.210	0.00	2,876.83 65.383		4,304.41	80.61	1.12
201.000	ROYAL DUTCH SHELL PLC SPONSORED ADR CL A DUTCH LISTING Ticker: RDSA	780259206	ENR	13,858.95 68.950	146.93	13,431.42 66.823		427.53	587.72	4.24
Total International Developed				\$353,511.27	\$285.30	\$297,908.93	\$55,602.34	\$11,343.02	3.20%	
Emerging Markets										
135.000	ISHARES MSCI CHILE INVESTABLE MARKET INDEX FUND Ticker: ECH	464286640	OEQ	\$8,537.40 63.240	\$2.95	\$9,917.67 73.464		-\$1,380.27	\$130.82	1.53%

Settlement Date



Account: **GIBSON FAMILY FOUNDATION - COMB**

Dec. 01, 2012 through Dec. 31, 2012

Portfolio Detail

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
Emerging Markets (cont)										
730.000	ISHARES MSCI EMERGING MKTS MIN VOL FUND Ticker: EEMV	464286533	OEQ	44,208.80 60.560	0.00	43,447.12 59.517		761.68	726.35	1.64
500.000	ISHARES MSCI INDONESIA INVESTABLE MKT INDEX FUND Ticker: EIDO	464286309	OEQ	15,130.00 30.260	0.00	15,256.50 30.513		-126.50	174.50	1.15
300.000	ISHARES MSCI SOUTH KOREA INDEX FUND Ticker: EWY	464286772	OEQ	19,005.60 63.352	0.00	17,980.50 59.935		1,025.10	109.50	0.57
756.000	ISHRMSCI MALAYSIA-FREE INDEX FUND Ticker: EWM	464286690	OEQ	11,347.50 15.130	0.00	11,137.43 14.850		210.07	179.25	1.58
500.000	SPDR S&P EMERGING SMALL CAP ETF FUND Ticker: EWX	78463X756	OEQ	23,320.00 46.640	346.28	22,056.50 44.113		1,263.50	528.50	2.26
2,040.000	WISDOMTREE EMERGING MKTS SMALLCAP DIV FUND Ticker: DGS	97717W281	OEQ	100,857.60 49.440	0.00	69,650.80 34.143		31,206.80	2,972.28	2.94
Total Emerging Markets				\$222,406.90	\$349.23	\$189,446.52		\$32,960.38	\$4,821.20	2.16%
Total Equities				\$1,974,017.23	\$2,767.85	\$1,636,609.03		\$337,408.20	\$48,258.46	2.44%

Fixed Income

Investment Grade Taxable

100,000.000	JPMORGAN CHASE & CO SR INT DTD 08/10/11 4.350% DUE 08/15/21 Moody's: A2 S&P: A	46625HJC5		\$111,824.00 111.824	\$1,643.33	\$102,762.00 102.762	\$9,062.00	\$4,350.00	3.89%	2.84
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Settlement Date



Portfolio Detail

Account: **100-17257678** GIBSON FAMILY FOUNDATION - COMB

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
100,000,000	2022 CITIGROUP INC SR UNSECD NT DUE 11/01/11 4.500% DUE 01/14/22 Moody's: BAA2 S&P: A-	172567FT3	111,570.00 111.570	2,087.50	99,338.00 99.338		12,232.00	4,500.00	4.03 3.06
4,000,000	2067 PRUDENTIAL FINL INC JR SUB NT PFD 9.000% Moody's: NA S&P: BBB+	744320508	103,280.00 25.820	0.00	108,710.61 27.178		-5,430.61	9,000.00	8.71
50,195,995	COLUMBIA STRATEGIC INCOME FUND CLASS Z SHARES	19765L694	318,242.61 6.340	0.00	300,749.21 5.991		17,493.40	14,707.43	4.62
8,487,940	PIMCO TOTAL RETURN FUND INSTL	693390700	95,404.45 11.240	267.11	87,001.38 10.250		8,403.07	3,047.17	3.19
Total Investment Grade Taxable			\$740,321.06	\$3,997.94	\$698,561.20		\$41,759.86	\$35,604.60	4.80%
International Developed Bonds									
8,144,796	PIMCO FOREIGN BOND FUND UNHEDGED INSTL CL	722005220	\$88,696.83 10.890	\$188.56	\$90,000.00 11.050		-\$1,303.17	\$2,288.69	2.58%
5,707,763	TEMPLETON GLOBAL BD FUND ADV/SOR CL	880208400	76,141.56 13.340	0.00	75,000.00 13.140		1,141.56	3,384.70	4.44
Total International Developed Bonds			\$164,838.39	\$188.56	\$165,000.00		-\$161.61	\$5,673.39	3.44%
Global High Yield Taxable									
9,501,762	MFS EMERGING MKTS DEBT FUND CL	55278E640	\$155,163.77 16.330	\$776.06	\$140,000.00 14.734		\$15,163.77	\$7,591.91	4.89%
Total Global High Yield Taxable			\$155,163.77	\$776.06	\$140,000.00		\$15,163.77	\$7,591.91	4.89%
Total Fixed Income			\$1,060,323.22	\$4,962.56	\$1,003,561.20		\$56,762.02	\$48,869.90	4.60%

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Settlement Date



Portfolio Detail

Account: **GIBSON FAMILY FOUNDATION - COMB**

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Hedge Funds									
Hedge Funds Specific Strategy									
5,861.665	IVY ASSET STRATEGY FUND CL I	466001864	\$152,813.61 26.070	\$0.00	\$150,000.00 25.590		\$2,813.61	\$4,495.90	2.94%
	Total Hedge Funds Specific Strategy		\$152,813.61	\$0.00	\$150,000.00		\$2,813.61	\$4,495.90	2.94%
	Total Hedge Funds		\$152,813.61	\$0.00	\$150,000.00		\$2,813.61	\$4,495.90	2.94%

Real Estate

Public REITs									
69.000	DIGITAL RLTY TR INC REITs	253868103	\$4,684.41 67.890	\$50.37	\$4,472.16 64.814		\$212.25	\$201.48	4.30%
1,430.206	ING GLOBAL REAL ESTATE FUND CLW	449800179	25,858.12 18.080	642.16	25,000.00 17.480		858.12	1,085.53	4.19
1,826.484	NUVEEN REAL ESTATE SECS FUND CLY	670678507	38,831.05 21.260	174.25	40,000.00 21.900		-1,168.95	896.80	2.30
27.000	PUBLIC STORAGE INC COM (REIT)	744600109	3,913.92 144.960	0.00	3,510.64 130.024		403.28	118.80	3.03
7,875.005	REMS REAL ESTATE VALUE OPPTY FUND	432787307	112,140.07 14.240	0.00	68,701.66 8.724		43,438.41	3,465.00	3.09
18.000	SIMON PPTY GROUP INC NEW	828806109	2,845.62 158.090	0.00	2,812.36 156.242		33.26	79.20	2.78
1,145.000	SPDR DJ WILSHIRE INTL REAL ESTATE ETF	78463X863	47,345.75 41.350	1,836.93	45,078.88 39.370		2,266.87	3,116.69	6.58
	Total Public REITs		\$235,618.94	\$2,703.71	\$189,575.70		\$46,043.24	\$8,963.50	3.80%
	Total Real Estate		\$235,618.94	\$2,703.71	\$189,575.70		\$46,043.24	\$8,963.50	3.80%

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Settlement Date



Portfolio Detail

Account: 173-02-200-1727070 GIBSON FAMILY FOUNDATION - COMB

Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets								
Commodities								
2,240.143	PIMCO COMMODITIESPLUS STRATEGY FUND INSTL CL	72201P175	\$24,484.76 10.930	\$0.00	\$25,000.00 11.160	-\$515.24	\$132.17	0.54%
14,985.908	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	99,506.43 6.640	0.00	120,837.00 8.063	-21,330.57	2,637.52	2.65
	Total Commodities		\$123,991.19	\$0.00	\$145,837.00	-\$21,845.81	\$2,769.69	2.23%
	Total Tangible Assets		\$123,991.19	\$0.00	\$145,837.00	-\$21,845.81	\$2,769.69	2.23%
	Total Portfolio		\$3,626,931.67	\$10,435.11	\$3,205,750.41	\$421,181.26	\$113,365.46	3.12%
	Accrued Income		\$10,435.11					
	Total		\$3,637,366.78					

THE GIBSON FAMILY FOUNDATION

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

Recipient(s) paid during the year

Name

AMARA PARENTING & ADOPTION

Street

3300 E UNION ST

City

SEATTLE

State

WA

Zip Code

98122

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

25,000

Name

ALZHEIMER'S ASSOCIATION

Street

PO BOX 96011

City

WASHINGTON

State

DC

Zip Code

20090-6011

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

EVERGREEN FREEDOM FOUNDATION

Street

PO BOX 552

City

OLYMPIA

State

WA

Zip Code

98507

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

10,000

Name

AMERICAN CANCER SOCIETY

Street

250 WILLIAMS ST NW 6000

City

ATLANTA

State

GA

Zip Code

30303

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

AMERICAN HEART ASSOCIATION

Street

7272 GREENVILLE AVENUE

City

DALLAS

State

TX

Zip Code

75231

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

AMERICAN LUNG ASSOCIATION

Street

1301 PENNSYLVANIA NW SUITE 800

City

WASHINGTON

State

DC

Zip Code

20004

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

THE GIBSON FAMILY FOUNDATION

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

Recipient(s) paid during the year

Name

AMERICAN RED CROSS

Street

PO BOX 4002018

City

DES MOINES

State

IA

Zip Code

50340-2018

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

AMERICANS FOR TAX REFORM FDN

Street

772 12TH ST NW SUITE 400

City

WASHINGTON

State

DC

Zip Code

200005

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

CARE INTERNATIONAL FOUNDATION

Street

PO BOX 7039

City

MERRIFIELD

State

VA

Zip Code

22116

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

FRED HUTCHINSON CANCER RESEARCH

Street

1100 FAIRVIEW AVE N PO BOX 19024

City

SEATTLE

State

WA

Zip Code

98109

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

JUDICIAL WATCH INC

Street

425 THIRD ST SW STE 800

City

WASHINGTON

State

DC

Zip Code

20024

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,000

Name

MEMORIAL SLOAN KETTERING CANCER

Street

1275 YORK AVE

City

NEW YORK

State

NY

Zip Code

10065

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,000

THE GIBSON FAMILY FOUNDATION

61-1584784 Page 3 of 6

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

Recipient(s) paid during the year

Name

NATIONAL MUTIPLE SCLEROSIS

Street

PO BOX 4527

City

NEW YORK

State

NY

Zip Code

10163

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,000

Name

OPERATION SMILE INC

Street

6435 TIDEWATER DRIVE

City

NORFOLK

State

VA

Zip Code

23509

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

3,500

Name

PROSTATE CANCER FOUNDATION

Street

1250 FOURTH STREET

City

SANTA MONICA

State

CA

Zip Code

90401

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,000

Name

SALVATION ARMY

Street

615 SLATERS LANE PO BOX 269

City

ALEXANDRIA

State

VA

Zip Code

22313

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,000

Name

ST MONICAS SCHOOL

Street

4320 87TH AVE SE

City

MERCER ISLAND

State

WA

Zip Code

98040

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

3,500

Name

THE FOUNDATION FOR EDUCATIONAL

Street

ONE AMERICAN SQUARE SUITE 2420

City

INDIANAPOLIS

State

IN

Zip Code

46282

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

3,000

THE GIBSON FAMILY FOUNDATION

61-1584784 Page 4 of 6

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

Recipient(s) paid during the year

Name

TRINITY MISSIONS INC

Street

9001 NEW HAMPSHIRE AVE

City

SILVER SPRING

State

MD

Zip Code

20903

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

WACAP

Street

PO BOX 88948

City

SEATTLE

State

WA

Zip Code

98138

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

15,000

Name

WESTMINSTER COLLEGE

Street

1840 SOUTH 1300 EAST

City

SALT LAKE CITY

State

UT

Zip Code

84105

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,000

Name

WOUNDED WARRIOR PROJECT

Street

7020 A C SKINNER PKWY ST 100

City

JACKSONVILLE

State

FL

Zip Code

32256

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

4,000

Name

YOUNG AMERICAS FOUNDATION

Street

CENTER 110 ELDEN ST

City

HERDON

State

VA

Zip Code

20170

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

HUMANE SOCIETY OF MASON COUNTY

Street

2100 L ST NW

City

WASHINGTON

State

DC

Zip Code

20037

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

2,500

THE GIBSON FAMILY FOUNDATION

61-1584784 Page 5 of 6

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

Recipient(s) paid during the year

Name

RAINER SCHOLARS

Street

2100 24th AVE S STE 360

City

SEATTLE

State

WA

Zip Code

98144

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

FISHER HOUSE FDN

Street

111 ROCKVILLE PIKE SUITE 420

City

ROCKVILLE

State

MD

Zip Code

20850

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

SEATTLES UNION GOSPEL MISSION

Street

PO BOX 202

City

SEATTLE

State

WA

Zip Code

98111

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

YOUTH EASTSIDE SERVICES

Street

PO BOX 14

City

MERCER ISLAND

State

WA

Zip Code

98040

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

SEATTLE YOUTH CARE

Street

2500 NE 54TH STREET

City

SEATTLE

State

WA

Zip Code

98105

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

1,000

Name

PASADO'S SAFE HAVEN

Street

PO BOX 171

City

SULTAN

State

WA

Zip Code

98294

Foreign Country**Relationship**

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

3,500

THE GIBSON FAMILY FOUNDATION

61-1584784 Page 6 of 6

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

Recipient(s) paid during the year

Name

TREEHOUSE FUND

Street

2100 24TH AVE SOUTH SUITE 200

City

SEATTLE

State

WA

Zip Code

98144

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

5,000

Name

LK WASHINGTON YOUTH SOCCER ASSOCIATION

Street

12525 WILLOWS RD NE

City

KIRKLAND

State

WA

Zip Code

98034

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

20,000

Name

CAMP KOREY

Street

28901 NE CARNATION FARM RD

City

CARNATION

State

WA

Zip Code

98014

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

12,147

Name

UNITED WAY OF KING COUNTY

Street

720 SECOND AVE

City

SEATTLE

State

WA

Zip Code

98104

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING-CASH

Amount

7,500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

		Amount		Totals									
		Long Term CG Distributions	Short Term CG Distributions	Capital Gains/Losses		Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss				
			</										

THE GIBSON FAMILY FOUNDATION

61-1584784

<u>DESCRIPTION</u>	<u>CUSIP</u>	<u>SHARES</u>	<u>ACQUIRED</u>	<u>SOLD</u>	<u>PROCEEDS</u>	<u>BASIS</u>	<u>GAIN</u>
LINEAR TECHNOLOGY CORP	535678106	72	11/16/2011	1/5/2012	2171 11	2307 2	-136 09
LINEAR TECHNOLOGY CORP	535678106	15	12/1/2011	1/5/2012	452 32	457 91	-5 59
ACME PACKET INC	004764106	11	4/11/2011	1/17/2012	300 42	787 89	-487 47
ACME PACKET INC	004764106	1	3/26/2011	1/17/2012	27 31	85 49	-58 18
ACME PACKET INC	004764106	2	3/7/2011	1/17/2012	54 62	238 66	-184 04
ACME PACKET INC	004764106	1	3/7/2011	1/17/2012	27 31	118 44	-91 13
ACME PACKET INC	004764106	2	1/17/2011	1/17/2012	54 62	236 73	-182 11
ACME PACKET INC	004764106	2	3/7/2011	1/17/2012	54 62	236 18	-181 56
ACME PACKET INC	004764106	1	3/28/2011	1/17/2012	27 31	108 94	-81 63
ACME PACKET INC	004764106	5	2/7/2011	1/17/2012	136 55	541 68	-405 13
ACME PACKET INC	004764106	2	1/31/2011	1/17/2012	54 62	216 38	-161 76
ACME PACKET INC	004764106	2	1/31/2011	1/17/2012	54 62	216 23	-161 61
ACME PACKET INC	004764106	1	2/27/2011	1/17/2012	27 31	94 36	-67 05
ACME PACKET INC	004764106	1	2/27/2011	1/17/2012	27 31	93 92	-66 61
ACME PACKET INC	004764106	1	3/18/2011	1/17/2012	27 31	88 09	-60 78
ACME PACKET INC	004764106	20	4/12/2011	1/17/2012	546 21	1401 28	-855 07
ACME PACKET INC	004764106	21	12/13/2011	1/18/2012	587 7	716 9	-129 2
ACME PACKET INC	004764106	30	6/16/2011	1/18/2012	839 57	1859 68	-1020 11
ACME PACKET INC	004764106	19	10/5/2011	1/18/2012	531 73	739 47	-207 74
ACME PACKET INC	004764106	1	6/13/2011	1/18/2012	27 99	65 96	-37 97
ACME PACKET INC	004764106	1	6/10/2011	1/18/2012	27 99	67 75	-39 76
ACME PACKET INC	004764106	4	6/14/2011	1/18/2012	111 94	267 83	-155 89
ACME PACKET INC	004764106	9	6/14/2011	1/18/2012	251 87	602 57	-350 7
ACME PACKET INC	004764106	1	6/13/2011	1/18/2012	27 99	66 94	-38 95
ACME PACKET INC	004764106	1	6/13/2011	1/18/2012	27 99	66 67	-38 68
ACME PACKET INC	004764106	1	6/13/2011	1/18/2012	27 99	66 24	-38 25
ACME PACKET INC	004764106	4	12/13/2011	1/19/2012	119 63	136 55	-16 92
ACME PACKET INC	004764106	29	12/12/2011	1/19/2012	867 28	966 42	-99 14
ACME PACKET INC	004764106	15	12/14/2011	1/19/2012	448 59	491 01	-42 42
F5 NETWORKS INC	315616102	1	3/10/2011	2/1/2012	122 62	109 52	13 1
EXPEDITORS INTERNATIONAL WASH INC	302130109	2	4/5/2011	2/15/2012	85 32	101 39	-16 07
LULULEMON ATHLETICA INC	550021109	2	12/6/2011	2/15/2012	129 9	96 49	33 41
LULULEMON ATHLETICA INC	550021109	9	8/26/2011	2/15/2012	584 57	467 49	117 08
FMC TECHNOLOGIES INC	30249U101	3	9/27/2011	2/15/2012	152 08	124 3	27 78
FMC TECHNOLOGIES INC	30249U101	8	11/1/2011	2/15/2012	405 54	348 87	56 67
FMC TECHNOLOGIES INC	30249U101	5	10/27/2011	2/15/2012	253 47	231 74	21 73
FMC TECHNOLOGIES INC	30249U101	2	10/27/2011	2/15/2012	101 39	92 91	8 48
FMC TECHNOLOGIES INC	30249U101	10	12/5/2011	2/15/2012	506 94	534 27	-27 33
EXPEDITORS INTERNATIONAL WASH INC	302130109	5	7/25/2011	2/15/2012	213 29	252 79	-39 5
EXPEDITORS INTERNATIONAL WASH INC	302130109	1	7/22/2011	2/15/2012	42 66	50 5	-7 84
EXPEDITORS INTERNATIONAL WASH INC	302130109	2	7/22/2011	2/15/2012	85 31	100 92	-15 61
EXPEDITORS INTERNATIONAL WASH INC	302130109	2	3/31/2011	2/15/2012	85 31	100 25	-14 94
EXPEDITORS INTERNATIONAL WASH INC	302130109	4	3/30/2011	2/16/2012	175 93	199 03	-23 1
EXPEDITORS INTERNATIONAL WASH INC	302130109	3	3/30/2011	2/16/2012	131 95	149 46	-17 51
EXPEDITORS INTERNATIONAL WASH INC	302130109	1	3/31/2011	2/16/2012	43 98	50 13	-6 15
LULULEMON ATHLETICA INC	550021109	1	12/6/2011	2/16/2012	65 16	48 25	16 91
F5 NETWORKS INC	315616102	3	3/30/2011	2/16/2012	380 14	304 16	75 98
F5 NETWORKS INC	315616102	2	3/30/2011	2/16/2012	253 43	202 87	50 56
EXPEDITORS INTERNATIONAL WASH INC	302130109	6	2/28/2011	2/16/2012	263 9	288 52	-24 62
LULULEMON ATHLETICA INC	550021109	6	12/5/2011	2/16/2012	390 99	288 14	102 85
TRANSOCEAN LTD	H8817H100	12	12/1/2011	3/1/2012	635 96	516 57	119 39
TRANSOCEAN LTD	H8817H100	40	9/13/2011	3/1/2012	2119 86	2235 9	-116 04
TRANSOCEAN LTD	H8817H100	23	11/18/2011	3/1/2012	1218 91	1095 35	123 56
INTERCONTINENTALEXCHANGE INC	45865V100	1	11/1/2011	3/12/2012	138 6	126 81	11 79
PRICELINE COM INC	741503403	1	10/27/2011	3/12/2012	649 68	520 05	129 63
EMC CORPORATION	268648102	1	6/20/2011	3/12/2012	28 96	28 03	0 93
EMC CORPORATION	268648102	6	3/17/2011	3/12/2012	173 76	165 06	8 7
EMC CORPORATION	268648102	7	6/25/2011	3/12/2012	202 72	190 52	12 2
F5 NETWORKS INC	315616102	5	3/18/2011	3/12/2012	629 01	495 36	133 65
EXPEDITORS INTERNATIONAL WASH INC	302130109	3	8/3/2011	3/12/2012	131 85	139 25	-7 4
INTERCONTINENTALEXCHANGE INC	45865V100	3	10/27/2011	3/12/2012	415 82	392 43	23 39
NOVO-NORDISK A S ADR	670100205	1	9/27/2011	3/13/2012	142 13	103 47	38 66
INTERCONTINENTALEXCHANGE INC	45865V100	1	11/1/2011	3/13/2012	139 36	125 01	14 35
INTERCONTINENTALEXCHANGE INC	45865V100	3	11/1/2011	3/13/2012	418 07	380 44	37 63
EXPEDITORS INTERNATIONAL WASH INC	302130109	3	8/3/2011	3/13/2012	133 32	139 25	-5 93
LULULEMON ATHLETICA INC	550021109	9	12/5/2011	3/13/2012	648 59	432 22	216 37
TARGET CORP	87612E106	24	12/1/2011	3/21/2012	1390 2	1269 06	121 14
TARGET CORP	87612E106	42	11/18/2011	3/21/2012	2432 85	2231 2	201 65
FMC TECHNOLOGIES INC	30249U101	10	8/22/2011	3/23/2012	482 89	395 67	87 22
FRANKLIN RESOURCES INC	354613101	1	6/14/2011	3/23/2012	122 65	125 97	-3 32
FRANKLIN RESOURCES INC	354613101	1	6/7/2011	3/23/2012	122 64	123 28	-0 64
FMC TECHNOLOGIES INC	30249U101	1	9/27/2011	3/23/2012	48 29	41 43	6 86
EOG RES INC	26875P101	2	6/7/2011	3/23/2012	224 04	217 8	6 24

FMC TECHNOLOGIES INC	30249U101	4 8/23/2011	3/23/2012	193 16	160 31	32 85
INTERCONTINENTALEXCHANGE INC	45865V100	3 11/1/2011	4/19/2012	388 88	375 02	13 86
INTERCONTINENTALEXCHANGE INC	45865V100	4 9/27/2011	4/19/2012	518 5	497 27	21 23
INTERCONTINENTALEXCHANGE INC	45865V100	4 9/27/2011	4/20/2012	516 66	497 27	19 39
INTERCONTINENTALEXCHANGE INC	45865V100	1 8/10/2011	4/20/2012	129 17	110 04	19 13
GREEN MTN COFFEE INC	393122106	13 8/3/2011	5/3/2012	332 56	1411 98	-1079 42
GREEN MTN COFFEE INC	393122106	6 8/3/2011	5/3/2012	153 49	651 06	-497 57
GREEN MTN COFFEE INC	393122106	4 8/2/2011	5/3/2012	102 33	426 4	-324 07
GREEN MTN COFFEE INC	393122106	4 8/2/2011	5/3/2012	102 33	425 71	-323 38
GREEN MTN COFFEE INC	393122106	22 8/4/2011	5/3/2012	562 8	2320 96	-1758 16
GREEN MTN COFFEE INC	393122106	15 8/1/2011	5/3/2012	383 73	1577 11	-1193 38
GREEN MTN COFFEE INC	393122106	1 8/1/2011	5/3/2012	25 58	104 22	-78 64
GREEN MTN COFFEE INC	393122106	1 8/1/2011	5/3/2012	25 58	103 23	-77 65
GREEN MTN COFFEE INC	393122106	2 8/26/2011	5/3/2012	51 16	195 05	-143 89
GREEN MTN COFFEE INC	393122106	1 8/23/2011	5/3/2012	25 58	88 59	-63 01
GREEN MTN COFFEE INC	393122106	7 10/3/2011	5/3/2012	179 07	616 81	-437 74
GREEN MTN COFFEE INC	393122106	4 8/22/2011	5/3/2012	102 33	348 4	-246 07
GREEN MTN COFFEE INC	393122106	15 11/4/2011	5/3/2012	383 73	1056 1	-672 37
GREEN MTN COFFEE INC	393122106	28 10/27/2011	5/3/2012	716 3	1797 26	-1080 96
GREEN MTN COFFEE INC	393122106	2 12/5/2011	5/3/2012	51 16	118 26	-67 1
GREEN MTN COFFEE INC	393122106	26 3/13/2012	5/3/2012	665 13	1334 82	-669 69
GREEN MTN COFFEE INC	393122106	9 1/3/2012	5/3/2012	230 24	421 15	-190 91
GREEN MTN COFFEE INC	393122106	18 11/10/2011	5/3/2012	460 48	724 5	-264 02
JOHNSON AND JOHNSON	478160104	23 8/30/2011	5/3/2012	1505 47	1515 31	-9 84
PRICELINE COM INC	741503403	1 8/22/2011	5/8/2012	719 61	451 45	268 16
PRICELINE COM INC	741503403	1 8/23/2011	5/8/2012	719 61	455 75	263 86
EXPEDITORS INTERNATIONAL WASH INC	302130109	3 8/3/2011	5/15/2012	114 11	139 04	-24 93
EXPEDITORS INTERNATIONAL WASH INC	302130109	2 8/3/2011	5/15/2012	76 08	92 84	-16 76
EXPEDITORS INTERNATIONAL WASH INC	302130109	6 8/2/2011	5/15/2012	228 23	274 31	-46 08
EXPEDITORS INTERNATIONAL WASH INC	302130109	1 8/2/2011	5/15/2012	38 04	44 81	-6 77
EXPEDITORS INTERNATIONAL WASH INC	302130109	5 8/4/2011	5/15/2012	190 19	227 24	-37 05
LULULEMON ATHLETICA INC	550021109	2 6/3/2011	5/22/2012	139 84	88 49	51 35
LULULEMON ATHLETICA INC	550021109	16 12/5/2011	5/22/2012	1118 71	768 38	350 33
LULULEMON ATHLETICA INC	550021109	4 6/6/2011	5/22/2012	279 67	168 06	111 61
PUBLIC SERVICE ENTERPRISE GROUP INC	744573106	65 11/16/2011	6/6/2012	2032 51	2133 69	-101 18
PUBLIC SERVICE ENTERPRISE GROUP INC	744573106	61 11/16/2011	6/6/2012	1907 44	2006 42	-98 98
PUBLIC SERVICE ENTERPRISE GROUP INC	744573106	30 12/1/2011	6/6/2012	938 09	989 63	-51 54
PUBLIC SERVICE ENTERPRISE GROUP INC	744573106	26 11/17/2011	6/6/2012	813 01	849 91	-36 9
JUNIPER NETWORKS INC	48203R104	22 7/21/2011	6/13/2012	360 96	669 72	-308 76
JUNIPER NETWORKS INC	48203R104	60 7/22/2011	6/13/2012	984 42	1877 72	-893 3
JUNIPER NETWORKS INC	48203R104	9 7/20/2011	6/13/2012	147 66	279 77	-132 11
JUNIPER NETWORKS INC	48203R104	16 7/21/2011	6/13/2012	262 51	487 44	-224 93
JUNIPER NETWORKS INC	48203R104	12 1/3/2012	6/14/2012	194 25	251 13	-56 88
JUNIPER NETWORKS INC	48203R104	7 12/5/2011	6/14/2012	113 31	164 04	-50 73
JUNIPER NETWORKS INC	48203R104	133 7/27/2011	6/14/2012	2152 94	3289 32	-1136 38
JUNIPER NETWORKS INC	48203R104	47 7/21/2011	6/14/2012	760 82	1430 78	-669 96
JUNIPER NETWORKS INC	48203R104	30 10/27/2011	6/14/2012	485 63	738 16	-252 53
MCKESSON HBOC INC	58155Q103	12 8/11/2011	7/5/2012	1135 66	947 25	188 41
NOVO-NORDISK A S ADR	670100205	2 4/19/2012	7/5/2012	294 19	300 4	-6 21
NOVO-NORDISK A S ADR	670100205	2 4/20/2012	7/5/2012	294 2	302 79	-8 59
SALESFORCE COM INC	79466L302	1 10/27/2011	8/1/2012	124 73	131 76	-7 03
SALESFORCE COM INC	79466L302	3 3/2/2012	8/1/2012	374 18	433 61	-59 43
MCKESSON HBOC INC	58155Q103	10 8/11/2011	8/1/2012	894 05	789 37	104 68
BIOGEN IDEC INC	09062X103	2 4/19/2012	8/1/2012	288 94	252 96	35 98
BIOGEN IDEC INC	09062X103	2 4/20/2012	8/1/2012	288 95	254 12	34 83
AMAZON COM INC	023135106	2 4/19/2012	8/1/2012	463 25	383 98	79 27
PHILIP MORRIS INTL INC	718172109	6 12/1/2011	8/13/2012	553 32	459 23	94 09
PFIZER INC	717081103	1 12/1/2011	8/13/2012	23 69	20 14	3 55
HOME DEPOT INC	437076102	5 12/1/2011	8/13/2012	264 5	195 94	68 56
EXXON MOBIL CORP	30231G102	3 3/1/2012	8/13/2012	263 47	260 96	2 51
CHUBB CORP	171232101	3 10/21/2011	8/13/2012	216 55	205 28	11 27
ROYAL DUTCH SHELL PLC SPONSORED	780259206	4 3/1/2012	8/13/2012	282 35	293 24	-10 89
BRISTOL MYERS SQUIBB COMPANY	110122108	8 12/1/2011	8/13/2012	252 19	262 94	-10 75
NUCOR CORP	670346105	11 11/23/2011	9/6/2012	416 11	392 99	23 12
NUCOR CORP	670346105	41 11/21/2011	9/6/2012	1550 93	1525	25 93
NUCOR CORP	670346105	23 12/1/2011	9/6/2012	870 03	905 68	-35 65
UNITED TECHNOLOGIES CORP	913017109	23 4/20/2012	9/6/2012	1822 34	1865 56	-43 22
NUCOR CORP	670346105	3 11/23/2011	9/6/2012	113 48	107 24	6 24
FOSSIL INC	349882100	5 5/8/2012	9/13/2012	419 6	391 61	27 99
FOSSIL INC	349882100	20 5/9/2012	9/13/2012	1678 38	1601 66	76 72
FOSSIL INC	349882100	24 3/2/2012	9/13/2012	2014 06	3004 71	-990 65
FOSSIL INC	349882100	9 3/5/2012	9/13/2012	755 27	1138 89	-383 62
FOSSIL INC	349882100	6 5/8/2012	9/14/2012	521 62	469 94	51 68
SALESFORCE COM INC	79466L302	4 11/1/2011	9/17/2012	633 09	518 32	114 77
NORFOLK SOUTHERN CORP	655844108	10 12/1/2011	9/25/2012	653 59	749 58	-95 99

OCCIDENTAL PETROLEUM CORP	674599105	13 3/1/2012	9/25/2012	1109 07	1363 84	-254 77
PNC BANK CORP	693475105	10 12/1/2011	9/25/2012	647 88	531 27	116 61
PARKER-HANNIFIN CP	701094104	6 12/1/2011	9/25/2012	500 69	498 89	1 8
PENN WEST PETE LTD NEW	707887105	18 12/1/2011	9/25/2012	268 82	333 14	-64 32
PFIZER INC	717081103	115 12/1/2011	9/25/2012	2863 95	2315 81	548 14
PHILIP MORRIS INTL INC	718172109	37 12/1/2011	9/25/2012	3345 46	2831 89	513 57
PRICE T ROWE GROUP INC	74144T108	1 12/1/2011	9/25/2012	63 24	56 01	7 23
PROCTER & GAMBLE CO	742718109	23 12/1/2011	9/25/2012	1604 23	1483 21	121 02
PROCTER & GAMBLE CO	742718109	1 11/14/2011	9/25/2012	69 75	63 37	6 38
PUBLIC STORAGE INC	74460D109	5 12/9/2011	9/25/2012	703 39	650 12	53 27
RPM INC OHIO	749685103	30 12/1/2011	9/25/2012	870 19	708 83	161 36
RAYTHEON CO NEW	755111507	21 9/6/2012	9/25/2012	1219 86	1213 15	6 71
RAYTHEON CO NEW	755111507	1 12/1/2011	9/25/2012	58 09	45 5	12 59
ROYAL DUTCH SHELL PLC SPONSORED	780259206	14 3/1/2012	9/25/2012	995 1	1026 35	-31 25
ROYAL DUTCH SHELL PLC SPONSORED	780259206	21 11/4/2011	9/25/2012	1492 65	1470 33	22 32
SHERWIN WILLIAMS CO	824348106	9 3/1/2012	9/25/2012	1341 72	928 16	413 56
SHERWIN WILLIAMS CO	824348106	3 12/1/2011	9/25/2012	447 24	257 96	189 28
TIJX COS INC NEW	872540109	18 12/1/2011	9/25/2012	794 23	560 5	233 73
TEXAS INSTRUMENTS INC	882508104	21 11/16/2011	9/25/2012	585 58	671 92	-86 34
TIME WARNER INC	887317303	39 10/26/2011	9/25/2012	1766 46	1336 8	429 66
VERIZON COMMUNICATIONS	92343V104	81 12/1/2011	9/25/2012	3708 1	3050 26	657 84
VERIZON COMMUNICATIONS	92343V104	2 11/16/2011	9/25/2012	91 56	73 49	18 07
WAL MART STORES INC	931142103	15 12/1/2011	9/25/2012	1118 15	885 11	233 04
WAL MART STORES INC	931142103	2 11/9/2011	9/25/2012	149 09	116 14	32 95
WASTE MGMT INC DEL COM	94106L109	19 12/1/2011	9/25/2012	610 94	598 07	12 87
WASTE MGMT INC DEL COM	94106L109	4 11/17/2011	9/25/2012	128 62	123 53	5 09
WELLS FARGO & CO (NEW)	949746101	48 3/21/2012	9/25/2012	1678 52	1637 27	41 25
WESTAR ENERGY INC	95709T100	27 6/7/2012	9/25/2012	803 64	790 78	12 86
WISCONSIN ENERGY CORP	976657106	16 2/14/2012	9/25/2012	599 43	546 9	52 53
ACCENTURE PLC	G1151C101	24 12/1/2011	9/25/2012	1556 37	1396 5	159 87
AT&T INC	00206R102	47 11/16/2011	9/25/2012	1793 48	1357 84	435 64
AT&T INC	00206R102	30 12/1/2011	9/25/2012	1144 77	862 73	282 04
ABBOTT LABS	002824100	27 12/1/2011	9/25/2012	1881 19	1474 67	406 52
ALTRIA GROUP INC	02209S103	37 12/1/2011	9/25/2012	1262 05	1074 21	187 84
AMERICAN ELECTRIC POWER INC	025537101	19 12/1/2011	9/25/2012	845 93	752 92	93 01
AMERICAN EXPRESS CO	025816109	27 12/1/2011	9/25/2012	1547 06	1285 94	261 12
AMGEN INC	031162100	13 5/3/2012	9/25/2012	1093 54	921 75	171 79
AMGEN INC	031162100	3 12/1/2011	9/25/2012	252 36	173 51	78 85
APPLE COMPUTER INC	037833100	2 8/13/2012	9/25/2012	1353 65	1255 1	98 55
AUTOMATIC DATA PROCESSING INC	053015103	22 12/1/2011	9/25/2012	1284 1	1128 33	155 77
BHP LTD SPONSORED ADR	088606108	10 12/1/2011	9/25/2012	680 09	745 07	-64 98
BLACKROCK INC CL A	09247X101	6 12/1/2011	9/25/2012	1070 61	1006 37	64 24
BOEING CO	097023105	18 9/6/2012	9/25/2012	1252 94	1312 41	-59 47
BRISTOL MYERS SQUIBB COMPANY	110122108	72 12/1/2011	9/25/2012	2452 5	2366 46	86 04
CME GROUP INC	12572Q105	15 3/21/2012	9/25/2012	854 98	878 87	-23 89
CME GROUP INC	12572Q105	2 12/1/2011	9/25/2012	114	99 52	14 48
CMS ENERGY CORP	125896100	25 2/13/2012	9/25/2012	586 36	538 29	48 07
CHEVRONTXACO CORP	166764100	25 11/4/2011	9/25/2012	2916 44	2658 46	257 98
CHEVRONTXACO CORP	166764100	10 12/1/2011	9/25/2012	1166 57	1020 17	146 4
CHUBB CORP	171232101	2 10/21/2011	9/25/2012	152 31	136 85	15 46
CHUBB CORP	171232101	15 10/21/2011	9/25/2012	1142 36	1023 95	118 41
DIAGEO PLC SPONSORED ADR NEW	25243Q205	18 12/1/2011	9/25/2012	2029 28	1529 96	499 32
DIGITAL RLTY TR INC	253868103	14 12/9/2011	9/25/2012	947 21	904 16	43 05
DOMINION RES INC VA NEW	25746U109	10 3/1/2012	9/25/2012	529 7	506 94	22 76
DOVER CORP	260003108	25 12/1/2011	9/25/2012	1479 75	1381 94	97 81
DU PONT (E I) DE NEMOURS & CO	263534109	25 3/21/2012	9/25/2012	1265 09	1316 63	-51 54
EMERSON ELECTRIC CO	291011104	16 12/1/2011	9/25/2012	777 17	828 6	-51 43
EXXON MOBIL CORP	30231G102	20 3/1/2012	9/25/2012	1834 43	1739 75	94 68
EXXON MOBIL CORP	30231G102	17 12/1/2011	9/25/2012	1559 26	1355 71	203 55
GALLAGHER ARTHUR J & CO	363576109	6 11/16/2011	9/25/2012	220 65	188 04	32 61
GALLAGHER ARTHUR J & CO	363576109	22 11/16/2011	9/25/2012	809 03	684 43	124 6
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	45 4/10/2012	9/25/2012	2117 38	2026 39	90 99
HEINZ H J CO	423074103	6 11/14/2011	9/25/2012	335 57	321 71	13 86
HEINZ H J CO	423074103	10 11/14/2011	9/25/2012	559 29	535 43	23 86
HEINZ H J CO	423074103	14 11/14/2011	9/25/2012	783	749 55	33 45
HOME DEPOT INC	437076102	52 12/1/2011	9/25/2012	3107 36	2037 75	1069 61
HONEYWELL INTL INC	438516106	25 12/1/2011	9/25/2012	1484 85	1359 19	125 66
HONEYWELL INTL INC	438516106	1 11/21/2011	9/25/2012	59 39	50 78	8 61
INTEL CORP	458140100	99 1/5/2012	9/25/2012	2237 93	2499 39	-261 46
INTEL CORP	458140100	4 12/1/2011	9/25/2012	90 42	98 15	-7 73
INTERNATIONAL BUSINESS MACHINES	459200101	17 12/1/2011	9/25/2012	3487 97	3192 56	295 41
JOHNSON AND JOHNSON	478160104	23 12/1/2011	9/25/2012	1596 28	1484 94	111 34
KIMBERLY CLARK CORP	494368103	19 12/1/2011	9/25/2012	1630 93	1356 55	274 38
KIMBERLY CLARK CORP	494368103	2 11/14/2011	9/25/2012	171 68	142 35	29 33
KINDER MORGAN INC DEL	494568101	29 12/1/2011	9/25/2012	1033 25	867 61	165 64

LIMITED INC	532716107	1	10/12/2011	9/25/2012	49 33	42 59	6 74
LIMITED INC	532716107	15	10/12/2011	9/25/2012	740 01	635 99	104 02
MACYS INC	55616P104	14	3/21/2012	9/25/2012	531 29	563 37	-32 08
MCDONALDS CORP	580135101	22	12/1/2011	9/25/2012	2044 52	2102 7	-58 18
MEREDITH CORP	589433101	10	12/1/2011	9/25/2012	355 91	293 58	62 33
NEXTERA ENERGY INC	65339F101	12	12/1/2011	9/25/2012	836 92	671 01	165 91
NORDSTROM INC	655664100	11	12/1/2011	9/25/2012	606 96	513 23	93 73
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	8	12/5/2011	10/1/2012	566 37	560 67	5 7
GOOGLE INC CL A	38259P508	1	4/19/2012	10/1/2012	757 94	609 06	148 88
GALLAGHER ARTHUR J & CO	363576109	35	11/16/2011	10/11/2012	1270 88	1088 87	182 01
GALLAGHER ARTHUR J & CO	363576109	28	11/16/2011	10/12/2012	1011 74	871 1	140 64
GALLAGHER ARTHUR J & CO	363576109	16	11/16/2011	10/15/2012	578 16	497 77	80 39
GALLAGHER ARTHUR J & CO	363576109	28	12/1/2011	10/15/2012	1011 78	869 05	142 73
GALLAGHER ARTHUR J & CO	363576109	13	11/17/2011	10/15/2012	469 75	400 68	69 07
GALLAGHER ARTHUR J & CO	363576109	21	11/17/2011	10/16/2012	762 17	647 25	114 92
LIMITED INC	532716107	17	12/1/2011	10/17/2012	829 94	719 74	110 2
CHIPOTLE MEXICAN GRILL INC CL A	169656105	4	9/17/2012	10/24/2012	949 85	1388 47	-438 62
F5 NETWORKS INC	315616102	23	7/5/2012	11/2/2012	1907 99	2336 53	-428 54
F5 NETWORKS INC	315616102	8	8/1/2012	11/2/2012	663 65	752 36	-88 71
PENN WEST PETE LTD NEW	707887105	7	12/1/2011	11/7/2012	74 7	129 55	-54 85
PENN WEST PETE LTD NEW	707887105	55	11/18/2011	11/7/2012	586 95	971 47	-384 52
PENN WEST PETE LTD NEW	707887105	86	11/21/2011	11/7/2012	917 77	1482 51	-564 74
NORFOLK SOUTHERN CORP	655844108	49	11/18/2011	11/12/2012	2861 85	3591 84	-729 99
VISA INC CL A	92826C839	6	8/1/2012	12/14/2012	879 29	768 56	110 73
WPX ENERGY INC	98212B103	0 33	8/25/2011	1/30/2012	5 3	4 64	0 66
COLUMBIA FDS SER TR I SELECT LARGE	19765Y688	4098 36	8/26/2011	1/31/2012	52827 87	50000	2827 87
PIMCO COMMODITY REALRETURN STRA	722005667	2247 19	8/11/2011	1/31/2012	15415 73	20000	-4584 27
WPX ENERGY INC	98212B103	333	8/25/2011	2/23/2012	6138 74	4639 38	1499 36
COLUMBIA FDS SER TR I VALUE &	19765Y514	615 52	6/23/2011	3/14/2012	30406 78	30714 53	-307 75
ISHARES TR GOLDMAN SACHS NAT RES	464287374	300	8/2/2011	4/17/2012	11425 24	12958 5	-1533 26
VANGUARD DIVIDEND APPREC ETF	921908844	1000	7/11/2011	6/29/2012	56383 83	56289	94 83
COLUMBIA FDS SER TR I STRATEGIC	19765L694	3943 22	7/6/2012	10/12/2012	25000	24250 79	749 21
PG & E CORP	69331C108	13	11/15/2010	2/13/2012	536 61	635 21	-98 6
EXPEDITORS INTERNATIONAL WASH INC	302130109	4	2/28/2011	3/12/2012	175 8	192 35	-16 55
PRICELINE COM INC	741503403	1	3/10/2011	3/12/2012	649 68	466 1	183 58
CHIPOTLE MEXICAN GRILL INC CL A	169656105	1	2/11/2011	3/13/2012	397 83	268 6	129 23
LAUDER ESTEE COS INC CL A	518439104	4	2/18/2011	3/13/2012	243 45	190 04	53 41
LAUDER ESTEE COS INC CL A	518439104	8	2/28/2011	3/13/2012	486 9	376 59	110 31
METLIFE INC	59156R108	11	11/18/2010	3/21/2012	426 69	467 54	-40 85
METLIFE INC	59156R108	10	9/2/2009	3/21/2012	387 9	381 75	6 15
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	9	2/8/2011	3/23/2012	684 17	689 08	-4 91
PRICELINE COM INC	741503403	1	3/10/2011	3/23/2012	712 65	466 09	246 56
F5 NETWORKS INC	315616102	2	3/18/2011	4/19/2012	272 6	198 14	74 46
LULULEMON ATHLETICA INC	550021109	2	3/21/2011	5/22/2012	139 84	76 22	63 62
LULULEMON ATHLETICA INC	550021109	1	3/18/2011	5/22/2012	69 92	37 8	32 12
SALESFORCE COM INC	79466L302	2	4/13/2011	8/1/2012	249 45	263 95	-14 5
NUCOR CORP	670346105	26	5/4/2011	9/6/2012	983 52	1175 82	-192 3
UNITED TECHNOLOGIES CORP	913017109	16	11/15/2010	9/6/2012	1267 71	1285 9	-18 19
NUCOR CORP	670346105	31	5/4/2011	9/6/2012	1172 65	1402 71	-230 06
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	11	6/3/2011	9/17/2012	762 1	820 88	-58 78
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	1	2/8/2011	9/17/2012	69 28	76 56	-7 28
SALESFORCE COM INC	79466L302	1	4/13/2011	9/17/2012	158 27	128 44	29 83
INTERCONTINENTALEXCHANGE INC	45865V100	7	8/9/2011	9/17/2012	982 94	764 91	218 03
INTERCONTINENTALEXCHANGE INC	45865V100	7	8/10/2011	9/17/2012	982 94	770 27	212 67
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	1	6/14/2011	9/17/2012	69 28	70 56	-1 28
INTERCONTINENTALEXCHANGE INC	45865V100	14	8/9/2011	9/18/2012	1963 51	1529 81	433 7
INTERCONTINENTALEXCHANGE INC	45865V100	5	8/9/2011	9/19/2012	695 48	546 36	149 12
INTERCONTINENTALEXCHANGE INC	45865V100	3	8/9/2011	9/19/2012	417 28	325 37	91 91
US BANCORP DEL NEW	902973304	65	11/15/2010	9/25/2012	2222 95	1758 6	464 35
MERCK & CO INC	58933Y105	47	5/4/2011	9/25/2012	2127 17	1725 06	402 11
JOHNSON AND JOHNSON	478160104	1	8/30/2011	9/25/2012	69 4	65 88	3 52
JP MORGAN CHASE & CO	46625H100	28	8/28/2009	9/25/2012	1139 14	1240 47	-101 33
BRISTOL MYERS SQUIBB COMPANY	110122108	4	9/23/2011	9/25/2012	136 25	123 67	12 58
MCKESSON HBOC INC	58155Q103	9	8/10/2011	10/1/2012	775 03	667 35	107 68
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	5	6/14/2011	10/1/2012	353 98	352 81	1 17
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	6	8/22/2011	10/1/2012	424 77	343 07	81 7
MCKESSON HBOC INC	58155Q103	12	8/11/2011	10/1/2012	1033 38	947 25	86 13
MCKESSON HBOC INC	58155Q103	20	8/11/2011	10/1/2012	1722 3	1563 79	158 51
MCKESSON HBOC INC	58155Q103	2	8/9/2011	10/1/2012	172 23	151 18	21 05
MCKESSON HBOC INC	58155Q103	4	8/10/2011	10/1/2012	344 46	297 73	46 73
MCKESSON HBOC INC	58155Q103	11	8/10/2011	10/2/2012	943 42	815 66	127 76
LIMITED INC	532716107	67	10/12/2011	10/17/2012	3270 92	2840 77	430 15
CHIPOTLE MEXICAN GRILL INC CL A	169656105	3	2/10/2011	10/24/2012	712 39	764 98	-52 59
CHIPOTLE MEXICAN GRILL INC CL A	169656105	1	3/10/2011	10/24/2012	237 46	252 83	-15 37
CHIPOTLE MEXICAN GRILL INC CL A	169656105	2	2/11/2011	10/24/2012	474 92	537 21	-62 29

CHIPOTLE MEXICAN GRILL INC CL A	169656105	5	2/28/2011	10/24/2012	1187 31	1239 87	-52 56
CHIPOTLE MEXICAN GRILL INC CL A	169656105	2	3/11/2011	10/24/2012	474 92	503 8	-28 88
CHIPOTLE MEXICAN GRILL INC CL A	169656105	1	2/11/2011	10/24/2012	237 46	266 87	-29 41
F5 NETWORKS INC	315616102	8	4/5/2011	11/2/2012	663 64	753 11	-89 47
F5 NETWORKS INC	315616102	22	9/27/2011	11/5/2012	1845 36	1748 63	96 73
SALESFORCE COM INC	79466L302	7	12/5/2011	12/14/2012	1165 7	876 72	288 98
PIMCO COMMODITY REALRETURN STRA	722005667	5041 44	10/25/2010	1/31/2012	34584 27	44163	-9578 73
COLUMBIA FDS SER TR I SELECT LARGE	19765Y688	9902 6	8/17/2009	1/31/2012	127644 49	87142 86	40501 63
F5 NETWORKS INC	315616102	3	9/28/2010	2/1/2012	367 84	314 24	53 6
F5 NETWORKS INC	315616102	2	9/28/2010	2/2/2012	243 92	209 49	34 43
PG & E CORP	69331C108	14	7/13/2009	2/13/2012	577 89	529 95	47 94
PG & E CORP	69331C108	49	7/13/2009	2/14/2012	2019 49	1854 81	164 68
F5 NETWORKS INC	315616102	3	9/30/2010	2/15/2012	380 36	312 8	67 56
F5 NETWORKS INC	315616102	3	9/28/2010	2/15/2012	380 36	311	69 36
F5 NETWORKS INC	315616102	1	9/28/2010	2/15/2012	126 79	104 75	22 04
F5 NETWORKS INC	315616102	2	10/1/2010	2/16/2012	253 43	205 56	47 87
F5 NETWORKS INC	315616102	4	10/1/2010	2/16/2012	506 85	412 17	94 68
NOVO-NORDISK A S ADR	670100205	1	12/7/2010	3/12/2012	142 01	104 57	37 44
EMC CORPORATION	268648102	2	10/29/2009	3/12/2012	57 92	33 78	24 14
EMC CORPORATION	268648102	27	1/5/2010	3/12/2012	781 94	487 63	294 31
NOVO-NORDISK A S ADR	670100205	1	12/7/2010	3/12/2012	142	104 07	37 93
NOVO-NORDISK A S ADR	670100205	1	12/7/2010	3/13/2012	142 13	104 07	38 06
NOVO-NORDISK A S ADR	670100205	1	12/3/2010	3/13/2012	142 12	103 36	38 76
NOVO-NORDISK A S ADR	670100205	2	12/6/2010	3/13/2012	284 25	206 49	77 76
COLUMBIA FDS SER TR I VALUE &	19765Y514	902 7	11/5/2010	3/14/2012	44593 22	43437 78	1155 44
TARGET CORP	87612E106	79	8/6/2010	3/21/2012	4576 07	4133 6	442 47
METLIFE INC	59156R108	20	6/12/2009	3/21/2012	775 81	610 95	164 86
METLIFE INC	59156R108	2	8/20/2009	3/21/2012	77 58	75 13	2 45
EOG RES INC	26875P101	11	6/28/2010	3/23/2012	1232 21	1161 89	70 32
EOG RES INC	26875P101	4	6/28/2010	3/23/2012	448 08	423 14	24 94
FMC TECHNOLOGIES INC	30249U101	9	5/24/2010	3/23/2012	434 61	260 29	174 32
COLUMBIA FDS SER TR I VALUE &	19765Y514	331 24	9/25/2009	3/27/2012	16439 59	12938 35	3501 24
COLUMBIA FDS SER TR I VALUE &	19765Y514	539 84	11/16/2010	3/27/2012	26792 27	25000	1792 27
COLUMBIA FDS SER TR I VALUE &	19765Y514	136 37	11/5/2010	3/27/2012	6768 14	6562 22	205 92
AT&T INC	00206R102	94	11/5/2010	4/10/2012	2840 77	2752 08	88 69
COLUMBIA FDS SER TR I VALUE &	19765Y514	1023 96	9/25/2009	4/17/2012	50000	39995 91	10004 09
ISHARES TR GOLDMAN SACHS NAT RES	464287374	200	2/22/2011	4/17/2012	7616 83	9011	-1394 17
ISHARES TR GOLDMAN SACHS NAT RES	464287374	615	10/30/2009	4/17/2012	23421 74	20005 95	3415 79
F5 NETWORKS INC	315616102	13	10/7/2010	4/19/2012	1771 87	1283 72	488 15
PRICELINE COM INC	741503403	1	8/10/2009	5/8/2012	719 6	148 76	570 84
EXPEDITORS INTERNATIONAL WASH INC	302130109	48	8/10/2009	5/15/2012	1825 84	1578 95	246 89
EXPEDITORS INTERNATIONAL WASH INC	302130109	41	8/10/2009	5/16/2012	1552 68	1348 69	203 99
POWERSHARES EXCHANGE-TRADED FD TR	73935X302	4000	4/26/2011	6/29/2012	37325 56	35940	1385 56
ISHARES TR RUSSELL MIDCAP VALUE	464287473	500	6/9/2009	6/29/2012	23067 98	14885	8182 98
NOVO-NORDISK A S ADR	670100205	4	1/12/2010	7/6/2012	585 63	268 75	316 88
PRECISION CASTPARTS CORP	740189105	2	12/14/2010	8/1/2012	305 87	280 14	25 73
FRANKLIN RESOURCES INC	354613101	4	12/9/2010	8/1/2012	453 99	469 8	-15 81
FRANKLIN RESOURCES INC	354613101	5	12/1/2010	8/1/2012	567 49	587 67	-20 18
FRANKLIN RESOURCES INC	354613101	6	10/13/2010	8/1/2012	680 99	706 17	-25 18
MICROSOFT CORP	594918104	9	3/26/2010	8/13/2012	272 07	268 18	3 89
VANGUARD DIVIDEND APPREC ETF	921908844	300	7/11/2011	8/20/2012	17752 85	16886 7	866 15
VANGUARD DIVIDEND APPREC ETF	921908844	500	3/10/2011	8/20/2012	29588 08	27222 45	2365 63
POWERSHARES EXCHANGE-TRADED FD TR	73935X302	1900	6/23/2011	8/20/2012	18125 58	16387 5	1738 08
POWERSHARES EXCHANGE-TRADED FD TR	73935X302	100	6/22/2011	8/20/2012	953 98	870 5	83 48
POWERSHARES EXCHANGE-TRADED FD TR	73935X302	2000	4/26/2011	8/20/2012	19079 57	17970	1109 57
ISHARES TR RUSSELL MIDCAP VALUE	464287473	510	6/9/2009	8/20/2012	24567 67	15182 7	9384 97
COLUMBIA FDS SER TR I VALUE &	19765Y514	614 75	9/25/2009	8/20/2012	30000	24012 29	5987 71
UNITED TECHNOLOGIES CORP	913017109	39	6/12/2009	9/6/2012	3090 06	2162 06	928
POWERSHARES DYNAMIC LEISURE &	73935X757	1590	9/24/2010	9/7/2012	35297 21	25304 85	9992 36
NORDSTROM INC	655664100	2	9/27/2010	9/25/2012	110 36	73 67	36 69
MICROSOFT CORP	594918104	88	3/26/2010	9/25/2012	2692 05	2622 23	69 82
METLIFE INC	59156R108	13	6/12/2009	9/25/2012	453 82	397 12	56 7
PNC BANK CORP	693475105	15	11/5/2010	9/25/2012	971 83	875 95	95 88
PRICE T ROWE GROUP INC	74144T108	12	11/5/2010	9/25/2012	758 85	725 62	33 23
SEMPRA ENERGY	816851109	20	12/22/2009	9/25/2012	1305 71	1120 22	185 49
UNITED TECHNOLOGIES CORP	913017109	6	6/12/2009	9/25/2012	474 05	332 63	141 42
US BANCORP DEL NEW	902973304	2	6/12/2009	9/25/2012	68 4	36 92	31 48
JP MORGAN CHASE & CO	46625H100	22	11/5/2010	9/25/2012	895 04	906 12	-11 08
JP MORGAN CHASE & CO	46625H100	9	8/20/2009	9/25/2012	366 15	381 94	-15 79
HOME DEPOT INC	437076102	3	11/5/2010	9/25/2012	179 27	96 32	82 95
DIAGEO PLC SPONSORED ADR NEW	25243Q205	2	6/12/2009	9/25/2012	225 47	111 68	113 79
AMERICAN ELECTRIC POWER INC	025537101	1	11/6/2009	9/25/2012	44 52	30 97	13 55
ALTRIA GROUP INC	02209S103	14	11/5/2010	9/25/2012	477 53	365 05	112 48
ABBOTT LABS	002824100	7	11/5/2010	9/25/2012	487 71	355 65	132 06
AT&T INC	00206R102	3	11/5/2010	9/25/2012	114 48	87 83	26 65

FRANKLIN RESOURCES INC	354613101	1	12/9/2010	10/1/2012	126 1	117 45	8 65
NOVO-NORDISK A S ADR	670100205	3	1/12/2010	10/1/2012	475 65	201 56	274 09
FRANKLIN RESOURCES INC	354613101	1	10/26/2010	10/1/2012	126 1	116 3	9 8
FRANKLIN RESOURCES INC	354613101	2	12/1/2010	10/1/2012	252 19	234 85	17 34
FRANKLIN RESOURCES INC	354613101	2	10/25/2010	10/1/2012	252 19	232 9	19 29
NOVO-NORDISK A S ADR	670100205	2	1/12/2010	10/1/2012	317 1	134 24	182 86
FRANKLIN RESOURCES INC	354613101	4	10/14/2010	10/1/2012	504 39	465 63	38 76
NOVO-NORDISK A S ADR	670100205	3	1/13/2010	10/1/2012	475 65	201 31	274 34
ISHARES INC MSCI SOUTH AFRICA	464286780	180	7/13/2010	10/9/2012	11263 62	10359	904 62
FS NETWORKS INC	315616102	1	10/7/2010	11/2/2012	82 96	98 75	-15 79
FS NETWORKS INC	315616102	4	8/27/2010	11/2/2012	331 82	354 77	-22 95
FS NETWORKS INC	315616102	5	8/27/2010	11/5/2012	419 4	443 46	-24 06
PIMCO TOTAL RETURN FUND #35	693390700	3017 24	6/8/2009	11/7/2012	35000	30926 72	4073 28
PIMCO TOTAL RETURN FUND #35	693390700	4741 38	6/8/2009	11/7/2012	55000	48599 13	6400 87
VANGUARD INTL EQUITY INDEX FD INC	922042858	750	6/5/2009	11/30/2012	31465 54	24667 5	6798 04
VANGUARD INTL EQUITY INDEX FD INC	922042858	245	6/9/2009	11/30/2012	10278 74	7935 55	2343 19
COLUMBIA FDS SER TR I VALUE &	19765Y514	590 21	9/25/2009	11/30/2012	29268 32	23053 45	6214 87
SALESFORCE COM INC	79466L302	1	10/7/2010	12/14/2012	166 53	103 61	62 92
VANGUARD INTL EQUITY INDEX FD INC	922042858	990	6/9/2009	12/17/2012	43206 89	32066 1	11140 79
PIMCO TOTAL RETURN FUND #35	693390700	2222 22	6/8/2009	12/28/2012	25000	22777 78	2222 22
UNRECAPTURED 1250 GAIN					65		65
CAPITAL GAIN DIST 28%					4		4
CAPITAL GAIN DIST 15%					7482		7482
TOTAL					1270429 03	1131950	138479 52

Part I, Line 16a (990-PF) - Legal Fees

		334	0	0	334
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	334			334

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

		5,988	0	0	5,988
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	5,988			5,988

Part I, Line 16c (990-PF) - Other Professional Fees

		35,702	33,917	0	1,785
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BANK OF AMERICA, INVESTMENT FEES	35,702	33,917		1,785

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

		1,605	1,605	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	1,605	1,605		

Part I, Line 23 (990-PF) - Other Expenses

		85	0	0	85
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FORM 8802 APPLICATION FEE	85	0		85

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

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

1	COST BASIS ADJUSTMENT	1	4,519
2	LOSS ON PY SALES SETTLED IN CY	2	1,964
3	Total	3	6,483

[illegible]

1.

0	use	0						
	unt							

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

	Date		Amount
1 Credit from prior year return	1/1/2012	1	139
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	139

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

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	169,647
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	169,647

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- 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

THE GIBSON FAMILY FOUNDATION

61-1584784

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

89 CASCADE KEY

City, town or post office, state, and ZIP code. For a foreign address, see instructions

BELLEVUE, WA 98006

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 ► BURKE GIBSON

Telephone No ► 425 641-4455

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:
 ► ☒ 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 \$	6,639.
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 \$	139.
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 \$	6,500.

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

JSA

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5/14/2013 10:47:14 AM

- 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).

Type or print	Name of exempt organization or other filer, see instructions	Enter filer's identifying number, see instructions	
	THE GIBSON FAMILY FOUNDATION	Employer identification number (EIN) or	
	61-1584784	Social security number (SSN)	
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.		
	89 CASCADE KEY		
	City, town, or post office, state, and ZIP code. For a foreign address, see instructions		
	BBLEVUE, WA 98006		

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 **BURKE GIBSON**
- Telephone No. **425 6414455** 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.

- I request an additional 3-month extension of time until **11/15, 2013**.
- For calendar year **2012**, or other tax year beginning _____, 20____, and ending _____, 20____.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO ENSURE COMPLETION OF AN 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 \$	0
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 \$	0
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 \$	0

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 **Burke F. Gibson** Title **Pres.** Date **8-8-2013**