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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No. 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation C.H. ROBINSON WORLDWIDE FOUNDATION		A Employer identification number 68-0599299
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 605- 336-6832
401 EAST EIGHTH STREET, SUITE 319		
City or town, state, and ZIP code SIOUX FALLS, SD 57103		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) \$ 10,775,360.	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)
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	272,351.	272,351.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	371,141.			
b	Gross sales price for all assets on line 6a	2,030,848.			
7	Capital gain net income (from Part IV, line 2)		371,141.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	643,492.	643,492.		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	90,976.	42,234.		48,742.
17	Interest				
18	Taxes (attach schedule) (see instructions)	11,300.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)	1,025.			1,025.
24	Total operating and administrative expenses. Add lines 13 through 23	103,301.	42,234.	NONE	49,767.
25	Contributions, gifts, grants paid	1,325,406.			1,325,406.
26	Total expenses and disbursements. Add lines 24 and 25	1,428,707.	42,234.	NONE	1,375,173.
27	Subtract line 26 from line 12	-785,215.			
a	Excess of revenue over expenses and disbursements		601,258.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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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		967,266.	838,437.	838,437.
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)		425,000.		
	b	Investments - corporate stock (attach schedule) . STMT 6		5,794,065.	5,284,550.	6,816,805.
	c	Investments - corporate bonds (attach schedule) . STMT 7		2,663,290.	2,948,479.	3,120,118.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	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)		9,849,621.	9,071,466.	10,775,360.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		9,849,621.	9,071,466.	
	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)		9,849,621.	9,071,466.	
	31	Total liabilities and net assets/fund balances (see instructions)		9,849,621.	9,071,466.	

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	9,849,621.
2	Enter amount from Part I, line 27a	2	-785,215.
3	Other increases not included in line 2 (itemize) ▶ TIMING DIFFERENCES	3	7,060.
4	Add lines 1, 2, and 3	4	9,071,466.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,071,466.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES (SEE ATTACHED SCHEDULE D)					
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 2,030,848.		1,659,707.	371,141.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			371,141.
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	371,141.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	580,357.	10,829,077.	0.053592
2010	975,723.	10,345,329.	0.094315
2009	921,505.	12,206,404.	0.075494
2008	924,178.	9,115,281.	0.101388
2007	825,802.	6,320,343.	0.130658

2 Total of line 1, column (d)	2	0.455447
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	0.091089
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,772,462.
5 Multiply line 4 by line 3	5	981,253.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,013.
7 Add lines 5 and 6	7	987,266.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,375,173.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	6,013.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	6,013.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,013.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,762.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,762.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,749.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 2,749. Refunded ☒	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MN		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>www.chrobinson.com/en/us/About-Us/Corporate-Responsibility/Foundation/</u>				
14	The books are in care of <u>SEE STATEMENT 8</u> Telephone no. <u></u>			
Located at <u></u> ZIP+4 <u></u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>				

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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <u></u>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes	☒ No
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANGIE FREEMAN 14701 CHARLSON ROAD, EDEN PRAIRIE, MN 55347	PRESIDENT & DIRE 1	- 0 -	- 0 -	- 0 -
BEN CAMPBELL 14701 CHARLSON ROAD, EDEN PRAIRIE, MN 55347	SECRETARY & DIRE 1	- 0 -	- 0 -	- 0 -
TROY RENNER 14701 CHARLSON ROAD, EDEN PRAIRIE, MN 55347	TREASURER & DIRE 1	- 0 -	- 0 -	- 0 -

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 9		

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

1. Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	9,799,215.
b Average of monthly cash balances	1b	1,137,295.
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	10,936,510.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	10,936,510.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	164,048.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,772,462.
6 Minimum investment return. Enter 5% of line 5	6	538,623.

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	538,623.
2a Tax on investment income for 2012 from Part VI, line 5	2a	6,013.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	6,013.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	532,610.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	532,610.
6 Deduction from distributable amount (see instructions)	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	532,610.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,375,173.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,375,173.
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	6,013.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,369,160.

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				532,610.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	309,563.			
b From 2008	451,869.			
c From 2009	311,527.			
d From 2010	464,544.			
e From 2011	47,606.			
f Total of lines 3a through e	1,585,109.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>1,375,173.</u>				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				532,610.
e Remaining amount distributed out of corpus	842,563.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,427,672.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	309,563.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,118,109.			
10 Analysis of line 9				
a Excess from 2008	451,869.			
b Excess from 2009	311,527.			
c Excess from 2010	464,544.			
d Excess from 2011	47,606.			
e Excess from 2012	842,563.			

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

NOT APPLICABLE

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

b. Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a. Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b. 85% of line 2a

c. Qualifying distributions from Part XII, line 4 for each year listed

d. Amounts included in line 2c not used directly for active conduct of exempt activities

e. Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3. Complete 3a, b, or c for the alternative test relied upon

a. "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b. "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c. "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

N/A

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.

N/A

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

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

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c. Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				1,325,406.
Total			▶ 3a	1,325,406.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2012)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

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

JSA

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

- | | | | |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

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

Sign Here  11-11-13  **Treasurer**
 Signature of Officer or Huston Date Title

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

Paid Preparer Use Only	Print/Type preparer's name <i>Carl A. Schmitz, CPA</i>	Preparer's signature <i>Carl A. Schmitz</i>	Date <i>11/7/13</i>	Check ☐ if self-employed	PTIN <i>P00350496</i>
	Firm's name ▶ <i>DORSEY & WHITNEY TRUST COMPANY LLC</i>			Firm's EIN ▶	
	Firm's address ▶ <i>401 EAST EIGHTH STREET, SUITE 319 SIOUX FALLS, SD 57103</i>			Phone no. <i>605-336-6832</i>	

Form 990-PF (2012)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABBOTT LABS	576.	576.
ASSOCIATED BANC CORP	192.	192.
BP PLC SPONS ADR	2,178.	2,178.
BADGER METER INC	2,400.	2,400.
BARCLAYS BK PLC MTN	11,250.	11,250.
BAXTER INTERNATIONAL INC	2,037.	2,037.
BEMIS CO	6,400.	6,400.
BLACKROCK INC	7,500.	7,500.
CITIGROUP INC	3,139.	3,139.
CITIGROUP INC	9,725.	9,725.
CONOCOPHILLIPS	6,336.	6,336.
CORNING INC	2,583.	2,583.
DAKTRONICS, INC.	4,964.	4,964.
DISNEY WALT CO NEW	4,035.	4,035.
DONALDSON INC	1,540.	1,540.
ECOLAB INC COM	4,954.	4,954.
EMERSON ELECTRIC	9,499.	9,499.
EXXON MOBIL CORP	9,136.	9,136.
FASTENAL CO	3,472.	3,472.
FFCB	3,667.	3,667.
FFCB	627.	627.
GENERAL ELECTRIC CORP	5,168.	5,168.
GEN ELEC CAP CRP MTN	1,081.	1,081.
GENERAL MLS INC	5,888.	5,888.
GEORGIA POWER CO	512.	512.
GOLDMAN SACHS GP MTN	13,438.	13,438.
GRACO INC	4,050.	4,050.
HSBC FIN CORP MTN	3,850.	3,850.
HONEYWELL INTERNATIONAL INC	3,972.	3,972.
HORMEL FOODS CORP	1,515.	1,515.
INTEL CORP	5,133.	5,133.
JOHNSON & JOHNSON	10,320.	10,320.
DDA502 655A 06/24/2013 16:17:56	733-00587-00	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
M&I MARSH & ILS MTN	2,220.	2,220.
MTS SYS CORP	3,300.	3,300.
MEDTRONIC INC	7,021.	7,021.
MERRILL LYNCH & CO	10,576.	10,576.
METLIFE INC	10,313.	10,313.
MICROSOFT CORP	1,909.	1,909.
MORGAN STANLEY	3,468.	3,468.
MORGAN STANLEY MTN	14,023.	14,023.
OCCIDENTAL PETE	2,023.	2,023.
PATTERSON COS INC	2,584.	2,584.
PENTAIR INC	2,673.	2,673.
PHILLIPS 66	240.	240.
PRINCIPAL FINANCIAL GROUP	3,822.	3,822.
PROCTER & GAMBLE COMPANY	4,422.	4,422.
SEI DAILY INC TR GOVT II-A	115.	115.
ST JUDE MED INC	3,870.	3,870.
SCHLUMBERGER LTD	1,613.	1,613.
TCF FINANCIAL	680.	680.
TARGET CORP	4,344.	4,344.
TECHNE CORP	1,026.	1,026.
3M CO	9,204.	9,204.
TORO CO	2,784.	2,784.
US BANCORP	4,820.	4,820.
UNITED PARCEL SVC INC CL B	6,156.	6,156.
VALSPAR CORP	2,872.	2,872.
WELLS FARGO & CO	5,962.	5,962.
WESTERN UNION CO	4,633.	4,633.
XCEL ENERGY INC	3,074.	3,074.
ZIMMER HLDGS INC	576.	576.
PENTAIR LTD	891.	891.
TOTAL	272,351.	272,351.

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733-00587-00

STATEMENT

2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
AGENCY & MANAGEMENT FEES	90,976.	42,234.	48,742.
	-----	-----	-----
TOTALS	90,976.	42,234.	48,742.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
FEDERAL TAX PAYMENT	5,000.
FEDERAL ESTIMATES	6,300.

TOTALS	11,300.
	=====

C.H. ROBINSON WORLDWIDE FOUNDATION

68-0599299

FORM 990PF, PART I - OTHER EXPENSES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

STATE RE-REGISTRATION FEE
USER FEE

25.
1,000.

25.
1,000.

TOTALS

1,025.
=====

1,025.
=====

C.H. ROBINSON WORLDWIDE FOUNDATION

68-0599299

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	5,284,550.	6,816,805.
	-----	-----
TOTALS	5,284,550.	6,816,805.
	=====	=====

C.H. ROBINSON WORLDWIDE FOUNDATION

68-0599299

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	2,948,479.	3,120,118.
	-----	-----
TOTALS	2,948,479.	3,120,118.
	=====	=====

C.H. ROBINSON WORLDWIDE FOUNDATION

68-0599299

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: DORSEY & WHITNEY TRUST COMPANY LLC

ADDRESS: 401 EAST EIGHTH STREET, SUITE 319
SIOUX FALLS, SD 57103

TELEPHONE NUMBER: (605) 336-6832

STATEMENT 8

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

Dorsey & Whitney Trust Company LLC

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD

TYPE OF SERVICE:

FIDUCIARY SERVICES

COMPENSATION 79,126.

COMPENSATION EXPLANATION:

Dorsey & Whitney Trust Company LLC is compensated for asset custodial and investment management services, processing transactions, producing periodic statements, preparing the tax return, and distributing charitable donations from the Foundation

TOTAL COMPENSATION: 79,126.

=====

C.H. ROBINSON WORLDWIDE FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d

68-0599299

=====

RECIPIENT NAME:

Kristi Nichols

ADDRESS:

14701 Charlson Road, Suite 1750

Eden Prairie, MN 55347

RECIPIENT'S PHONE NUMBER: 952-683-3432

FORM, INFORMATION AND MATERIALS:

The form can be found at this web address:

www.chrobinson.com/en/us/about-us/corporate-responsibility/foundation/

SUBMISSION DEADLINES:

These can be found on the website

RESTRICTIONS OR LIMITATIONS ON AWARDS:

None

STATEMENT 10

STATEMENT 11

TAX ID NUMBER	Name	Address	City	State	Zip	Relationship	Foundation Status	Purpose of Grant	Amount
02-0685151	Team Ortho Foundation	2806 N 2nd St	Minneapolis	MN	55411	N/A	501(C)3 Public Charity	General Operating	\$ 250
04-3323789	Cystinosis Research Network	302 Whygate Court	Lake Forest	IL	60045	N/A	501(C)3 Public Charity	General Operating	\$ 21,942
05-0585572	Anaphylaxis & Food Allergy Association of MN	2200 Hendon Avenue	St. Paul	MN	55108	N/A	501(C)3 Public Charity	General Operating	\$ 1,000
13-1623888	American Diabetes Association	5100 Gamble Drive, Suite 394	St. Louis Park	MN	55416	N/A	501(C)3 Public Charity	General Operating	\$ 610
13-1665552	Muscular Dystrophy Association Inc	3300 East Sunrise Drive	Tucson	AZ	85718	N/A	501(C)3 Public Charity	General Operating	\$ 20,020
13-1789491	American Cancer Society Inc	250 Williams Street NW	Atlanta	GA	30303	N/A	501(C)3 Public Charity	General Operating	\$ 5,580
13-1846366	March of Dimes, Minnesota Chapter	5233 Edina Industrial Blvd	EDINA	MN	55439	N/A	501(C)3 Public Charity	General Operating	\$ 500
13-2949483	New York Road Runners	156 W 56th St, 3rd Floor	New York	NY	10019	N/A	501(C)3 Public Charity	General Operating	\$ 30
13-3039601	Alzheimer's Association - Greater Illinois Chapter	8430 W. Bryn Mawr Suite #800	Chicago	IL	60631	N/A	501(C)3 Public Charity	General Operating	\$ 573
13-3682664	International Federation of Red Cross	420 Lexington Avenue, Suite 2811	New York	NY	10170	N/A	501(C)3 Public Charity	General Operating	\$ 5,000
13-3905508	Food Allergy Initiative	225 East Deerpath, Suite 250	Lake Forest	IL	60045	N/A	501(C)3 Public Charity	General Operating	\$ 1,000
13-4080201	Church World Services	28606 Phillips St	Elkhart	IN	46515	N/A	501(C)3 Public Charity	General Operating	\$ 485
13-5562976	Boys and Girls Clubs of America	1275 Peachtree Street NE	Atlanta	GA	30309	N/A	501(C)3 Public Charity	General Operating	\$ 7,300
13-5613797	American Heart Association Inc	7272 Greenville Ave	Dallas	TX	75231	N/A	501(C)3 Public Charity	General Operating	\$ 1,065
13-5644916	Leukemia & Lymphoma Society Inc	1311 Mammothrock Ave, Suite 310	White Plains	NY	10605	N/A	501(C)3 Public Charity	General Operating	\$ 19,109
13-6128447	Ave Foundation	One Avon Plaza	Rye	NY	10580	N/A	501(C)3 Public Charity	General Operating	\$ 500
13-6193105	Crohn's & Colitis Foundation of America	386 Park Avenue South	New York	NY	10016	N/A	501(C)3 Public Charity	General Operating	\$ 19,583
14-2004438	Ampersand Families	1700 Second Street NE	Minneapolis	MN	55413	N/A	501(C)3 Public Charity	General Operating	\$ 2,500
16-1727774	Living Well Cancer Research Center	1803 W. State Street	Geneva	IL	60134	N/A	501(C)3 Public Charity	General Operating	\$ 300
20-0049703	The Wikimedia Foundation	149 New Montgomery Street, 3rd Floor	San Francisco	CA	94105	N/A	501(C)3 Public Charity	General Operating	\$ 100
20-1173824	St. Baldrick's Foundation	1333 S. Mayflower Ave, Suite 400	Monrovia	CA	91016	N/A	501(C)3 Public Charity	General Operating	\$ 835
20-1365543	Rotary 5950 Foundation - Bloomington, MN	7903 Wyoming Court	Bloomington	MN	55438	N/A	501(C)3 Public Charity	General Operating	\$ 750
20-1776702	Minnesota Computers for Schools	970 Pickett Street North	Bayport	MN	55003	N/A	501(C)3 Public Charity	General Operating	\$ 2,500
20-1862868	Ayer Shirley Education Foundation	PO Box 502	Ayer	MA	01432	N/A	501(C)3 Public Charity	General Operating	\$ 250
20-1938565	No Time For Poverty	1865 Old Hudson Road	St. Paul	MN	55119	N/A	501(C)3 Public Charity	General Operating	\$ 500
20-2329838	AUTISM SPEAKS	5455 Mishine Blvd #2250	Los Angeles	CA	90036	N/A	501(C)3 Public Charity	General Operating	\$ 265
20-2737719	Sharing Network Foundation	681 Central Avenue	New Providence	NJ	7974	N/A	501(C)3 Public Charity	General Operating	\$ 500
20-2805872	The Little Light House	PO Box 13662	Jackson	MS	39236	N/A	501(C)3 Public Charity	General Operating	\$ 500
20-3000282	Northern Star Council	393 Marshall Avenue	St. Paul	MN	55102	N/A	501(C)3 Public Charity	General Operating	\$ 360
20-3021444	Marine Toys for Tots Foundation	18251 Quantico Gateway Dr	Triangle	VA	22172	N/A	501(C)3 Public Charity	General Operating	\$ 11,704
20-3361149	Studio STL	3547 Olive St, Suite 300	St. Louis	MO	63103	N/A	501(C)3 Public Charity	General Operating	\$ 50
20-5756755	Food Allergy Support Group of Minnesota	9804 Evergreen Cir N	Brooklyn Park	MN	55443	N/A	501(C)3 Public Charity	General Operating	\$ 1,750
22-1912812	Multiple Sclerosis Association of America	706 Haddonfield Road	Cherry Hill	NJ	08002	N/A	501(C)3 Public Charity	General Operating	\$ 25
22-2755963	Make-A-Wish Philadelphia & Susquehanna Valley	One Valley Square, Suite 133	Blue Bell	PA	19422	N/A	501(C)3 Public Charity	General Operating	\$ 1,010
22-3746050	Kars 4 Kids	1805 Swarthmore Ave	Lakewood	NJ	8701	N/A	501(C)3 Public Charity	General Operating	\$ 500
23-1352654	La Salle University	1900 W Olney Ave, Box 809	Philadelphia	PA	19141	N/A	501(C)3 Public Charity	General Operating	\$ 200
23-1907729	Juvenile Diabetes Research Foundation	26 Broadway, 14th Floor	New York	NY	10004	N/A	501(C)3 Public Charity	General Operating	\$ 40,484
23-2003072	Fox Chase Cancer Center	333 Cottman Ave	Philadelphia	PA	19111	N/A	501(C)3 Public Charity	General Operating	\$ 6,413
23-2202250	Central Pennsylvania Food Bank	3908 Corey Road	Harrisburg	PA	17109	N/A	501(C)3 Public Charity	General Operating	\$ 500
23-7026774	SCC/Special Olympics Chicago	541 N. Fairbanks Court, 4th Floor	Chicago	IL	60611	N/A	501(C)3 Public Charity	General Operating	\$ 500
23-7069110	Oxfam America	226 Causeway St, 5th Floor	Boston	MA	02114	N/A	501(C)3 Public Charity	General Operating	\$ 150
23-7098397	CSU Foundation	PO BOX 5838	WINONA	MN	55987	N/A	501(C)3 Public Charity	General Operating	\$ 500
23-7232208	Project for Pride in Living	410 University Services Ctr	Fort Collins	CO	80523	N/A	501(C)3 Public Charity	General Operating	\$ 13,000
23-7286648	American Brain Tumor Association	1035 East Franklin Ave	Minneapolis	MN	55404	N/A	501(C)3 Public Charity	General Operating	\$ 1,000
24-6000376	Pennsylvania State University	8550 W. Bryn Mawr Ave	Chicago	IL	60631	N/A	501(C)3 Public Charity	General Operating	\$ 500
25-1798733	American Cancer Society Inc	210 HUB	University Park	PA	16802	N/A	501(C)3 Public Charity	General Operating	\$ 600
26-1654262	Little Dresses for Africa	Route 422 and Sipe Ave	Hershey	PA	17033	N/A	501(C)3 Public Charity	General Operating	\$ 2,050
26-2414132	Mercy Ships	24614 Curtis Drive	Brownstown	MI	48134	N/A	501(C)3 Public Charity	General Operating	\$ 750
26-3315140	The Bottomless Toy Chest	P.O. BOX 1930	Lindale	TX	75771	N/A	501(C)3 Public Charity	General Operating	\$ 500
26-4761505	Free City International	P.O. Box 623	Bloomfield Hills	MI	48303	N/A	501(C)3 Public Charity	General Operating	\$ 1,205
26-4805139	Sophia's Cure Foundation	6119 Greenville Ave Num 515	Dallas	TX	75205	N/A	501(C)3 Public Charity	General Operating	\$ 750
27-0843891	Receptions for Research	PO Box 601	North Bellmore	NY	11710	N/A	501(C)3 Public Charity	General Operating	\$ 500
27-1332059	North Texas Sinve	2435 Alma Ave #147	Oviedo	FL	32765	N/A	501(C)3 Public Charity	General Operating	\$ 53,200
27-1523982	Building Dignity	P.O. BOX 163186	Fort Worth	TX	76161	N/A	501(C)3 Public Charity	General Operating	\$ 750
27-2425828	BLOOM Africa	1622 Hague Ave	St. Paul	MN	55104	N/A	501(C)3 Public Charity	General Operating	\$ 1,000
27-3379706	Pinecone Central Park Association	4605 E. National Rd	Springfield	OH	45505	N/A	501(C)3 Public Charity	General Operating	\$ 417
30-0475578	A Breath of Hope Lung Foundation	708 8th Street N	Sartell	MN	56377	N/A	501(C)3 Public Charity	General Operating	\$ 500
32-0015758	Foundation for Children in Need	PO Box 1081	Chanhassen	MN	55317	N/A	501(C)3 Public Charity	General Operating	\$ 2,500
32-0017737	Big Brother Big Sister	P.O. Box 1247	Arlington Heights	IL	60006	N/A	501(C)3 Public Charity	General Operating	\$ 250
32-01170626	Rady Children's Hospital Foundation	2550 University Avenue West, Suite 410N	San Paul	MN	55441	N/A	501(C)3 Public Charity	General Operating	\$ 250
35-0942622	Evansville Rescue Mission	3020 Children's Way	San Diego	CA	92123	N/A	501(C)3 Public Charity	General Operating	\$ 810
35-1019477	Heifer International	300 SE Martin Luther King Blvd	Evansville	IN	47713	N/A	501(C)3 Public Charity	General Operating	\$ 360
35-1085350	La Lumiere School	PO BOX 8058	Lititz Rock	AR	72203	N/A	501(C)3 Public Charity	General Operating	\$ 240
36-1721270	Alphonsus Academy & Center for the Arts	6801 North Wilhelm Road	LaPorte	IN	46350	N/A	501(C)3 Public Charity	General Operating	\$ 500
36-2170949	St. Benedict's Preparatory School	1439 W Wellington Ave	Chicago	IL	60657	N/A	501(C)3 Public Charity	General Operating	\$ 500
36-2726331	National Runaway Switchboard	3900 Leavitt Street	Chicago	IL	60618	N/A	501(C)3 Public Charity	General Operating	\$ 1,000
		3080 N Lincoln	Chicago	IL	60657	N/A	501(C)3 Public Charity	General Operating	\$ 100

36-2844241	Friends of the Parks	3052 N Hoyne	Chicago	IL	60618 N/A	501(C)3 Public Charity	General Operating	\$	1 000
36-2865965	Evans Scholars Foundation	1 Briar Rd	Golf	IL	60029 N/A	501(C)3 Public Charity	General Operating	\$	2,500
36-3305202	Windy City Performing Arts	3656 North Halsted St	Chicago	IL	60613 N/A	501(C)3 Public Charity	General Operating	\$	750
36-3320440	Families of Spinal Muscular Atrophy	925 Busse Road	Elk Grove Village	IL	60007 N/A	501(C)3 Public Charity	General Operating	\$	300
36-3357008	Children's Memorial Foundation	2300 Children's Plaza Box 4	Chicago	IL	60614 N/A	501(C)3 Public Charity	General Operating	\$	2,740
36-3363171	Twin Cities Habitat for Humanity	3001 4th Street SE	Minneapolis	MN	55447 N/A	501(C)3 Public Charity	General Operating	\$	500
36-3482724	Interfaith Outreach & Community Partners	1605 County Road 101 North	Plymouth	MN	55447 N/A	501(C)3 Public Charity	General Operating	\$	1,000
36-3488089	Open Your Hearts to the Homeless and Hungry	121 E 7th Pl, Suite 110	St. Paul	MN	55103 N/A	501(C)3 Public Charity	General Operating	\$	20,394
36-3567366	Hunger Solutions Minnesota	555 Park Street, Suite 420	St. Paul	MN	55103 N/A	501(C)3 Public Charity	General Operating	\$	2,500
36-3673599	Feeding America	35 East Wacker Drive, Suite 2000	Chicago	IL	60601 N/A	501(C)3 Public Charity	General Operating	\$	9 100
36-3763350	Ruggles Elementary	7947 S. Prairie	Chicago	IL	60619 N/A	501(C)3 Public Charity	General Operating	\$	789
36-3789520	Barrington Youth Dance Ensemble	758 W Northwest Highway	Barrington	IL	60010 N/A	501(C)3 Public Charity	General Operating	\$	1 000
36-4111723	The Chicagoand Area Affiliate of Susan G Komen for the Cure	8765 W Higgins Road Suite 401	Chicago	IL	60631 N/A	501(C)3 Public Charity	General Operating	\$	745
36-4219778	PAWS Chicago	197 N Clybourn Ave	Chicago	IL	60614 N/A	501(C)3 Public Charity	General Operating	\$	750
36-4244353	Living Lands and Waters	c/o Anne Powers, 17624 Route 84 North	East Moline	IL	61244 N/A	501(C)3 Public Charity	General Operating	\$	25,000
37-0661228	Monmouth College	700 E Broadway	Monmouth	IL	61462 N/A	501(C)3 Public Charity	General Operating	\$	250
37-0606007	Chicago Diabetes Project	840 S Wood Street	Chicago	IL	60612 N/A	501(C)3 Public Charity	General Operating	\$	500
38-1387120	American Cancer Society Inc Great Lakes Division Inc	P O Box 22718	Oklahoma City	OK	73123 N/A	501(C)3 Public Charity	General Operating	\$	80
38-2164580	Women's Resource Center	720 S Elmwood Ave	Traverse City	MI	49684 N/A	501(C)3 Public Charity	General Operating	\$	750
38-2893105	Down Syndrome Guild of Southeast MI	29688 Telegraph Road Suite 200	Southfield	MI	48034 N/A	501(C)3 Public Charity	General Operating	\$	250
38-3767089	Cologne Academy	1221 Village Parkway	Cologne	MN	55322 N/A	501(C)3 Public Charity	General Operating	\$	250
38-6000558	Bay City Central High School	1624 Columbus Ave	Bay City	MI	48708 N/A	501(C)3 Public Charity	General Operating	\$	100
38-6094602	Grace Centers of Hope	35 E Huron St	Pontiac	MI	48342 N/A	501(C)3 Public Charity	General Operating	\$	500
39-1077783	Big Brother Big Sisters of Dane County	2059 Atwood Ave #2	Madison	WI	53704 N/A	501(C)3 Public Charity	General Operating	\$	6 955
41-0003982	Gopher Wrestling Club	PO Box 14253	Minneapolis	MN	55141 N/A	501(C)3 Public Charity	General Operating	\$	530
41-0693842	Animal Humane Society - Golden Valley, MN	845 Meadow Lane North	Golden Valley	MN	55422 N/A	501(C)3 Public Charity	General Operating	\$	530
41-0724036	American Cancer Society Inc Midwest Division Inc	2520 Pilot Knob Road, Ste 150	Mendota Heights	MN	55120 N/A	501(C)3 Public Charity	General Operating	\$	1,630
41-0768851	Twin Cities Public Television	172 East Fourth Street	St. Paul	MN	55101 N/A	501(C)3 Public Charity	General Operating	\$	156
41-0781858	MS Society - Upper Midwest Chapter	200 12th Ave S	Minneapolis	MN	55423 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-0790658	St. John the Baptist Catholic School	3200 Highway 100 South	Shakopee	MN	55419 N/A	501(C)3 Public Charity	General Operating	\$	700
41-0791350	Boys & Girls Club of the Twin Cities	75 Fifth Street West, Suite 304	St. Paul	MN	55102 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-0842657	St. Vincent de Paul School	8501 54th Ave North	New Hope	MN	55428 N/A	501(C)3 Public Charity	General Operating	\$	8,646
41-08489303	Minnesota Public Radio	9050 93rd Ave	Brooklyn Park	MN	55445 N/A	501(C)3 Public Charity	General Operating	\$	500
41-0953924	Shakopee Area Catholic Schools	480 Cedar Street	St. Paul	MN	55101 N/A	501(C)3 Public Charity	General Operating	\$	175
41-0981357	Groves Academy	2700 17th Ave East	Shakopee	MN	55419 N/A	501(C)3 Public Charity	General Operating	\$	241
41-0979871	United Arts Fund	3200 Highway 100 South	St. Louis Park	MN	55376 N/A	501(C)3 Public Charity	General Operating	\$	700
41-1228092	Emergency Foodshelf Network	75 Fifth Street West, Suite 304	St. Paul	MN	55102 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-1246504	Southern Anoka Community Assistance Inc	8501 54th Ave North	New Hope	MN	55428 N/A	501(C)3 Public Charity	General Operating	\$	8,646
41-1272131	PACER Center, Inc	627 38th Ave NE	Columbia Heights	MN	55421 N/A	501(C)3 Public Charity	General Operating	\$	500
41-1306304	FamilyWise	8161 Normandale Blvd	Minneapolis	MN	55437 N/A	501(C)3 Public Charity	General Operating	\$	500
41-1343909	Minnesota Children's Museum	3036 University Avenue SE	Minneapolis	MN	55414 N/A	501(C)3 Public Charity	General Operating	\$	250
41-1354181	Greater Minneapolis Crisis Nursery	10 West Seventh Street	St. Paul	MN	55102 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-1379021	Loaves and Fishes	5400 Glenwood Ave	Golden Valley	MN	55422 N/A	501(C)3 Public Charity	General Operating	\$	5 000
41-1421522	Make-A-Wish Foundation of Minnesota	615 First Ave NE, Suite 415	Minneapolis	MN	55403 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-1424988	Junior Achievement- Upper Midwest	1800 White Bear Ave North	Maplewood	MN	55109 N/A	501(C)3 Public Charity	General Operating	\$	44,250
41-1429208	St. David's Center	3395 Plymouth Road	Minnetonka	MN	55305 N/A	501(C)3 Public Charity	General Operating	\$	5 000
41-1430172	PROF	14700 Martin Drive	Eden Prairie	MN	55344 N/A	501(C)3 Public Charity	General Operating	\$	20,000
41-1433859	Store to Door	1821 University Ave W Suite S112	St. Paul	MN	55104 N/A	501(C)3 Public Charity	General Operating	\$	250
41-1433903	We Can Ride	14300 County Rd 62	Minnetonka	MN	55345 N/A	501(C)3 Public Charity	General Operating	\$	2,500
41-1442049	PRISM	730 Florida Ave S	Golden Valley	MN	55426 N/A	501(C)3 Public Charity	General Operating	\$	50
41-1513014	Saints Healthcare Foundation	1455 St Francis Avenue	Shakopee	MN	55379 N/A	501(C)3 Public Charity	General Operating	\$	10 000
41-1517351	Minnesota Adult & Teen Challenge	1619 Portland Ave South	Minneapolis	MN	55404 N/A	501(C)3 Public Charity	General Operating	\$	25,000
41-1543013	Friendship Venture	10509 108th St NW	Annandale	MN	55302 N/A	501(C)3 Public Charity	General Operating	\$	20,941
41-1555901	Community Health Charities	2626 E 22nd St, Suite 340	Bloomington	MN	55425 N/A	501(C)3 Public Charity	General Operating	\$	88
41-1601449	Feed My Starving Children	401 93rd Ave NW	Coon Rapids	MN	55433 N/A	501(C)3 Public Charity	General Operating	\$	520
41-1628876	Helping Paws	P O Box 634	Hopkins	MN	55343 N/A	501(C)3 Public Charity	General Operating	\$	35,500
41-1681317	Open Arms of Minnesota	2500 Bloomington Ave South	Minneapolis	MN	55404 N/A	501(C)3 Public Charity	General Operating	\$	13,939
41-1693030	Minnesota Environmental Fund	450 Syndicate St N, Suite 90	St. Paul	MN	55104 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-1694717	Minnesota Assistance Council for Veterans	360 Roberts St N #306	St. Paul	MN	55101 N/A	501(C)3 Public Charity	General Operating	\$	10,000
41-1725396	Bridging, Inc.	201 W 87th St	Bloomington	MN	55420 N/A	501(C)3 Public Charity	General Operating	\$	2,500
41-1728341	Community Emergency Service	1800 11th Ave S	Minneapolis	MN	55404 N/A	501(C)3 Public Charity	General Operating	\$	1 920
41-1756085	ALS Association - Minnesota/North Dakota Chapter	333 N Washington Ave , Suite 105	Minneapolis	MN	55401 N/A	501(C)3 Public Charity	General Operating	\$	2 500
41-1777966	Pay It Forward Fund	3300 Oakdale Ave N	Robbinsdale	MN	55422 N/A	501(C)3 Public Charity	General Operating	\$	2,500
41-1812210	Community of Peace Academy	471 Magnolia Ave E	St. Paul	MN	55130 N/A	501(C)3 Public Charity	General Operating	\$	300,050
41-1814223	The Foundation for Children's Hospitals and Clinics of Minnesota	2910 Centre Pointe Drive	Roseville	MN	55113 N/A	501(C)3 Public Charity	General Operating	\$	250
41-1836794	St. Louis Park Friends of the Arts	6715 Minnetonka Blvd #103	St. Louis Park	MN	55426 N/A	501(C)3 Public Charity	General Operating	\$	15,000
41-1893645	Children's Cancer Research Fund	7301 Chms Lane, Ste 480	Minneapolis	MN	55439 N/A	501(C)3 Public Charity	General Operating	\$	

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust

C.H. ROBINSON WORLDWIDE FOUNDATION

Employer identification number

68-0599299

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					33.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	49,363.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	49,396.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	321,745.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	321,745.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part.

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			49,396.
14 Net long-term gain or (loss):				
a Total for year	14a			321,745.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15			371,141.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if.

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,400	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)	30		
31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**
▶ **Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041**

2012

68-0599299

[illegible]

Schedule D-1 (Form 1041) 2012

34 -

Employer identification number

68-0599299

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 800. ECOLAB INC COM	09/18/2009	01/12/2012	47,697.00	38,165.00	9,532.00
2400. FASTENAL CO	08/24/2009	01/12/2012	110,267.00	44,472.00	65,795.00
1400. GENERAL MLS INC	09/18/2009	01/12/2012	56,840.00	42,167.00	14,673.00
300000. FFCB 9/30/30	09/28/2010	01/20/2012	300,000.00	300,000.00	
1800. BADGER METER INC	VAR	04/19/2012	68,042.00	72,820.00	-4,778.00
800. STRATASYS INC	11/06/2009	04/19/2012	37,283.00	12,820.00	24,463.00
400. TARGET CORP	10/28/2009	04/19/2012	22,948.00	19,666.00	3,282.00
700. STRATASYS INC	11/06/2009	07/20/2012	39,593.00	11,218.00	28,375.00
700. FISERV INC	08/20/2010	08/07/2012	48,608.00	35,756.00	12,852.00
800. MTS SYS CORP	11/06/2009	08/07/2012	40,975.00	22,263.00	18,712.00
1100. DISNEY WALT CO NEW	08/24/2009	09/10/2012	56,770.00	29,777.00	26,993.00
800. EXXON MOBIL CORP	08/24/2009	09/10/2012	71,822.00	57,158.00	14,664.00
1200. PHILLIPS 66	VAR	09/10/2012	53,373.00	27,130.00	26,243.00
1500. US BANCORP	VAR	09/10/2012	50,820.00	34,500.00	16,320.00
1700. WELLS FARGO & CO	10/28/2009	09/10/2012	58,938.00	47,104.00	11,834.00
1600. ZIMMER HLDGS INC	VAR	09/10/2012	103,918.00	79,930.00	23,988.00
100000. HSBC FIN CORP MTN 9/15/12	08/24/2009	09/15/2012	100,000.00	100,000.00	
1100. ECOLAB INC COM	VAR	12/06/2012	78,771.00	49,974.00	28,797.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					321,745.00

Schedule D-1 (Form 1041) 2012

Asset Detail**Statement of Account**

January 1, 2012 - December 31, 2012

Asset Detail Schedule

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
<i>Domestic Fixed Income - Taxable</i>				
<i>Corporate Bonds</i>				
Gen Elec Cap Crp MTN	150,000 00	\$150,042 00	\$151,342 91	\$4,200 00
2 800% 1/08/13	100 03	1 39%	-\$1,300 91	2 80%
Morgan Stanley 5 300%	100,000 00	\$100,546.00	\$100,636 96	\$5,300 00
3/01/13	100 55	0 93%	-\$90 96	5 27%
Occidental Pete 1 450%	250,000.00	\$252,607 50	\$251,615 55	\$3,625 00
12/13/13	101 04	2 34%	\$991.95	1 43%
Merrill Lynch & Co 5 700%	200,000 00	\$219,500 00	\$204,273.59	\$11,400 00
5/02/17	109 75	2 04%	\$15,226 41	5 19%
Morgan Stanley MTN 6 250%	250,000 00	\$286,137 50	\$259,428 42	\$15,625 00
8/28/17	114 46	2 66%	\$26,709 08	5 46%
Blackrock Inc 5.000%	150,000 00	\$179,479.50	\$149,475 00	\$7,500 00
12/10/19	119 65	1 67%	\$30,004 50	4 18%
Goldman Sachs GP MTN	250,000 00	\$286,507 50	\$244,830.56	\$13,437 50
5 375% 3/15/20	114 60	2 66%	\$41,676.94	4 69%
Citigroup Inc 5 375%	250,000 00	\$294,612 50	\$262,847 83	\$13,437.50
8/09/20	117 85	2 73%	\$31,764.67	4 56%
Metlife Inc 4 750%	250,000.00	\$290,280 00	\$265,993 13	\$11,875 00
2/08/21	116 11	2 69%	\$24,286 87	4 09%
UnitedHealth Group 2 875%	245,000 00	\$251,215 65	\$249,900 00	\$7,043.75
3/15/22	102 54	2 33%	\$1,315 65	2.80%
Georgia Power Co 2 850%	150,000 00	\$154,534 50	\$155,780 00	\$4,275.00
5/15/22	103 02	1.43%	-\$1,245 50	2 77%
CME Group Inc 3 000%	250,000 00	\$253,660 00	\$250,000 00	\$7,500 00
9/15/22	101 46	2 35%	\$3,660 00	2 96%
UnitedHealth Grp 2 750%	150,000 00	\$151,350 00	\$152,355 00	\$4,125 00
2/15/23	100 90	1 40%	-\$1,005 00	2 72%
Total Domestic Fixed Income -		\$2,870,472 65	\$2,698,478 95	\$109,343 75

Asset Detail (continued)**Statement of Account**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
<i>Foreign Fixed Income</i>				
<i>Foreign Bonds</i>				
Barclays Bk PLC MTN 4 500% 10/27/23	250,000.00 99.86	\$249,645 00 2.32%	\$250,000 00 -\$355.00	\$11,250 00 4.51%
Total Foreign Fixed Income		\$249,645 00 2.32%	\$250,000 00 -\$355 00	\$11,250 00
<i>Domestic Equities</i>				
<i>Common Stocks</i>				
Associated Banc Corp TICKER ASBC	2,400 00 13 12	\$31,488 00 0.29%	\$31,823.76 -\$335.76	\$768 00 2.44%
Badger Meter Inc TICKER BMI	3,200 00 47 41	\$151,712 00 1.41%	\$117,017.24 \$34,694.76	\$2,176 00 1.43%
Baxter International Inc TICKER BAX	1,400 00 66 66	\$93,324 00 0.87%	\$73,268.40 \$20,055.60	\$2,520 00 2.70%
Bemis Co TICKER. BMS	6,400.00 33 46	\$214,144 00 1.99%	\$177,851.80 \$36,292.20	\$6,400 00 2.99%
ConocoPhillips TICKER: COP	2,400 00 57.99	\$139,176 00 1.29%	\$86,041.65 \$53,134.35	\$6,336 00 4.55%
Corning Inc TICKER: GLW	8,200 00 12 62	\$103,484 00 0.96%	\$126,439.44 -\$22,955.44	\$2,952 00 2.85%
Daktronics, Inc TICKER: DAKT	6,800 00 11 08	\$75,344 00 0.70%	\$60,586.78 \$14,757.22	\$1,564 00 2.08%
Disney Walt Co New TICKER: DIS	2,500.00 49 79	\$124,475 00 1.16%	\$78,905.84 \$45,569.16	\$1,875 00 1.51%
Donaldson Inc TICKER: DCI	4,400 00 32 84	\$144,496 00 1.34%	\$80,907.71 \$63,588.29	\$1,584.00 1.10%
Ecolab Inc Com TICKER: ECL	3,800.00 71 90	\$273,220 00 2.54%	\$167,611.64 \$105,608.36	\$3,496 00 1.28%
Emerson Electric TICKER EMR	5,900 00 52 96	\$312,464 00 2.90%	\$234,953.19 \$77,510.81	\$9,676 00 3.10%
Exxon Mobil Corp TICKER XOM	3,600 00 86 55	\$311,580 00 2.89%	\$250,872.98 \$60,707.02	\$8,208 00 2.63%
Fastenal Co TICKER FAST	2,800 00 46 65	\$130,620 00 1.21%	\$50,903.96 \$79,716.04	\$2,352 00 1.80%
Fiserv Inc TICKER FISV	3,000 00 79 03	\$237,090 00 2.20%	\$146,890.62 \$90,199.38	\$0 00 0.00%
General Electric Corp TICKER GE	7,600 00 20 99	\$159,524 00 1.48%	\$115,590.36 \$43,933.64	\$5,776 00 3.62%
General MLS Inc TICKER GIS	4,300 00 40 42	\$173,806 00 1.61%	\$133,577.79 \$40,228.21	\$5,676 00 3.27%
Graco Inc TICKER GGG	4,500 00 51 49	\$231,705 00 2.15%	\$119,891.14 \$111,813.86	\$4,500.00 1.94%

Asset Detail (continued)**Statement of Account**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
Honeywell International Inc	2,600.00	\$165,022.00	\$97,838.77	\$4,264.00
TICKER: HON	63.47	1.53%	\$67,183.23	2.58%
Hormel Foods Corp	4,400.00	\$137,324.00	\$106,108.90	\$2,992.00
TICKER: HRL	31.21	1.27%	\$31,215.10	2.18%
Intel Corp	5,900.00	\$121,658.00	\$123,331.51	\$5,310.00
TICKER: INTC	20.62	1.13%	-\$1,673.51	4.36%
Johnson & Johnson	4,300.00	\$301,430.00	\$260,402.38	\$10,492.00
TICKER: JNJ	70.10	2.80%	\$41,027.62	3.48%
Medtronic Inc	5,550.00	\$227,661.00	\$204,387.81	\$5,772.00
TICKER: MDT	41.02	2.11%	\$23,273.19	2.53%
Microsoft Corp	2,300.00	\$61,432.31	\$64,376.77	\$2,116.00
TICKER: MSFT	26.71	0.57%	-\$2,944.46	3.44%
Mts Sys Corp	2,000.00	\$101,860.00	\$53,542.33	\$2,400.00
TICKER: MTSC	50.93	0.95%	\$48,317.67	2.36%
Nve Corp	1,400.00	\$77,686.00	\$69,310.00	\$0.00
TICKER: NVEC	55.49	0.72%	\$8,376.00	0.00%
Patterson Cos Inc	3,800.00	\$130,074.00	\$101,275.83	\$2,128.00
TICKER: PDCO	34.23	1.21%	\$28,798.17	1.64%
Principal Financial Group	4,900.00	\$139,748.00	\$118,550.55	\$4,116.00
TICKER: PFG	28.52	1.30%	\$21,197.45	2.94%
Procter & Gamble Company	2,000.00	\$135,780.00	\$114,653.20	\$4,496.00
TICKER: PG	67.89	1.26%	\$21,126.80	3.31%
St Jude Med Inc	4,300.00	\$155,402.00	\$156,645.32	\$3,956.00
TICKER: STJ	36.14	1.44%	-\$1,243.32	2.55%
Target Corp	3,200.00	\$189,344.00	\$148,537.74	\$4,608.00
TICKER: TGT	59.17	1.76%	\$40,806.26	2.43%
TCF Financial	3,400.00	\$41,310.00	\$40,457.96	\$680.00
TICKER: TCB	12.15	0.38%	\$852.04	1.65%
Techne Corp	900.00	\$61,506.00	\$56,301.00	\$1,080.00
TICKER: TECH	68.34	0.57%	\$5,205.00	1.76%
Toro Co	4,800.00	\$206,304.00	\$108,544.87	\$2,688.00
TICKER: TTC	42.98	1.91%	\$97,759.13	1.30%
United Parcel Svc Inc CL B	2,700.00	\$199,071.00	\$196,596.90	\$6,156.00
TICKER: UPS	73.73	1.85%	\$2,474.10	3.09%
US Bancorp	5,700.00	\$182,058.00	\$129,442.51	\$4,446.00
TICKER: USB	31.94	1.69%	\$52,615.49	2.44%
Valspar Corp	2,400.00	\$149,760.00	\$74,499.60	\$2,208.00
TICKER: VAL	62.40	1.39%	\$75,260.40	1.47%
Wells Fargo & Co	5,500.00	\$187,990.00	\$149,557.82	\$4,840.00
TICKER: WFC	34.18	1.74%	\$38,432.18	2.57%
Western Union Co	10,900.00	\$148,349.00	\$194,921.11	\$5,450.00
TICKER: WU	13.61	1.38%	-\$46,572.11	3.67%
Xcel Energy Inc	2,900.00	\$77,459.00	\$63,423.00	\$3,132.00
TICKER: XEL	26.71	0.72%	\$14,036.00	4.04%

Asset Detail (continued)

Statement of Account

January 1, 2012 - December 31, 2012

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
3M Co	3,900.00	\$362,115 00	\$312,044 99	\$9,204 00
TICKER MMM	92 85	3 36%	\$50,070 01	2.54%
Total Domestic Equities		\$6,467,995 31 60 03%	\$4,997,885 17 \$1,470,110.14	\$158,393.00
Foreign Equities				
<i>International Stocks</i>				
BP PLC Spons ADR	1,100 00	\$45,804 00	\$63,161 88	\$2,376 00
TICKER BP	41 64	0 43%	-\$17,357.88	5 19%
Pentair LTD	4,050 00	\$199,057 50	\$130,799 79	\$3,564 00
TICKER PNR	49 15	1 85%	\$68,257 71	1 79%
Schlumberger LTD	1,500 00	\$103,947 90	\$92,703 10	\$1,650 00
TICKER SLB	69 30	0 96%	\$11,244 80	1 59%
Total Foreign Equities		\$348,809.40 3 24%	\$286,664 77 \$62,144 63	\$7,590 00
Total All Assets		\$9,936,922.36	\$8,233,028.89	\$286,576.75