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: MB KRUPP FOUNDATION

A Employer identification number: 74-1562995

Number and street (or P O box number if mail is not delivered to street address): 8903 QUAIL RIDGE LANE

Room/suite:

B Telephone number: (913) 895-4701

City or town, state, and ZIP code: LENEXA, KS 66220

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: [X] 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) ▶$ 1,329,426.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	0.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	57.	57.		STATEMENT 1
	4 Dividends and interest from securities	41,162.	28,371.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	38,550.			
	b Gross sales price for all assets on line 6a 935,956.				
	7 Capital gain net income (from Part IV, line 2)		38,550.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	510.	75.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	80,279.	67,053.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	450.	450.		0.
	b Accounting fees STMT 5	2,475.	2,475.		0.
	c Other professional fees STMT 6	21,185.	21,185.		0.
	17 Interest				
	18 Taxes STMT 7	306.	210.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	75.	311.		37.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	24,491.	24,631.		37.
	25 Contributions, gifts, grants paid	20,000.			20,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	44,491.	24,631.		20,037.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	35,788.			
	b **Net investment income** (if negative, enter -0-)		42,422.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.**

Form **990-PF** (2012)

14361015 132842 20171-0006 2012.04040 MB KRUPP FOUNDATION 20171-01

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	67,772.	211,079.	211,079.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 10	9,256.	9,256.	10,630.
	b Investments - corporate stock STMT 11	817,558.	624,259.	707,002.
	c Investments - corporate bonds STMT 12	297,706.	363,159.	382,015.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 13	0.	19,983.	18,700.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,192,292.	1,227,736.	1,329,426.
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			
	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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,192,292.	1,227,736.	
	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			
	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**	1,192,292.	1,227,736.	
	31 **Total liabilities and net assets/fund balances**	1,192,292.	1,227,736.	

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	1,192,292.
2 Enter amount from Part I, line 27a	2	35,788.
3 Other increases not included in line 2 (itemize) ▶ BOOK TO TAX ADJUSTMENT	3	773.
4 Add lines 1, 2, and 3	4	1,228,853.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	1,117.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,227,736.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	935,956.		897,406.	38,550.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				38,550.

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	38,550.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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	14,798.	1,246,149.	.011875
2010	12,406.	680,448.	.018232
2009	17,459.	339,250.	.051464
2008	20,967.	369,190.	.056792
2007	17,828.	414,045.	.043058

2	**Total** of line 1, column (d)	2	.181421
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	.036284
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,300,997.
5	Multiply line 4 by line 3	5	47,205.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	424.
7	Add lines 5 and 6	7	47,629.
8	Enter qualifying distributions from Part XII, line 4	8	20,037.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (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	848.
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	848.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	848.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,000.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	4.
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	148.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 148. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GARY SMITH Telephone no. ▶ (913) 895-4701
Located at ▶ 8903 QUAIL RIDGE LANE, LENEXA, KS ZIP+4 ▶ 66220

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☒ Yes ☐ No			
	If "Yes," list the years ▶ 2011 , 2010 , ,			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 2011 , 2010 , ,			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — X (No)

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GARY A. SMITH 8903 QUAIL RIDGE LANE LENEXA, KS 66220	CHAIRMAN 5.00	0.	0.	0.
GARY A. SMITH, JR. 8401 HARBINGER STREET LENEXA, KS 66219	PRESIDENT 5.00	0.	0.	0.
KAY M. SMITH 8903 QUAIL RIDGE LANE LENEXA, KS 66220	TREASURER 5.00	0.	0.	0.
ROBERT G. SMITH 2630 S. 1700 EAST SALT LAKE CITY, UT 84106	SECRETARY 5.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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Part 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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes [X] No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes [X] 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 [X] No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: 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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GARY ALBION SMITH 8903 QUAIL RIDGE LANE LENEXA, KS 66220	PRESIDENT 5.00	0.	0.	0.
DR. ALBION SMITH 415 RIVER COVE ROAD SOCIAL CIRCLE, GA 30025	VICE PRESIDENT 5.00	0.	0.	0.
KAY SMITH 8903 QUAIL RIDGE LANE LENEXA, KS 66220	SECRETARY 5.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	1,177,644.
b	Average of monthly cash balances		1b	143,165.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,320,809.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,320,809.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	19,812.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,300,997.
6	**Minimum investment return.** Enter 5% of line 5		6	65,050.

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	65,050.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 848.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	848.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	64,202.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	64,202.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	64,202.

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	20,037.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	20,037.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	20,037.

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				64,202.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			47,105.	
b Total for prior years: 2010 , ____ , ____		15,260.		
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: ▶ $ 20,037.				
a Applied to 2011, but not more than line 2a			20,037.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		15,260.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		15,260.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			27,068.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				64,202.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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				
RADFORD SCHOOL 2001 RADFORD STREET EL PASO, TX 79903	NONE	NONPROFIT	EDUCATION ASSISTANCE	5,000.
CHURCH OF ST. CLEMENT 810 NORTH CAMPBELL EL PASO, TX 79902	NONE	CHURCH	RELIGIOUS EDUCATION	5,000.
GRANDFATHER HOME FOR CHILDREN P.O. BOX 98 BANNER ELK, NC 28604	NONE	NONPROFIT	INDIGENT CHILDREN ASSISTANCE	2,500.
AMERICAN RESPIRATORY CARE FOUNDATION 9425 NORTH MACARTHUR BOULEVARD IRVING, TX 75063	NONE	NONPROFIT	HEALTH RESEARCH	7,500.
Total			▶ 3a	20,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	57.	
4 Dividends and interest from securities			14	41,162.	
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			14	510.	
8 Gain or (loss) from sales of assets other than inventory			18	38,550.	
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.		80,279.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 80,279.

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

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

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

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

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

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

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

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
N/A		

Sign Here

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

▶ Gary Albin Smith | 11/7/2013 | ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MARY I. RAMM	Mary I Ramm	10-28-13		P00038710
Firm's name ▶ RUBINBROWN LLP			Firm's EIN ▶ 43-0765316	
Firm's address ▶ 10975 GRANDVIEW DR SUITE 600 OVERLAND PARK, KS 66210			Phone no. 913-491-4144	

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	BAIRD 1096-7921 - SHORT TERM (SEE ATTACHED)	P	VARIOUS	12/31/12
b	BAIRD 1096-7921 - LONG TERM (SEE ATTACHED)	P	VARIOUS	12/31/12
c		P	VARIOUS	12/31/12
d		P	VARIOUS	12/31/12
e		P	VARIOUS	12/31/12
f		P	VARIOUS	12/31/12
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

	(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	661.		617.	44.
b	92,885.		93,485.	<600.>
c	161,449.		159,384.	2,065.
d	60,986.		55,323.	5,663.
e	616,427.		585,485.	30,942.
f	3,455.		3,112.	343.
g	93.			93.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				44.
b				<600.>
c				2,065.
d				5,663.
e				30,942.
f				343.
g				93.
h				
i				
j				
k				
l				
m				
n				
o				

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	38,550.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
BAIRD 1096-7921	15.
BAIRD 2197-4820	5.
BAIRD 7079-4486	37.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	57.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BAIRD 1096-7921	13,394.	0.	13,394.
BAIRD 2197-4820	14,447.	1.	14,446.
BAIRD 7079-4486	13,414.	92.	13,322.
TOTAL TO FM 990-PF, PART I, LN 4	41,255.	93.	41,162.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PRINCIPAL PAYMENTS	25.	0.	
PARNTERSHIP DISTRIBUTIONS	485.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	510.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	450.	450.		0.
TO FM 990-PF, PG 1, LN 16A	450.	450.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,475.	2,475.		0.
TO FORM 990-PF, PG 1, LN 16B	2,475.	2,475.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	21,185.	21,185.		0.
TO FORM 990-PF, PG 1, LN 16C	21,185.	21,185.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX PAID	202.	0.		0.
FOREIGN TAX PAID	104.	210.		0.
TO FORM 990-PF, PG 1, LN 18	306.	210.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MID-CON ENERGY PARTNERS LP - SECTION 59(E)(2) EXPENDITURES	0.	273.		0.
WIRE TRANSFER FEE	75.	38.		37.
TO FORM 990-PF, PG 1, LN 23	75.	311.		37.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
MID-CON ENERGY PARTNERS LP BASIS ADJUSTMENT	1,117.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,117.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
TAX-EXEMPT BONDS (SEE ATTACHED)		X	9,256.	10,630.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			9,256.	10,630.
TOTAL TO FORM 990-PF, PART II, LINE 10A			9,256.	10,630.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK (SEE ATTACHED)	624,259.	707,002.
TOTAL TO FORM 990-PF, PART II, LINE 10B	624,259.	707,002.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED)	363,159.	382,015.
TOTAL TO FORM 990-PF, PART II, LINE 10C	363,159.	382,015.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MID-CON ENERGY PARTNERS LP	COST	19,983.	18,700.
TOTAL TO FORM 990-PF, PART II, LINE 13		19,983.	18,700.

M B KRUPP FOUNDATION
ADVISORY CHOICE

Statement Period: **JANUARY 1 - DECEMBER 31, 2012**
Account Number: **1096-7921 FS16**

BAIRD

ASSET SUMMARY

	Value as of December 31, 2012				Gains/(-)Losses		
				% of		Realized	
	At Baird	Not at Baird	Total	Assets *	Unrealized	This Period	Year-to-Date
Cash							
Money Market/Bank Deposit	46,072.40		46,072.40	11.58%			
Margin							
Cash and Cash Alternatives	**$46,072.40**		**$46,072.40**	**11.58%**			
Stocks/Options	202,549.93		202,549.93	50.94%	32,341.25		-215.77
Stock Funds	119,744.95		119,744.95	30.11%	16,860.44	2,197.92	-339.42
Preferred Stocks							
Balanced Funds							
Tax-Exempt Bonds							
Tax-Exempt Bond Funds	10,629.71		10,629.71	2 67%	1,373.86		
Taxable Bonds							
Taxable Bond Funds							
Unit Investment Trusts							
Annuities							
Baird Private Equity							
Other Investments	18,700.00		18,700.00	4.70%	-2,400.00		
Portfolio Assets	**$351,624.59**		**$351,624.59**	**88.42%**	**$48,175.55**	**$2,197.92**	**-$555.19**
Total Assets	**$397,696.99**		**$397,696.99**	**100.00%**	**$48,175.55**	**$2,197.92**	**-$555.19**

INCOME & DISTRIBUTION SUMMARY

		This Period	Year-to-Date
Dividends	Tax-Exempt	55.47	602.99
	Taxable - Qualified	1,083.37	7,593.84
	Taxable - Non-Qualified	1,118.20	5,197.35
Interest	Tax-Exempt		
	Taxable	1.97	14.69
Capital Gain Distributions			
Return of Principal			
Other			485.00
Total Income and Distributions		**$2,259.01**	**$13,893.87**

TAX INFORMATION SUMMARY

		This Period	Year-to-Date
Accrued Interest Paid	Tax-Exempt		
	Taxable		
Accrued Interest Received	Tax-Exempt		
	Taxable		
Gross Proceeds		11,554.49	93,546.77
Federal Withholding			
Foreign Taxes Paid			
Margin Interest Charged			

* Please note "% of Assets" figures are shown gross of any amounts owed to Baird and/or net short positions.

ASSET DETAILS

This section shows the cash, cash alternatives and/or securities in your account. It reflects market values as of the close of business, December 31, 2012.

Please note, unrealized gain/loss is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Performance on funds and unit investment trusts is provided for informational purposes only to assist you in comparing the total current value of your position with your total amount invested, excluding reinvestment activity. Performance may be misstated if any cost information is inaccurate or if you have sold part of your position since your original investment.

CASH AND CASH ALTERNATIVES

	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
INSURED DEPOSIT US BANK	46,072.40	46,072.40		23.04	0.05%
Net yield from 12/01/12 - 12/31/12 was 0.05% (Compounded).					
Deposits held at US Bank are insured by the FDIC up to $250,000.					
Total Cash and Cash Alternatives	$46,072.40	$46,072.40		$23.04	0.05%

PORTFOLIO ASSETS

Stocks/Options	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
AUTOMATIC DATA PROCESSING INC	ADP	360	56.9300	43.4162	20,494.80	15,629.82	4,864.98	626.39	
REINVESTMENTS		2.4650	56.9300	52.5761	140.33	129.60	10.73	4.29	
TOTAL		362.4650	56.9300	43.4785	20,635 13	15,759.42	4,875.71	630.68	3.06%
CHEVRON CORP	CVX	235	108.1400	62.8783	25,412.89	14,776.40	10,636.50	845.99	
REINVESTMENTS		1.8180	108.1400	100.8251	196.60	183.30	13.29	6.55	
TOTAL		236.8180	108.1400	63.1696	25,609.49	14,959.70	10,649.79	852.54	3 33%
EXXON MOBIL CORP	XOM	245	86.5500	58.7884	21,204.74	14,403.15	6,801.60	558.59	
REINVESTMENTS		1.4240	86.5500	80.8638	123 25	115.15	8.09	3.25	
TOTAL		246.4240	86.5500	58.9159	21,327.99	14,518.30	6,809.69	561.84	2.63%
ILLINOIS TOOL WORKS INC	ITW	380	60.8100	46.5161	23,107.80	17,676.10	5,431.70	577.60	
REINVESTMENTS		18.3970	60.8100	53.5832	1,118.72	985.77	132.92	27.96	
TOTAL		398.3970	60.8100	46.8424	24,226.52	18,661.87	5,564.62	605.56	2.50%
JOHNSON & JOHNSON	JNJ	330	70.1000	64.1085	23,132.99	21,155.80	1,977.20	805.19	
REINVESTMENTS		21.1470	70.1000	65.9011	1,482.41	1,393.61	88.75	51.60	
TOTAL		351.1470	70.1000	64.2164	24,615.40	22,549.41	2,065.95	856.79	3 48%
PEPSICO INC	PEP	330	68.4300	57.4873	22,581.90	18,970.80	3,611.10	709.50	
REINVESTMENTS		15.5910	68.4300	67.6672	1,066.89	1,055.00	11.86	33.52	
TOTAL		345.5910	68.4300	57.9465	23,648 79	20,025.80	3,622.96	743.02	3.14%
PFIZER INC	PFE	835	25.0793	22.0405	20,941.21	18,403.80	2,537.41	801.59	

ASSET DETAILS continued

	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
Stocks/Options continued									
REINVESTMENTS		59.3380	25.0793	21.4876	1,488.16	1,275.03	213.08	56.97	
TOTAL		894.3380	25.0793	22.0038	22,429.37	19,678.83	2,750.49	858.56	3.83%
3M COMPANY	MMM	280	92.8500	81.4616	25,998.00	22,809.25	3,188.75	660.79	
REINVESTMENTS		13.2390	92.8500	86.5564	1,229.24	1,145.92	83.29	31.25	
TOTAL		293 2390	92.8500	81.6916	27,227.24	23,955.17	3,272.04	692.04	2.54%
VOC ENERGY TR UNIT	VOC	1,000	12.8300	20.1000	12,830.00	20,100.00	-7,270.00	1,840.00	14.34%
Total Stocks/Options					$202,549.93	$170,208.50	$32,341.25	$7,641.03	3.77%
Stock Funds									
HARBOR INTL INSTL CL	HAINX	350.564	62.1200	33.6600	21,777.03	11,800.00	9,977.03	461.34	
REINVESTMENTS		5.166	62.1200	59.1521	320.91	305.58	15.33	6.80	
TOTAL		355.730	62.1200	34.0302	22,097.94	12,105.58	9,992.36	468.14	2.12%
PERFORMANCE: $10,297.94					22,097.94	11,800.00			
SALIENT MLP & ENERGY INFRA FUND	SMF	1,500.000	25.0900	25.0000	37,635.00	36,552.78***	1,082.22	2,685.00	7.13%
SELECT UTILITIES SELECT SECTOR SPDR ETF	XLU	280.000	34.9205	32.6005	9,777 74	9,128.15	649.59	401.51	
REINVESTMENTS		17.200	34.9205	35.2581	600.63	606.44	-5.83	24.67	
TOTAL		297.200	34.9205	32.7543	10,378.37	9,734.59	643.76	426.18	4.11%
PERFORMANCE: $1,250.22					10,378.37	9,128.15			
SPDR SERIES TRUST DOW JONES REIT ETF	RWR	150.000	72.9700	48.4300	10,945.50	7,264.50	3,681.00	334.24	
REINVESTMENTS		7.381	72.9700	66.7145	538.59	492.42	46.14	16.45	
TOTAL		157.381	72.9700	49.2875	11,484.09	7,756.92	3,727.14	350.69	3.05%
PERFORMANCE: $4,219.59					11,484.09	7,264.50			
SPDR DOW JONES INTL REAL ESTATE ETF	RWX	333.000	41.3500	35.6174	13,769.55	11,860.59	1,908.96	906.42	6.58%
TORTOISE PIPELINE & ENERGY FUND INC	TTP	1,000.000	24.3800	24.8740	24,380.00	24,874.00	-494.00	1,630.00	6.69%
Total Stock Funds					$119,744.95	$102,884.46	$16,860.44	$6,466.43	5.40%
Tax-Exempt Bond Funds									
NUVEEN HIGH YIELD MUNICIPAL BOND CL I	NHMRX	580.881	17.1400	14.9300	9,956.29	8,672.55	1,283.75	612.24	
REINVESTMENTS		39.289	17.1400	14.8444	673.42	583.22	90.11	41.41	
TOTAL		620.170	17.1400	14.9246	10,629.71	9,255.77	1,373.86	653.65	6.15%
PERFORMANCE: $1,957.16					10,629.71	8,672 55			
Total Tax-Exempt Bond Funds					$10,629.71	$9,255.77	$1,373.86	$653.65	6.15%

ASSET DETAILS continued

Other Investments	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
MID CON ENERGY PARTNERS LTD PARTNERSHIP	MCEP	1,000	18.7000	21.1000	18,700.00	~~21,100.00~~*** 19,983	-2,400.00	1,940.00	10.37%
Total Other Investments					$18,700.00	~~$21,100.00~~ 19,983	-$2,400.00	$1,940.00	10.37%
Total Portfolio Assets					$351,624.59	$303,448.73	$48,175.55	$16,701.11	4.75%
Total Assets					$397,696.99	$349,521.13	$48,175.55	$16,724.15	4.21%

+ Bond ratings of securities displayed on your statement were obtained from various rating services. There is no guarantee with respect to the accuracy of this information.

* Please note, "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing.

*** The original cost of this security has been adjusted to reflect principal payments, return of capital or amortization/accretion based on our records and/or provided by you.

M B KRUPP FOUNDATION
CONFLUENCE INVESTMENT MGMT

Statement Period: **JANUARY 1 - DECEMBER 31, 2012**
Account Number: **2197-4820 FS16**

BAIRD

ASSET SUMMARY

	Value as of December 31, 2012				Gains/(-)Losses		
				% of		Realized	
	At Baird	Not at Baird	Total	Assets *	Unrealized	This Period	Year-to-Date
Cash							
Money Market/Bank Deposit	13,851.06		13,851.06	3.03%			
Margin							
Cash and Cash Alternatives	**$13,851.06**		**$13,851.06**	**3.03%**			
Stocks/Options	14,700.11		14,700.11	3.21%	302.12		-132.43
Stock Funds	169,234.25		169,234.25	36.97%	14,746.72		9,015.52
Preferred Stocks	21,708.75		21,708.75	4.74%	-866.07		-553.71
Balanced Funds	69,221.60		69,221.60	15.12%	10,375.36		260.32
Tax-Exempt Bonds							
Tax-Exempt Bond Funds							
Taxable Bonds							
Taxable Bond Funds	169,071.45		169,071.45	36.93%	11,718.40		-835.50
Unit Investment Trusts							
Annuities							
Baird Private Equity							
Other Investments							
Portfolio Assets	**$443,936.16**		**$443,936.16**	**96.97%**	**$36,276.53**	**$0.00**	**$7,754.20**
Total Assets	**$457,787.22**		**$457,787.22**	**100.00%**	**$36,276.53**	**$0.00**	**$7,754.20**

INCOME & DISTRIBUTION SUMMARY

		This Period	Year-to-Date
Dividends	Tax-Exempt		
	Taxable - Qualified		
	Taxable - Non-Qualified	2,211.27	14,445.90
Interest	Tax-Exempt		
	Taxable	0.52	5.61
Capital Gain Distributions		1.62	1.62
Return of Principal			
Other			
Total Income and Distributions		**$2,213.41**	**$14,453.13**

TAX INFORMATION SUMMARY

		This Period	Year-to-Date
Accrued Interest Paid	Tax-Exempt		
	Taxable		
Accrued Interest Received	Tax-Exempt		
	Taxable		
Gross Proceeds			222,435.68
Federal Withholding			
Foreign Taxes Paid			
Margin Interest Charged			

* Please note "% of Assets" figures are shown gross of any amounts owed to Baird and/or net short positions.

ASSET DETAILS

This section shows the cash, cash alternatives and/or securities in your account. It reflects market values as of the close of business, December 31, 2012.
Please note, unrealized gain/loss is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.
Performance on funds and unit investment trusts is provided for informational purposes only to assist you in comparing the total current value of your position with your total amount invested, excluding reinvestment activity. Performance may be misstated if any cost information is inaccurate or if you have sold part of your position since your original investment.

CASH AND CASH ALTERNATIVES

	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
INSURED DEPOSIT US BANK	13,851.06	13,851.06		6.93	0.05%
Net yield from 12/01/12 - 12/31/12 was 0.05% (Compounded).					
Deposits held at US Bank are insured by the FDIC up to $250,000.					
Total Cash and Cash Alternatives	**$13,851.06**	**$13,851.06**		**$6.93**	**0.05%**

PORTFOLIO ASSETS

	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
Stocks/Options									
ISHARES GOLD TRUST	IAU	903	16.2792	15.9446	14,700.11	14,397.97	302.12	N/A	N/A
Total Stocks/Options					**$14,700.11**	**$14,397.97**	**$302.12**	**N/A**	**N/A**
Stock Funds									
ISHARES RUSSELL 2000 VALUE INDEX ETF	IWN	156.000	75.5100	72.3062	11,779.56	11,279.76	499.80	228.27	1.94%
ISHARES RUSSELL 2000 GROWTH INDEX ETF	IWO	120.000	95.3100	94.2204	11,437.20	11,306.45	130.75	167.37	1.46%
ISHARES DOW JONES U S TECHNOLOGY ETF	IYW	264 000	70.7200	65.8269	18,670.08	17,378.29	1,291.79	175.98	0.94%
ISHARES DOW JONES U S FINANCIAL SECTOR ETF	IYF	289.000	60.7000	52.3002	17,542.30	15,114 77	2,427.53	292.78	1.67%
ISHARES DOW JONES U S UTILITIES ETF	IDU	51.000	86.3600	81.3437	4,404.36	4,148.53	255.83	151.44	3.44%
ISHARES MSCI BRAZIL INDEX ETF	EWZ	68.000	55.9400	64.5168	3,803.92	4,387.14	-583.22	97.91	2.57%
POWERSHARES S&P SMALL CAP ENERGY ETF	PSCE	119.000	33.6400	37.3100	4,003.16	4,439.89	-436.73	29.63	0.74%

ASSET DETAILS continued

	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
Stock Funds continued									
POWERSHARES S&P SMALL CAP HEALTHCARE ETF	PSCH	126.000	35.3500	35.1088	4,454.10	4,423.71	30.39	21.21	0.48%
SECTOR HEALTHCARE SELECT SECTOR SPDR ETF	XLV	509.000	39.8805	32.9868	20,299.17	16,790.28	3,508.87	392.94	1.94%
SECTOR CONSUMER STAPLES SELECT SECTOR SPDR ETF	XLP	265.000	34 9000	29 6282	9,248 50	7,851.47	1,397.03	252.81	2.73%
SECTOR MATERIALS SELECT SECTOR SPDR ETF	XLB	124.000	37.5400	34.3773	4,654.96	4,262.78	392.18	92.87	2.00%
SECTOR ENERGY SELECT SECTOR SPDR ETF	XLE	252.817	71.4200	66.6234	18,056.19	16,843.54	1,212.65	305 14	
REINVESTMENTS		1.183	71.4200	67.2020	84.49	79.50	4.98	1.43	
TOTAL		254.000	71.4200	66.6261	18,140.68	16,923.04	1,217.63	306.57	1.69%
PERFORMANCE: $1,297.14					18,140.68	16,843.54			
SECTOR CONSUMER DISCRETIONARY SELECT SECTOR SPDR ETF	XLY	285.000	47.4391	39.2788	13,520.14	11,194.45	2,325.68	192.09	1.42%
SECTOR INDUSTRIAL SELECT SECTOR SPDR ETF	XLI	480.000	37.9000	33.6247	18,192.00	16,139.84	2,052.16	383.04	2.11%
VANGUARD MSCI EMERGING MARKETS ETF	VWO	204.000	44.5300	43.3681	9,084.12	8,847.09	237.03	367.20	4.04%
Total Stock Funds					$169,234.25	$154,487.49	$14,746.72	$3,152.11	1.86%
Preferred Stocks									
BARCLAYS BANK PLC IPATH DOW JONES UBS COMMODITY INDEX TOTAL RETURN	DJP	525	41.3500	42.9997	21,708.75	22,574.82	-866.07	N/A	N/A
Total Preferred Stocks					$21,708.75	$22,574.82	-$866.07	N/A	N/A
Balanced Funds									
VANGUARD REIT INDEX ETF	VNQ	1,052.000	65.8000	56.0597	69,221.60	58,974.85	10,375.36	2,464.83	3.56%
Total Balanced Funds					$69,221.60	$58,974.85	$10,375.36	$2,464.83	3.56%
Taxable Bond Funds									
ISHARES UTILITIES SECTOR BOND ETF	AMPS	133.000	51.6000	49.8200	6,862.80	6,626.06	236.74	216.04	3.15%
ISHARES BARCLAYS 7-10YR TREASURY BOND ETF	IEF	43.000	107.4900	98 1307	4,622.07	4,219.62	402.45	82.72	1.79%
ISHARES IBOXX $INVESTMENT GRADE CORP BOND FUND	LQD	172.000	120.9900	111.4823	20,810.28	19,174.96	1,635.32	796.17	3.83%

ASSET DETAILS continued

	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
Taxable Bond Funds continued									
ISHARES BARCLAYS INTERMEDIATE CREDIT BOND ETF	CIU	41.000	111.2900	109.0273	4,562.89	4,470.12	92.77	143.79	3.15%
ISHARES IBOXX $ HIGH YIELD CORP BOND ETF	HYG	666.000	93.3500	86.5034	62,171.10	57,611.29	4,559.81	4,102.62	6.60%
ISHARES BARCLAYS MBS BOND ETF	MBB	82.000	107.9900	107.1506	8,855.18	8,786.35	68.83	162.03	1.83%
SPDR BARCLAYS CAPITAL HIGH YIELD BOND ETF	JNK	1,503.000	40.7100	37.5680	61,187.13	56,464.65	4,722.48	4,130.69	6.75%
Total Taxable Bond Funds					$169,071.45	$157,353.05	$11,718.40	$9,634.06	5.70%
Total Portfolio Assets					$443,936.16	$407,788.18	$36,276.53	$15,251.00	3.44%
Total Assets					$457,787.22	$421,639.24	$36,276.53	$15,257.93	3.33%

\+ Bond ratings of securities displayed on your statement were obtained from various rating services. There is no guarantee with respect to the accuracy of this information.

* Please note, "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing.

*** The original cost of this security has been adjusted to reflect principal payments, return of capital or amortization/accretion based on our records and/or provided by you.

M B KRUPP FOUNDATION
WBI INVESTMENTS

Statement Period: **JANUARY 1 - DECEMBER 31, 2012**
Account Number: **7079-4486 FS16**

BAIRD

ASSET SUMMARY

	Value as of December 31, 2012				Gains/(-)Losses		
				% of		Realized	
	At Baird	*Not at Baird*	*Total*	*Assets **	*Unrealized*	*This Period*	*Year-to-Date*
Cash							
Money Market/Bank Deposit	133,180.95		133,180.95	29.21%			
Margin							
Cash and Cash Alternatives	**$133,180.95**		**$133,180.95**	**29.21%**			
Stocks/Options	66,462.44		66,462.44	14.58%	7,963.38		28,859.66
Stock Funds	43,379.70		43,379.70	9.51%	1,148.08		1,152.64
Preferred Stocks							
Balanced Funds							
Tax-Exempt Bonds							
Tax-Exempt Bond Funds							
Taxable Bonds							
Taxable Bond Funds	212,943.97		212,943.97	46.70%	7,137.66	71.57	1,272.57
Unit Investment Trusts							
Annuities							
Baird Private Equity							
Other Investments							
Portfolio Assets	**$322,786.11**		**$322,786.11**	**70.79%**	**$16,249.12**	**$71.57**	**$31,284.87**
Total Assets	**$455,967.06**		**$455,967.06**	**100.00%**	**$16,249.12**	**$71.57**	**$31,284.87**

INCOME & DISTRIBUTION SUMMARY

		This Period	*Year-to-Date*
Dividends	Tax-Exempt		
	Taxable - Qualified	582.05	5,556.87
	Taxable - Non-Qualified	838.29	7,764.92
Interest	Tax-Exempt		
	Taxable	5.70	37.09
Capital Gain Distributions		91.68	91.68
Return of Principal			
Other			
Total Income and Distributions		**$1,517.72**	**$13,450.56**

TAX INFORMATION SUMMARY

		This Period	*Year-to-Date*
Accrued Interest Paid	Tax-Exempt		
	Taxable		
Accrued Interest Received	Tax-Exempt		
	Taxable		
Gross Proceeds		4,417.98	619,881.69
Federal Withholding			
Foreign Taxes Paid			104.44
Margin Interest Charged			

* Please note "% of Assets" figures are shown gross of any amounts owed to Baird and/or net short positions.

M B KRUPP FOUNDATION
WBI INVESTMENTS

Statement Period: JANUARY 1 - DECEMBER 31, 2012
Account Number: 7079-4486 FS16

BAIRD

ASSET DETAILS

This section shows the cash, cash alternatives and/or securities in your account. It reflects market values as of the close of business, December 31, 2012.

Please note, unrealized gain/loss is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Performance on funds and unit investment trusts is provided for informational purposes only to assist you in comparing the total current value of your position with your total amount invested, excluding reinvestment activity. Performance may be misstated if any cost information is inaccurate or if you have sold part of your position since your original investment.

CASH AND CASH ALTERNATIVES

	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
GENERAL MONEY MARKET	10,866.65	10,866.65		1.09	0.01%
Net yield from 12/01/12 - 12/31/12 was 0.01% (Compounded).					
INSURED DEPOSIT US BANK	122,314.30	122,314.30		61.16	0.05%
Net yield from 12/01/12 - 12/31/12 was 0.05% (Compounded).					
Deposits held at US Bank are Insured by the FDIC up to $250,000.					
Total Cash and Cash Alternatives	**$133,180.95**	**$133,180.95**		**$62.25**	**0.05%**

PORTFOLIO ASSETS

Stocks/Options	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
CENOVUS ENERGY INC	CVE	138	33.5400	33.0799	4,628.52	4,565.03	63.49	122.25	2.64%
HUNTINGTON BANCSHRES INC	HBAN	1,192	6.3900	6.2758	7,616.88	7,480.75	136 13	190.72	2.50%
INVESCO LTD SHARES	IVZ	455	26.0900	21.7909	11,870.95	9,914.86	1,956.09	313.95	2.64%
MOLSON COORS BREWING COMPANY CLASS B	TAP	111	42.7900	40.7628	4,749.69	4,524.67	225.02	142 08	2.99%
ROCKWELL AUTOMATION INC	ROK	88	83.9900	68.3333	7,391.12	6,013.33	1,377.79	165 44	2.24%
RYDER SYSTEM INC	R	114	49.9300	38.1068	5,692.02	4,344.18	1,347.84	141.36	2.48%
SAFEWAY INC NEW	SWY	632	18.0900	16.1621	11,432.88	10,214.45	1,218.43	442.40	3.87%
TORONTO DOMINION BANK NEW	TD	94	84.3300	75.7378	7,927.02	7,119.35	807.67	291 45	3.68%
WADDELL & REED FINANCIAL INC CLASS A	WDR	148	34.8200	29.2057	5,153.36	4,322.44	830.92	165.76	3.22%
Total Stocks/Options					**$66,462.44**	**$58,499.06**	**$7,963.38**	**$1,975.41**	**2.97%**

ASSET DETAILS continued

	Symbol/CUSIP Bond Rating+	Quantity	Current Price	Average Unit Cost	Current Value	Cost	Unrealized Gain/(-)Loss*	Anticipated Annualized Income	Current Yield %
Stock Funds									
SPDR SERIES TRUST S&P DIVIDEND ETF	SDY	312.000	58.1600	58.1851	18,145.92	18,153.75	-7.83	595.67	3.28%
SPDR WELLS FARGO PREFERRED STOCK ETF	PSK	561.000	44.9800	42.9196	25,233.78	24,077.87	1,155.91	1,588.13	6.29%
Total Stock Funds					$43,379.70	$42,231.62	$1,148.08	$2,183.80	5.03%
Taxable Bond Funds									
ISHARES JPMORGAN USD EMERGING MARKETS BOND ETF	EMB	111.000	122.7900	122.7014	13,629.69	13,619.86	9.83	568.68	4.17%
ISHARES BARCLAYS 20+ YR TREASURY BOND ETF	TLT	162.000	121.1800	126.4447	19,631.16	20,484.04	-852.88	526 03	2.68%
ISHARES BARCLAYS 7-10YR TREASURY BOND ETF	IEF	239.000	107.4900	108.0175	25,690.11	25,816.18	-126.07	459.78	1.79%
ISHARES IBOXX $INVESTMENT GRADE CORP BOND FUND	LQD	531.000	120.9900	111.7202	64,245.69	59,323.43	4,922.26	2,457.94	3.83%
PIMCO TOTAL RETURN ETF	BOND	124.000	109.0500	110 3811	13,522.20	13,687.26	-165.06	267.84	1.98%
POWERSHARES SENIOR LOAN PORT ETF	BKLN	874.000	24.9800	23.4431	21,832.52	20,489.31	1,343.21	1,078.51	4.94%
VANGUARD SHORT TERM CORP BOND ETF	VCSH	221.000	80.3200	79.0255	17,750.72	17,464.63	286.09	385.64	2.17%
VANGUARD INTERMEDIATE TERM CORP BOND ETF	VCIT	418.000	87.6600	83.5445	36,641.88	34,921.60	1,720.28	1,202.58	3.28%
Total Taxable Bond Funds					$212,943.97	$205,806.31	$7,137.66	$6,947.00	3.26%
Total Portfolio Assets					$322,786.11	$306,536.99	$16,249.12	$11,106.21	3.44%
Total Assets					$455,967.06	$439,717.94	$16,249.12	$11,168.46	2.45%

\+ Bond ratings of securities displayed on your statement were obtained from various rating services. There is no guarantee with respect to the accuracy of this information.

* Please note, "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing.

REALIZED GAINS/(-)LOSSES

This section presents estimated realized gains or losses for your information only, and should not be used for tax purposes. To calculate gains or losses, the position with the highest purchase price has been liquidated first unless you have instructed us otherwise. We suggest you review this information for accuracy and contact your Baird Financial Advisor with any questions.

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stocks/Options								
STATE STREET CORP	07/18/11 n	02/23/12	0.909	43.5800	40.8701	39.60	37.15	-2.45(ST)
	10/17/11 n	02/23/12	0.178	34.4030	40.8701	6.13	7.27	1.14(ST)
	10/17/11 n	02/23/12	0.978	34.4030	40.8701	33.63	39.98	6.35(ST)
	01/17/12 c	02/23/12	0.913	43.8000	40.8701	39.97	37.31	-2.66(ST)
	11/06/09 n	02/23/12	220	41.8609	40.8701	9,209.40	8,991.25	-218.15(LT)
			222.9780			9,328.73	9,112.96	-215.77
Total Stocks/Options						$9,328.73	$9,112.96	-$215.77
Stock Funds								
NUVEEN INTL VAL I	03/20/09 n	12/17/12	524.515	17.5400	21.7800	9,200.00	11,423.95	2,223.95(LT)
	12/31/10 n	12/17/12	5.994	26.1200	21.7800	156.57	130.54	-26.03(LT)
			530.509			9,356.57	11,554.49	2,197.92
NUVEEN VAL OPP I	12/04/09 n	08/09/12	1,615.392	29.8600	29.2200	48,235.61	47,201.74	-1,033.87(LT)
	12/14/10 n	08/09/12	31.173	35.1700	29.2200	1,096.37	910.87	-185.50(LT)
	12/14/10 n	08/09/12	22.079	35.1700	29.2200	776.52	645.14	-131.38(LT)
	12/31/10 n	08/09/12	28.068	35.0700	29.2200	984.33	820.17	-164.16(LT)
			1,696.712			51,092.83	49,577.92	-1,514.91
VNGRD MSCI EMG MKTS ETF	12/28/11 n	08/09/12	13.000	38.2061	41.4611	496.67	538.98	42.31(ST)
	12/28/11 n	08/09/12	0.019	38.2061	41.4611	0.72	0.79	0.07(ST)
	04/07/10 n	08/09/12	549.000	43.3997	41.4611	23,826.44	22,761.63	-1,064.81(LT)
			562.019			24,323.83	23,301.40	-1,022.43
Total Stock Funds						$84,773.23	$84,433.81	-$339.42
Total Realized Gains/(-)Losses						$94,101.96	$93,546.77	-$555.19
Total Net Short-Term (ST)						$616.72	$661.48	$44.76
Total Net Long-Term Subject to 15% Maximum Tax Rate (LT)						$93,485.24	$92,885.29	-$599.95

* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.

c Covered Tax Lot - The cost basis, holding period and sale proceeds on this tax lot will be reported by Baird to the IRS for taxable (reportable) accounts.

n Noncovered Tax Lot - The cost basis and holding period on this tax lot will not be reported by Baird to the IRS. The sale proceeds will be reported to the IRS for taxable (reportable) accounts. Cost information is being supplied for informational purposes only.

BAIRD

REALIZED GAINS/(-)LOSSES

This section presents estimated realized gains or losses for your information only, and should not be used for tax purposes. To calculate gains or losses, the position with the highest purchase price has been liquidated first unless you have instructed us otherwise. We suggest you review this information for accuracy and contact your Baird Financial Advisor with any questions.

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stocks/Options								
ISHRS GOLD TRUST ETF	10/14/11 c	01/03/12	190	16.3100	15.6133	3,098.90	2,966.47	-132.43(ST)
Total Stocks/Options						**$3,098.90**	**$2,966.47**	**-$132.43**
Stock Funds								
ISHRS RSL2000 VAL ETF	07/01/11 c	01/03/12	16 000	74.4990	66.9400	1,191.98	1,071.01	-120.97(ST)
	08/09/11 c	01/03/12	2.000	60.7100	66.9400	121.42	133.87	12.45(ST)
	10/13/11 c	01/03/12	22.000	60.8600	66.9400	1,338.92	1,472.64	133.72(ST)
	10/14/11 c	01/03/12	35.000	61.7400	66.9400	2,160.90	2,342.85	181.95(ST)
	10/17/11 c	01/03/12	5.000	60.8700	66.9400	304.35	334.72	30.37(ST)
			80.000			5,117.57	5,355.09	237.52
ISHRS RSL 2000 GRW ETF	07/01/11 c	01/03/12	50.000	96.1718	85.3433	4,808.59	4,267.08	-541.51(ST)
	08/09/11 c	01/03/12	7.000	77.5850	85.3433	543.10	597.39	54.29(ST)
	10/13/11 c	01/03/12	66.000	79.4500	85.3433	5,243.70	5,632.54	388.84(ST)
	10/14/11 c	01/03/12	107.000	80.8600	85.3433	8,652.02	9,131.55	479.53(ST)
	10/17/11 c	01/03/12	12.000	79.8100	85.3433	957.72	1,024.12	66.40(ST)
			242.000			20,205.13	20,652.68	447.55
ISHS TR DJ U S TECH ETF	01/03/12 c	04/02/12	155.000	65.0900	77.6718	10,088.95	12,038.86	1,949.91(ST)
ISHS TR DJ U S TECH ETF	07/02/12 c	10/01/12	81.000	71 3653	76.4243	5,780.59	6,190.23	409.64(ST)
ISHS DJ US FIN SEC ETF	01/03/12 c	07/02/12	22.000	50.2600	55.3802	1,105.72	1,218.33	112.61(ST)
	04/02/12 c	07/02/12	111.000	58.3000	55.3802	6,471.30	6,147.07	-324.23(ST)
			133.000			7,577.02	7,365.40	-211.62
ISHRS DJ US UTIL ETF	07/01/11 c	01/03/12	15.000	83.5100	86.9300	1,252.65	1,303.92	51 27(ST)
	10/14/11 c	01/03/12	6.000	82.8100	86.9300	496.86	521.57	24.71(ST)
			21.000			1,749.51	1,825.49	75.98
ISHS DJ US UTIL ETF	10/13/11 c	04/02/12	7.000	81.7300	86.1511	572.11	603.05	30.94(ST)
	10/14/11 c	04/02/12	57.000	82.8100	86.1511	4,720.17	4,910.49	190.32(ST)
			64.000			5,292.28	5,513.54	221.26
PWRSH S&P FINLS ETF	04/02/12 c	07/02/12	148.000	29.9696	29.7810	4,435.50	4,407.49	-28.01(ST)
SECTR SPDR TR HLTHCR ETF	07/01/11 c	01/03/12	154.000	35.8300	35.2204	5,517.82	5,423.83	-93.99(ST)
SECTR SPDR TR HLTHCR ETF	07/01/11 c	04/02/12	3.000	35.8300	37.6300	107.49	112.88	5.39(ST)
	10/14/11 c	04/02/12	91.000	32.7600	37.6300	2,981.16	3,424.26	443.10(ST)
			94.000			3,088.65	3,537.14	448.49
SECTR SPDR CNS STPL ETF	10/17/11 c	01/03/12	30.000	30.6600	32.5311	919.80	975.92	56.12(ST)
	12/04/09 n	01/03/12	87.000	27.2937	32.5311	2,374.55	2,830.14	455.59(LT)
			117.000			3,294.35	3,806.06	511.71
SECTR SPDR CNS STPL ETF	12/04/09 n	04/02/12	412.000	27.2936	34.2000	11,244.96	14,090.08	2,845.12(LT)
SECTR SPDR SBI TECH ETF	10/03/11 c	01/03/12	17.000	23.2700	25.9000	395.59	440.29	44.70(ST)
	10/17/11 c	01/03/12	45.000	25.6300	25.9000	1,153.35	1,165.48	12.13(ST)
	12/04/09 n	01/03/12	1,080.000	23.6271	25.9000	25,517.23	27,971.46	2,454.23(LT)
			1,142.000			27,066.17	29,577.23	2,511.06
SECTR SPDR SBI FINL ETF	07/01/11 c	01/03/12	260.000	15.6000	13.4100	4,056.00	3,486.53	-569.47(ST)
	10/13/11 c	01/03/12	320.000	12.3400	13.4100	3,948.80	4,291.11	342.31(ST)

REALIZED GAINS/(-)LOSSES continued

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stock Funds continued								
	10/14/11 c	01/03/12	506.000	12.4700	13.4100	6,309.82	6,785.32	475.50(ST)
	10/17/11 c	01/03/12	60.000	12.2650	13.4100	735.90	804.60	68 70(ST)
			1,146.000			15,050.52	15,367.56	317.04
SECTR SPDR SBI ENER ETF	07/01/11 c	01/03/12	39.000	75.8800	71.1700	2,959.32	2,775.57	-183.75(ST)
SECTR SPDR SBI ENER ETF	07/01/11 c	04/02/12	33.000	75.8800	71.4706	2,504.04	2,358.47	-145.57(ST)
SECTR SPDR CNSM DSCR ETF	07/01/11 c	01/03/12	60.000	40.9300	39.5000	2,455.80	2,369.95	-85.85(ST)
SECTR SPDR SBI IND ETF	07/01/11 c	01/03/12	65.000	37.8800	34.6350	2,462.20	2,251.23	-210.97(ST)
Total Stock Funds						$135,890.38	$144,905.90	$9,015.52
Preferred Stocks								
BRCLY DJ AIG GRAINS ETN	10/14/11 c	01/03/12	29	45.9793	45.3100	1,333.40	1,313.96	-19 44(ST)
BRCLYS DJ AIG GRAINS ETN	10/03/11 c	04/02/12	35	43.2603	47.3511	1,514.11	1,657.25	143.14(ST)
	10/13/11 c	04/02/12	47	45.0700	47.3511	2,118.29	2,225.45	107.16(ST)
	10/14/11 c	04/02/12	40	45.9793	47.3511	1,839.17	1,894.00	54.83(ST)
	10/17/11 c	04/02/12	7	45.9100	47.3511	321.37	331.45	10.08(ST)
			129			5,792.94	6,108.15	315.21
BRCLY DJ UBS CMDTY ETN	07/01/11 c	01/03/12	165	47.3051	43.0900	7,805.33	7,109.71	-695.62(ST)
	10/14/11 c	01/03/12	136	44.2205	43.0900	6,013.99	5,860.13	-153.86(ST)
			301			13,819.32	12,969.84	-849.48
Total Preferred Stocks						$20,945.66	$20,391.95	-$553.71
Balanced Funds								
VNGRD REIT ETF	07/01/11 c	04/02/12	30.000	61.1500	63.6710	1,834.50	1,910.08	***86.83(ST)
Accumulated Paydown Amount: 11.25								
VNGRD REIT ETF	07/01/11 c	07/02/12	36.000	61.1500	65.5959	2,201.40	2,361.39	***173.49(LT)
Accumulated Paydown Amount: 13.50								
Total Balanced Funds						$4,035.90	$4,271.47	$260.32
Taxable Bond Funds								
ISHS BRCLY20+ YR TR ETF	01/03/12 c	04/02/12	131.000	119.1200	112.8356	15,604.72	14,781.12	-823.60(ST)
ISHRS BC7-10 TREA ETF	10/13/11 c	01/03/12	34.000	102.9800	104.9070	3,501.32	3,566.77	65.45(ST)
	10/14/11 c	01/03/12	20.000	102.4000	104.9070	2,048.00	2,098.10	50.10(ST)
			54.000			5,549.32	5,664.87	115.55
ISHS BC7-10 TREA ETF	10/14/11 c	04/02/12	17.000	102.4000	103.4300	1,740.80	1,758.27	17.47(ST)
ISHS INVSTMNT BD FD ETF	01/03/12 c	04/02/12	81.000	113.8600	115.2400	9,222.66	9,334.23	111.57(ST)
ISHS TR IBOXX CORP ETF	04/02/12 c	07/02/12	6.000	90.3500	90.5604	542.10	543 35	1.25(ST)
	07/01/11 c	07/02/12	76.000	91.3700	90.5604	6,944.12	6,882.43	-61.69 (LT)
			82.000			7,486.22	7,425.78	-60.44
ISHS BRCLY MBS BD ETF	10/13/11 c	04/02/12	8.000	107.5298	107.7603	860.24	862.07	1.83(ST)
	01/03/12 c	04/02/12	27.000	108.0200	107.7603	2,916.54	2,909.45	-7.09(ST)
			35.000			3,776.78	3,771.52	-5.26
SPDR LEH HI YLD BOND ETF	04/02/12 c	07/02/12	8.000	39.3300	39.1490	314.64	313.19	-1.45(ST)
	07/01/11 c	07/02/12	175.000	40.2300	39.1490	7,040.25	6,850.91	-189.34 (LT)

REALIZED GAINS/(-)LOSSES continued

Taxable Bond Funds continued	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
			183.000			7,354.89	7,164.10	-190.79
Total Taxable Bond Funds						$50,735.39	$49,899.89	-$835.50
Total Realized Gains/(-)Losses						$214,706.23	$222,435.68	$7,754.20
Total Net Short-Term (ST)						$159,383.72	$161,449.27	$2,076.80
Total Net Long-Term Subject to 15% Maximum Tax Rate (LT)						$55,322.51	$60,986.41	$5,677.40

* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.

*** The Realized Gain/Loss on this security was calculated based upon all principal payments, return of capital or amortization/accretion on our records and/or provided by you. Please consult your tax advisor for additional information.

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INTERESTED PARTIES AND/OR SUPPORTING REPRESENTATIVE(S)

Per your request, a copy of this statement has also been sent to:

CONFLUENCE INVESTMENT MGMT
349 MARSHALL AVE, SUITE 302
SAINT LOUIS MO 63119-1862

PARKSIDE FINANCIAL
ATTN: JANELLE PIDCOCK
8112 MARYLAND AVE #101
SAINT LOUIS MO 63105-3700

Your Supporting Representative(s) is (are):

ROBERT W BAIRD & CO INC
ADVISORY SERVICES

Thank you for allowing Robert W. Baird & Co. Incorporated to serve you.
Visit our Web site at www.rwbaird.com. Clients enrolled in Baird OnLine can access updated Account Information, Baird Research and Investing Tools including the latest market information, portfolio tracking and more. Please contact your Baird Financial Advisor with questions regarding Baird OnLine, your account or this statement.

ACTIVITY DETAILS continued / SUBACCOUNT ACTIVITY continued

Date	Activity	Quantity	Price	Description	Total	Cash	Money Market	Margin
12/24/12	Mny Mkt Deposit			INSURED DEPOSIT US BANK		-35.34	35.34	
12/28/12	Dividend			POWERSHARES SENIOR LOAN PORT ETF	85.22	85.22		
12/28/12	Dividend			SAFEWAY INC NEW	110.60	110.60		
12/28/12	Dividend			VANGUARD SHORT TERM CORP BOND ETF	29.17	29.17		
12/28/12	Dividend-St Cap			VANGUARD SHORT TERM CORP BOND ETF	7.29	7.29		
12/28/12	Capital Gain Distrib			VANGUARD SHORT TERM CORP BOND ETF	18.56	18.56		
12/28/12	Dividend-St Cap			VANGUARD INTERMEDIATE TERM CORP BOND ETF	111.61	111.61		
12/28/12	Dividend			VANGUARD INTERMEDIATE TERM CORP BOND ETF	96.14	96.14		
12/28/12	Capital Gain Distrib			VANGUARD INTERMEDIATE TERM CORP BOND ETF	68.13	68.13		
12/31/12	Dividend			GENERAL MONEY MARKET	0.09	0.09		
12/31/12	Mny Mkt Deposit			GENERAL MONEY MARKET		-0.09	0.09	
12/31/12	Interest			INSURED DEPOSIT US BANK	5.70	5.70		
12/31/12	Mny Mkt Deposit			INSURED DEPOSIT US BANK		-5.70	5.70	
12/31/12	Mny Mkt Deposit			INSURED DEPOSIT US BANK		-526.72	526.72	
	Closing Balance			Total Closing Balance	$133,180.95	$0.00	$133,180.95	$0.00
				GENERAL MONEY MARKET			10,866.65	
				INSURED DEPOSIT US BANK			122,314.30	

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REALIZED GAINS/(-)LOSSES

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	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stocks/Options								
AGNICO-EAGLE MINES LTD	05/03/12 c	05/16/12	224	37.8868	34.2668	8,486.64	7,675.58	-811.06(S1
APPLIED INDUSTRIAL TECH	10/14/11 c	01/26/12	69	30.0700	37.3157	2,074.83	2,574.73	499.90(S1
	10/19/11 c	01/26/12	67	30.7700	37.3157	2,061.59	2,500.11	438.52(S1
			136			4,136.42	5,074.84	938.42

REALIZED GAINS/(-)LOSSES continued

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stocks/Options continued								
BNY MELLON CORP	06/19/12 c	11/09/12	463	21.4860	24.2353	9,948.02	11,220.68	1,272.66(S
BANK NOVA SCOTIA HALIFAX	12/12/11 c	04/09/12	86	47.4375	54.9896	4,079.63	4,729.00	649.37(S
BLACKROCK INC	10/14/11 c	04/19/12	41	154.6900	190.7922	6,342.29	7,822.30	1,480.01(S
	10/19/11 c	04/19/12	36	149.5900	190.7922	5,385.24	6,868.37	1,483.13(S
			77			11,727.53	14,690.67	2,963.14
CANADIAN IMPERIAL BANK	12/05/11 c	05/16/12	58	71.7520	70.7712	4,161.62	4,104.63	-56.99(S
CATERPILLAR INC	07/27/12 c	11/16/12	153	85.8451	81.4690	13,134.30	12,464.48	-669.82(S
CENOVUS ENERGY INC	04/30/12 c	05/07/12	201	36.0489	32.2917	7,245.83	6,490.48	-755.35(S
CENOVUS ENERGY INC	07/10/12 c	09/20/12	135	31.9652	35.1318	4,315.30	4,742.68	427.38(S
COACH INC	08/27/12 c	11/15/12	240	55.5046	52.4963	13,321.10	12,598.82	-722.28(S
COPA HOLDINGS SA CL A	01/04/12 c	02/22/12	70	61.0456	70.9240	4,273.19	4,964.59	691.40(S
DONNELLEY R R & SONS CO	08/31/11 c	01/18/12	123	15.2198	11.8265	1,872.04	1,454.63	-417 41(S
	10/14/11 c	01/18/12	203	15.6960	11.8265	3,186.29	2,400.73	-785.56(S
	10/19/11 c	01/18/12	308	15.2460	11.8265	4,695.77	3,642.49	-1,053 28(S
			634			9,754.10	7,497.85	-2,256.25
DU PONT E.I.DE NEMOUR&CO	06/12/12 c	07/12/12	261	49.5728	46.5078	12,938.50	12,138.26	-800.24(S
EATON CORP	08/29/11 c	03/07/12	75	41.9174	48.6826	3,143.80	3,651.12	507.32(S
	10/14/11 c	03/07/12	85	41.9900	48.6826	3,569.15	4,137.94	568.79(S
	10/19/11 c	03/07/12	138	41.7599	48.6826	5,762.87	6,718.08	955.21(S
			298			12,475.82	14,507.14	2,031.32
EMERSON ELECTRIC COMPANY	07/10/12 c	09/05/12	291	44.9942	49.1484	13,093.31	14,301.85	1,208.54(S
FIRSTENERGY CORP	02/01/12 c	08/08/12	306	42.5825	45.7760	13,030.25	14,007.14	976.89(S
FOOT LOCKER INC	05/24/12 c	06/04/12	309	32.0410	29.8093	9,900.67	9,210.86	-689.81(S
GENTEX CORP	05/07/12 c	06/26/12	313	23.1032	19.5354	7,231.30	6,114.44	-1,116.86(S
HARRIS CORP DEL	06/04/12 c	10/15/12	91	39.4587	46.9437	3,590.75	4,271.78	681.03(S
HARRIS CORP DEL	06/04/12 c	10/16/12	89	39.4587	46.9573	3,511.82	4,179.10	667.28(S
HASBRO INC	01/11/12 c	06/27/12	144	33.1383	32.3500	4,771.92	4,658.29	-113.63(S
	01/25/12 c	06/27/12	144	34.8640	32.3500	5,020.42	4,658.30	-362.12(S
			288			9,792.34	9,316.59	-475.75
HONEYWELL INTL INC	10/14/11 c	04/10/12	135	48.7199	56.9993	6,577.19	7,694.73	1,117.54(S
	10/19/11 c	04/10/12	130	48.7599	56.9993	6,338.79	7,409.74	1,070.95(S
			265			12,915.98	15,104.47	2,188.49
HUNTSMAN CORP	05/10/12 c	05/18/12	671	14.9701	12.9178	10,044.94	8,667.64	-1,377.30(S
HUNTSMAN CORP	06/21/12 c	09/25/12	375	13.1020	15.1319	4,913.26	5,674.33	761.07(S
HUNTSMAN CORP	06/21/12 c	09/26/12	373	13.1020	14.6742	4,887.04	5,473.35	586.31(S
ILLINOIS TOOL WORKS INC	09/26/11 c	05/17/12	67	43.0967	53.8841	2,887.48	3,610.15	722.67(S
	10/14/11 c	05/17/12	75	46.5600	53.8841	3,492.00	4,041.21	549.21(S
	10/19/11 c	05/17/12	136	46.0999	53.8841	6,269.59	7,328.08	1,058.49(S
			278			12,649.07	14,979.44	2,330.37
ILLINOIS TOOL WORKS INC	07/26/12 c	09/26/12	188	53.2264	58.6292	10,006.56	11,022.04	1,015.48(S
JPMORGAN CHASE & COMPANY	06/11/12 c	11/09/12	384	33.2810	40.9950	12,779.90	15,741.72	2,961.82(S
JOHNSON CONTROLS INC	08/27/12 c	10/11/12	271	27.0461	26.1981	7,329.49	7,099.53	-229.96(S
KRONOS WORLDWIDE INC	06/13/12 c	07/11/12	269	16.0246	13.6324	4,310.62	3,667.03	-643.59(S
LAS VEGAS SANDS CORP	06/13/12 c	07/25/12	282	45.8032	37 6559	12,916.50	10,618.72	-2,297.78(S
LEGGETT & PLATT INC	08/19/11 c	01/31/12	85	19.4951	21.3737	1,657.08	1,816.72	159.64(S

REALIZED GAINS/(-)LOSSES continued

Stocks/Options continued	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
	10/14/11 c	01/31/12	96	21.8000	21.3737	2,092.80	2,051.83	-40.97(S
	10/19/11 c	01/31/12	167	22.0259	21.3737	3,678.33	3,569.35	-108.98(S
			348			7,428.21	7,437.90	9.69
M&T BANK CORP	10/14/11 c	05/15/12	36	75.6700	83.3295	2,724.12	2,999.78	275.66(S
	10/19/11 c	05/15/12	35	71.8200	83.3295	2,513.70	2,916.47	402.77(S
			71			5,237 82	5,916.25	678.43
MC CORMICK & COMPANY	10/14/11 c	06/04/12	79	47.4700	54.9984	3,750.13	4,344.77	594.64(S
	10/19/11 c	06/04/12	77	48.2900	54.9984	3,718.33	4,234.78	516.45(S
			156			7,468.46	8,579 55	1,111.09
MEADWESTVACO CORP	11/03/11 c	01/26/12	242	28.4030	30.4729	6,873.53	7,374.29	500.76(S
MERCK & COMPANY INC NEW	08/22/11 c	03/07/12	94	31.4066	37.2058	2,952.22	3,497.28	545.06(S
	10/14/11 c	03/07/12	109	32.9000	37.2058	3,586.10	4,055.35	469.25(S
	10/19/11 c	03/07/12	192	32.4799	37.2058	6,236.14	7,143.39	907.25(S
			395			12,774.46	14,696.02	1,921.56
MURPHY OIL CORP	08/31/11 c	03/06/12	47	53.6662	59.5729	2,522.31	2,799.87	277.56(S
	10/14/11 c	03/06/12	52	51.3100	59.5729	2,668.12	3,097.73	429.61(S
	10/19/11 c	03/06/12	83	52.7100	59.5729	4,374.93	4,944.47	569.54(S
			182			9,565.36	10,842.07	1,276.71
NORFOLK SOUTHERN CORP	10/12/12 c	11/09/12	157	66.9199	58.3551	10,506.42	9,161.54	-1,344.88(S
OLIN CORP NEW	10/14/11 c	02/16/12	114	19.8799	21.1688	2,266.31	2,413.19	146.88(S
	10/19/11 c	02/16/12	110	19.5899	21.1688	2,154.89	2,328.53	173.64(S
			224			4,421.20	4,741.72	320 52
PG&E CORP	12/07/11 c	06/25/12	247	38.3099	43.7138	9,462.55	10,797.06	1,334.51(S
PNC FINL SVCS GROUP INC	06/20/12 c	09/26/12	201	59.4393	63.7905	11,947.30	12,821.60	874.30(S
PEPSICO INC	10/14/11 c	09/13/12	55	62.1300	70.5072	3,417.15	3,877.80	460.65(S
	10/19/11 c	09/13/12	95	62.0400	70.5072	5,893.80	6,698.04	804.24(S
	08/24/11 c	09/13/12	49	63.5126	70.5072	3,112.11	3,454.77	342.66(L
			199			12,423.06	14,030.61	1,607.55
PRICE T ROWE GROUP INC	05/03/12 c	06/04/12	162	61.5465	54.7991	9,970.53	8,877.25	-1,093.28(S
ROYAL DUTCH SHELL ADR	06/11/12 c	09/27/12	156	63.6032	70.0735	9,922.10	10,931.22	1,009.12(S
SAFEWAY INC NEW	08/29/11 c	02/08/12	170	17.7819	21.5665	3,022.92	3,666.23	643.31(S
	10/14/11 c	02/08/12	194	17.6999	21.5665	3,433.78	4,183.81	750.03(S
	10/19/11 c	02/08/12	330	18.1599	21.5665	5,992.77	7,116.82	1,124.05(S
			694			12,449.47	14,966.86	2,517.39
SEAGATE TECHNOLOGY PLC	06/25/12 c	08/24/12	555	23.1042	33.4891	12,822.83	18,586.03	5,763.20(S
SEALED AIR CORP NEW	11/09/11 c	02/14/12	381	17.9155	19.2451	6,825.81	7,332.23	506.42(S
STURM RUGER & CO INC	06/21/12 c	07/17/12	90	38.4181	42.6881	3,457.63	3,841.83	384.20(S
	06/22/12 c	07/17/12	20	38.6513	42.6881	773.03	853.75	80.72(S
			110			4,230.66	4,695.58	464.92
TEVA PHARMACEUTICAL ADR	09/09/11 c	03/20/12	60	38.8749	43.1729	2,332.49	2,590.32	257.83(S
	10/14/11 c	03/20/12	110	39.0500	43.1729	4,295.50	4,748.93	453.43(S
	10/19/11 c	03/20/12	149	38.9599	43.1729	5,805.03	6,432.66	627.63(S
			319			12,433.02	13,771.91	1,338.89
TORONTO DOMINION BK NEW	12/12/11 c	03/07/12	80	71.1756	80 1114	5,694.05	6,408.79	714.74(S
WASTE MANAGEMENT INC DEL	12/05/11 c	04/30/12	367	31.5768	34.1862	11,588.69	12,546.05	957.36(S

BAIRD

REALIZED GAINS/(-)LOSSES continued

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
Stocks/Options continued								
WATSCO INC A	08/19/11 c	05/18/12	19	53.9885	67.1034	1,025.78	1,274.93	249.15(ST)
	10/14/11 c	05/18/12	21	58.1600	67.1034	1,221.36	1,409.13	187.77(ST)
	10/19/11 c	05/18/12	36	59.6500	67.1034	2,147.40	2,415.68	268.28(ST)
			76			4,394.54	5,099.74	705.20
WELLS FARGO & CO NEW	06/13/12 c	11/14/12	408	31.7081	31.7114	12,936.90	12,937.96	1.06(ST)
W & T OFFSHORE INC	05/03/12 c	05/14/12	143	19.6326	16.1029	2,807.47	2,302.65	-504.82(ST)
W & T OFFSHORE INC	05/03/12 c	05/15/12	89	19.6326	15.5061	1,747.30	1,380.00	-367.30(ST)
W & T OFFSHORE INC	05/03/12 c	05/16/12	30	19.6326	15.2413	588.97	457.22	-131.75(ST)
	05/04/12 c	05/16/12	180	19.4613	15.2413	3,503.03	2,743.37	-759.66(ST)
			210			4,092.00	3,200.59	-891.41
Total Stocks/Options						**$482,925.54**	**$511,785.20**	**$28,859.66**
Stock Funds								
PROSH ULTSHT S&P NEW ETF	11/02/12 c	11/09/12	408.000	55.4730	58.2994	22,632.98	23,785.62	1,152.64(ST)
Total Stock Funds						**$22,632.98**	**$23,785.62**	**$1,152.64**
Taxable Bond Funds								
ISHS INVSTMNT BD FD ETF	10/19/11 c	07/10/12	58.000	112.2199	118.7229	6,508.76	6,885.77	377.01(ST)
ISHS TR IBOXX CORP ETF	12/07/11 c	11/15/12	142.000	87.6200	90.2193	12,442.04	12,810.85	368.81(ST)
SPDR BRCLY LNG CORP ETF	10/14/11 c	01/25/12	109.000	37.9300	38.6431	4,134.37	4,212.01	77.64(ST)
	10/19/11 c	01/25/12	99.000	39.0800	38.6431	3,868.92	3,825.59	-43.33(ST)
			208.000			8,003.29	8,037.60	34.31
VNGRD SHRT TRM CORP ETF	03/19/12 c	12/03/12	55.000	79.0255	80.3288	4,346.41	4,417.98	71.57(ST)
VNGRD LNG TRM CORP ETF	10/14/11 c	03/19/12	323.000	82.4900	84.1284	26,644.27	27,172.98	528.71(ST)
	10/19/11 c	03/19/12	297.000	84.4900	84.1284	25,093.53	24,985.69	-107.84(ST)
			620.000			51,737.80	52,158.67	420.87
Total Taxable Bond Funds						**$83,038.30**	**$84,310.87**	**$1,272.57**
Total Realized Gains/(-)Losses						**$588,596.82**	**$619,881.69**	**$31,284.87**
Total Net Short-Term (ST)						**$585,484.71**	**$616,426.92**	**$30,942.21**
Total Net Long-Term Subject to 15% Maximum Tax Rate (LT)						**$3,112.11**	**$3,454.77**	**$342.66**

* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.

c Covered Tax Lot - The cost basis, holding period and sale proceeds on this tax lot will be reported by Baird to the IRS for taxable (reportable) accounts.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions MB KRUPP FOUNDATION	Employer identification number (EIN) or 74-1562995
	Number, street, and room or suite no If a P O box, see instructions. 8903 QUAIL RIDGE LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LENEXA, KS 66220	

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 ▶ GARY SMITH 8903 QUAIL RIDGE LANE - LENEXA, KS 66220

Telephone No. ▶ (913) 895-4701 FAX No ▶

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______ .

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

7 State in detail why you need the extension
THE TAXPAYER REQUIRES ADDITIONAL TIME TO COLLECT THE REQUIRED INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 1,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 1,000.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 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 ▶ Title ▶ Date ▶