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Form 990-PF

Department of the Treasury  
Internal Revenue ServiceReturn 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

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

, and ending

Name of foundation

THE ADR FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

P.O. BOX 118953

A Employer identification number

75-2849058

City or town, state, and ZIP code

CARROLLTON, TX 75011-8953

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

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

I Fair market value of all assets at end of year **J Accounting method:**  Cash  Accrual  
 (from Part II, col (c), line 16)  Other (specify) **3,254,099.** (Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	91,346.	91,346.	91,346.	STATEMENT 1
4	Dividends and interest from securities	21,604.	21,604.	21,604.	STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	5,084.			
b	Gross sales price for all assets on line 6a	498,690.			
7	Capital gain net income (from Part IV, line 2)		5,084.		
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				
12	<b>Total. Add lines 1 through 11</b>	118,034.	118,034.	112,950.	OGDEN UT
13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	1,860.	1,860.	0.
c	Other professional fees	STMT 4	7,796.	7,796.	0.
17	Interest				
18	Taxes	STMT 5	2,231.	2,231.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6	115.	115.	0.
24	<b>Total operating and administrative expenses. Add lines 13 through 23</b>		12,002.	12,002.	0.
25	Contributions, gifts, grants paid		220,000.		220,000.
26	<b>Total expenses and disbursements. Add lines 24 and 25</b>		232,002.	12,002.	220,000.
27	<b>Subtract line 26 from line 12:</b>		<113,968. >		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		106,032.		
c	Adjusted net income (if negative, enter -0-)			100,948.	

223501  
12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

SCANNED MAY 22 2013

Revenue  
Operating and Administrative ExpensesRECEIVED  
MAY 22 2013  
AD39  
OGDEN UT

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		395,499.	332,066.
	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		366.	365.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 7	868,976.	905,275.
	c	Investments - corporate bonds	STMT 8	2,050,422.	1,963,697.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)		3,315,263.	3,201,403.
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 ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		1,000.	1,000.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		3,999,000.	3,999,000.
	29	Retained earnings, accumulated income, endowment, or other funds		<684,737. >	<798,597. >
	30	Total net assets or fund balances		3,315,263.	3,201,403.
	31	Total liabilities and net assets/fund balances		3,315,263.	3,201,403.

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,315,263.
2	Enter amount from Part I, line 27a	2	<113,968. >
3	Other increases not included in line 2 (itemize) ► <u>PRIOR YEAR ADJUSTMENT</u>	3	108.
4	Add lines 1, 2, and 3	4	3,201,403.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,201,403.

**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.)
<b>1a RBC #97182 - STATEMENT A</b>			P	VARIOUS	VARIOUS
<b>b RBC #97190 - STATEMENT B</b>			P	VARIOUS	VARIOUS
<b>c RBC #97190 - STATEMENT B</b>			P	VARIOUS	VARIOUS
<b>d CAPITAL GAINS DIVIDENDS</b>					
<b>e</b>					
(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)		
<b>a 3,345.</b>		<b>1,136.</b>	<b>2,209.</b>		
<b>b 60,000.</b>		<b>60,000.</b>	<b>0.</b>		
<b>c 433,784.</b>		<b>432,470.</b>	<b>1,314.</b>		
<b>d 1,561.</b>			<b>1,561.</b>		
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			<b>2,209.</b>		
<b>b</b>			<b>0.</b>		
<b>c</b>			<b>1,314.</b>		
<b>d</b>			<b>1,561.</b>		
<b>e</b>					
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	<b>5,084.</b>	
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	<b>0.</b>	

**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			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	2,121.
Date of ruling or determination letter:			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	2,121.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,121.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,485.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,485.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	364.	
11 Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> ►	364.	Refunded ►	0.

**Part VII-A Statements Regarding Activities**

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?	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1a	X
<i>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</i>	1b	X
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. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
<i>If "Yes," attach a detailed description of the activities</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
<i>If "Yes," attach the statement required by General Instruction T.</i>		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
• By language in the governing instrument, or	6	X
• 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?	7	X
7 Did the foundation have at least \$5,000 in assets at any time during the year?		
<i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
<b>TX</b>		
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? <i>If "No," attach explanation</i>		
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)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► DANNY L. DANSBY	Telephone no. ► 972-965-8957
Located at ► 2603 SIR PERCIVAL LANE, LEWISVILLE, TX ZIP+4 ► 75056		
15	► 15	N/A
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 ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X 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 ►	
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?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	2b	
►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a X	
►	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))?

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

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

(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)?

(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  
 Yes  No  
 Yes  No  
 Yes  No  
 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

6b



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

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

N/A

7b

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

## 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
DANNY L. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	PRESIDENT 0.00	0.	0.	0.
RYAN L. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	VICE PRESIDENT 0.00	0.	0.	0.
DAVID L. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	VICE PRESIDENT 0.00	0.	0.	0.
AMY D. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	SECRETARY 0.00	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 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**

1

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.

Number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
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		
3	All other program-related investments. See instructions.	
4		
5		

All other program-related investments. See instructions.

3

---

**Total - Add lines 1 through 3**

---

**Form 990-PF (2012)**

223561  
12-05-12

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,876,664.
b	Average of monthly cash balances	1b	391,282.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	3,267,946.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,267,946.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,019.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,218,927.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	160,946.

**Part XI Distributable Amount** (see instructions) (Section 4942(i)(3) and (i)(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	160,946.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,121.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,121.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	158,825.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	158,825.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	158,825.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1	
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	220,000.
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:	3a	
a	Survability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	220,000.
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	5	0.
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	6	220,000.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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				158,825.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	14,948.			
b From 2008	24,956.			
c From 2009	8,641.			
d From 2010				
e From 2011				
f Total of lines 3a through e	48,545.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 220,000.			0.	
a Applied to 2011, but not more than line 2a				
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				158,825.
e Remaining amount distributed out of corpus	61,175.			
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:	109,720.			
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
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	14,948.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	94,772.			
10 Analysis of line 9:				
a Excess from 2008	24,956.			
b Excess from 2009	8,641.			
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	61,175.			



## Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
CHRISTIAN COMMUNITY ACTION 200 SOUTH MILL STREET LEWISVILLE, TX 75057				10,000.
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921				40,000.
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920				25,000.
GOSPEL FOR ASIA 1800 GOLDEN TRAIL COURT CARROLLTON, TX 75010				10,000.
INTERNATIONAL MISSION BOARD 3806 MONUMENT AVE, P.O. BOX 6767 RICHMOND, VA 23230-0767				25,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 220,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income
		(a) Business code	(b) Amount	
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				91,346.
4 Dividends and interest from securities				21,604.
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				5,084.
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.	0.	118,034.
13 Total. Add line 12, columns (b), (d), and (e)				118,034.

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

## **Relationship of Activities to the Accomplishment of Exempt Purposes**



## THE ADR FOUNDATION, INC.

75-2849058

## Part XV | Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MERCY SHIPS P.O. BOX 2020 GARDEN VALLEY, TX 75771-2020				15,000.
NOME COMMUNITY BAPTIST CHURCH P.O. BOX 934 NOME, AK 99762				5,000.
SOUTH TEXAS CHILDREN'S HOME P.O. BOX 1210 BEEVILLE, TX 78104				15,000.
TEXAS BAPTIST MEN 5351 CATRON DALLAS, TX 75227				15,000.
UNION GOSPEL MISSION 3211 IRVING BLVD DALLAS, TX 75247				15,000.
FAMILY LEGACY MISSIONS INTERNATIONAL 5005 WEST ROYAL LANE, SUITE 252 IRVING, TX 75063				40,000.
PRECEPT MINISTRIES INTERNATIONAL 7324 NOAH REID ROAD, PO BOX 182218 CHATTANOOGA, TN 37422				5,000.
<b>Total from continuation sheets</b>				<b>110,000.</b>

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

SOURCE	AMOUNT
LESS ACCRUED INTEREST	<2,245. >
RBC WEALTH MANAGEMENT #97190	93,319.
RBC WEALTH MANAGEMENT #97190	272.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	91,346.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RBC WEALTH MANAGEMENT #97182	19,077.	0.	19,077.
RBC WEALTH MANAGEMENT #97190	4,088.	1,561.	2,527.
TOTAL TO FM 990-PF, PART I, LN 4	23,165.	1,561.	21,604.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,860.	1,860.	1,860.	0.
TO FORM 990-PF, PG 1, LN 16B	1,860.	1,860.	1,860.	0.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	7,796.	7,796.	7,796.	0.
TO FORM 990-PF, PG 1, LN 16C	7,796.	7,796.	7,796.	0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	2,121.	2,121.	2,121.	0.
FOREIGN TAXES	110.	110.	110.	0.
TO FORM 990-PF, PG 1, LN 18	2,231.	2,231.	2,231.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
P.O. BOX RENTAL	86.	86.	86.	0.
STATE FILING FEE	5.	5.	5.	0.
INVESTMENT EXPENSES	24.	24.	24.	0.
TO FORM 990-PF, PG 1, LN 23	115.	115.	115.	0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	905,275.	876,959.
TOTAL TO FORM 990-PF, PART II, LINE 10B	905,275.	876,959.

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,963,697.	2,045,074.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,963,697.	2,045,074.

THE ADR FOUNDATION INC  
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## RBC #97182 Statement A

### Schedule of Realized Gains and Losses

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less; "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients; the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

Please see Form 1099-B for information reported to the IRS

Long Term							
QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
0.560	EXPRESS SCRIPTS HOLDING COMPANY SYMBOL: ESRX, CUSIP: 30219G108	<input checked="" type="checkbox"/>	01/14/00	04/05/12	32 02	11.62	20 40
14 056	MEDCO HEALTH SOLUTIONS INC SYMBOL: ESRX, CUSIP: 58405U102	<input checked="" type="checkbox"/>	04/17/00	04/03/12	610 35	205.53	404.82
17.392	MEDCO HEALTH SOLUTIONS INC SYMBOL: ESRX, CUSIP: 58405U102	<input checked="" type="checkbox"/>	01/14/00	04/03/12	793.23	292.35	500.88
21 918	MEDCO HEALTH SOLUTIONS INC SYMBOL: ESRX, CUSIP: 58405U102	<input checked="" type="checkbox"/>	02/15/00	04/03/12	956 38	325 13	631.25
22.633	MEDCO HEALTH SOLUTIONS INC SYMBOL: ESRX, CUSIP: 58405U102	<input checked="" type="checkbox"/>	03/15/00	04/03/12	952.75	300 91	651.84
<b>Long-Term Subtotal</b>					<b>3,344.73</b>		<b>2,209.19</b>
<b>Total Gains and Losses</b>					<b>3,344.73</b>		<b>2,209.19</b>
<b>Short-Term</b>							<b>0.00</b>
<b>Long-Term</b>							<b>2,209.19</b>
<b>Term Unknown</b>							<b>0.00</b>

THE ADR FOUNDATION INC  
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RBC #97190 Statement B

**Schedule of Realized Gains and Losses**

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less; "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients; the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

Please see Form 1099-B for information reported to the IRS.

**Short-Term**

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
60,000 000	UBS AG JERSEY BRH CALL NT STEP 21 4 000% DUE 12/08/2021 CUSIP. 90261JHU0	<input checked="" type="checkbox"/>	12/05/11	06/08/12	60,000.00	60,000.00	0 00
<b>Short-Term Subtotal</b>							<b>60,000.00</b>
							<b>0.00</b>

**Long-Term**

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
900,000	CITIGROUP CAP XI 6% TRUST PFD SEC'S DUE 09/27/2034 SYMBOL: C PRQ, CUSIP: 17307Q205	<input checked="" type="checkbox"/>	11/10/04	08/07/12	22,315.69	22,506.00	-190.31
500,000	CITIGROUP CAP XI 6% TRUST PFD SEC'S DUE 09/27/2034 SYMBOL: C PRQ, CUSIP: 17307Q205	<input checked="" type="checkbox"/>	11/10/04	08/07/12	12,397.60	12,495.00	-97.40
65,000 000	COMMERCE ST BK WEST BEND WIS C/D FDIC INS TO LIMITS 5 300% DUE 06/29/2012 SYMBOL: NRC, CUSIP: 20070PCM7	<input checked="" type="checkbox"/>	06/22/07	06/29/12	65,000.00	65,000.00	0 00
1,400,000	CORPORATE BACKED TR CTFS 6 25% PFD BRISTOL-MYERS SQUIBB DEB BKD 2002-18 CL A-1 08/01/2097 SYMBOL: XFR, CUSIP: 21988G346	<input checked="" type="checkbox"/>	06/22/07	06/14/12	35,823.30	34,272.96	1,550.34
225,000.000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 5 261, ORIGINAL COST: 5.44, PURCHASE FACTOR: 0.00002338, SALE FACTOR: 0.00002338 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	01/20/12	5.26	5.44	-0.18
225,000.000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 8 100, ORIGINAL COST: 8.38, PURCHASE FACTOR: 0.000036, SALE FACTOR: 0.000036 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	02/21/12	8.10	8.38	-0.28
225,000.000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 8 100, ORIGINAL COST: 8.38, PURCHASE FACTOR: 0.000036, SALE FACTOR: 0.000036 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	03/20/12	5.85	6.05	-0.20

RBC #97190 Statement B

THE ADR FOUNDATION INC  
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RBC #97190 Statement B

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	8 000% DUE 10/20/2029 ADJUSTED QUANTITY: 5.850, ORIGINAL COST 6.05, PURCHASE FACTOR: 0.000026, SALE FACTOR: 0.000026 SYMBOL: NRC, CUSIP: 36202DD73						
225,000 000*	G N M A PASS THRU POOL 002826M 8 000% DUE 10/20/2029 ADJUSTED QUANTITY: 5.310, ORIGINAL COST 5.50, PURCHASE FACTOR: 0.0000236, SALE FACTOR: 0.0000236 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	04/20/12	5.31	5.50	-0.19
225,000.000*	G N M A PASS THRU POOL 002826M 8 000% DUE 10/20/2029 ADJUSTED QUANTITY: 51 509, ORIGINAL COST: 53 31, PURCHASE FACTOR: 0.00022893, SALE FACTOR: 0.00022893 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	05/21/12	51.51	53.31	-1.80
225,000.000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 5.159, ORIGINAL COST: 5.34, PURCHASE FACTOR: 0.00002293, SALE FACTOR: 0.00002293 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	06/20/12	5.16	5.34	-0.18
225,000 000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 5 751, ORIGINAL COST: 5.95, PURCHASE FACTOR: 0.00002556, SALE FACTOR: 0.00002556 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	07/20/12	5.75	5.95	-0.20
225,000 000*	G N M A PASS THRU POOL 002826M 8 000% DUE 10/20/2029 ADJUSTED QUANTITY: 5.310, ORIGINAL COST: 5.50, PURCHASE FACTOR: 0.0000236, SALE FACTOR: 0.0000236 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	08/20/12	5.31	5.50	-0.19
225,000 000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 5.321, ORIGINAL COST: 5.51, PURCHASE FACTOR: 0.00002365, SALE FACTOR: 0.00002365 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	09/20/12	5.32	5.51	-0.19
225,000.000*	G N M A PASS THRU POOL 002826M 8.000% DUE 10/20/2029 ADJUSTED QUANTITY: 5 663, ORIGINAL COST: 5.86, PURCHASE FACTOR: 0.00002517, SALE FACTOR: 0.00002517 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	10/22/12	5.66	5.86	-0.20
225,000 000*	G N M A PASS THRU POOL 002826M 8 000% DUE 10/20/2029 ADJUSTED QUANTITY: 5 780, ORIGINAL COST: 5.98, PURCHASE FACTOR: 0.00002569, SALE FACTOR: 0.00002569 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	11/20/12	5.78	10.98	-5.20
225,000 000*	G N M A PASS THRU POOL 002826M 8 000% DUE 10/20/2029 ADJUSTED QUANTITY: 42 980, ORIGINAL COST: 44.48, PURCHASE FACTOR: 0.00019102, SALE FACTOR: 0.00019102 SYMBOL: NRC, CUSIP: 36202DD73	<input checked="" type="checkbox"/>	12/08/99	12/20/12	42.98	44.48	-1.50

RBC #97190 Statement B

THE ADR FOUNDATION INC  
PO BOX 118953  
CARROLLTON TX 75011-8953

RBC #97190 Statement B

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 29.041, ORIGINAL COST: 30.06, PURCHASE FACTOR: 0.00012814, SALE FACTOR: 0.00012814 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	01/20/12	29.04	30.06	-1.02
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 29.451, ORIGINAL COST: 30.48, PURCHASE FACTOR: 0.00012995, SALE FACTOR: 0.00012995 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	02/21/12	29.45	30.48	-1.03
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 4.469, ORIGINAL COST: 4.63, PURCHASE FACTOR: 0.00001972, SALE FACTOR: 0.00001972 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	03/20/12	4.47	4.63	-0.16
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 16.689, ORIGINAL COST: 17.27, PURCHASE FACTOR: 0.00007364, SALE FACTOR: 0.00007364 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	04/20/12	16.69	17.27	-0.58
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 4.070, ORIGINAL COST: 4.21, PURCHASE FACTOR: 0.00001796, SALE FACTOR: 0.00001796 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	05/21/12	4.07	4.21	-0.14
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 3.717, ORIGINAL COST: 3.85, PURCHASE FACTOR: 0.0000164, SALE FACTOR: 0.0000164 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	06/20/12	3.72	3.85	-0.13
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 3.869, ORIGINAL COST: 4.00, PURCHASE FACTOR: 0.00001707, SALE FACTOR: 0.00001707 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	07/20/12	3.87	4.00	-0.13
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 24.941, ORIGINAL COST: 25.81, PURCHASE FACTOR: 0.00011005, SALE FACTOR: 0.00011005 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	08/20/12	24.94	25.81	-0.87
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 3.835, ORIGINAL COST: 3.97, PURCHASE FACTOR: 0.00001692, SALE FACTOR: 0.00001692 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	09/20/12	3.83	3.97	-0.14
226,632.000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 48.882, ORIGINAL COST: 50.59, PURCHASE FACTOR: 0.00021569, SALE FACTOR: 0.00021569 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	10/22/12	48.88	50.59	-1.71

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THE ADR FOUNDATION INC  
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RBC #97190 Statement B

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
226,632 000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 11.483, ORIGINAL COST: 11.89, PURCHASE FACTOR: 0.00005067, SALE FACTOR: 0.00005067 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	11/20/12	11.48	16.89	-5.41
226,632 000*	G N M A PASS THRU POOL 002840M 8.000% DUE 11/20/2029 ADJUSTED QUANTITY: 4.000, ORIGINAL COST: 4.14, PURCHASE FACTOR: 0.00001765, SALE FACTOR: 0.00001765 SYMBOL: NRC, CUSIP: 36202DEM9	<input checked="" type="checkbox"/>	12/07/99	12/20/12	4.00	4.14	-0.14
110,000.000*	G N M A PASS THRU POOL 544526X 7.500% DUE 05/15/2031 ADJUSTED QUANTITY: 0.580, ORIGINAL COST: 0.61, PURCHASE FACTOR: 0.00000527, SALE FACTOR: 0.00000527 SYMBOL: NRC, CUSIP: 36212U4K4	<input checked="" type="checkbox"/>	06/26/01	01/17/12	0.58	0.61	-0.03
110,000.000*	G N M A PASS THRU POOL 544526X 7.500% DUE 05/15/2031 ADJUSTED QUANTITY: 0.580, ORIGINAL COST: 0.61, PURCHASE FACTOR: 0.00000527, SALE FACTOR: 0.00000527 SYMBOL: NRC, CUSIP: 36212U4K4	<input checked="" type="checkbox"/>	06/26/01	02/15/12	0.58	0.61	-0.03
110,000.000*	G N M A PASS THRU POOL 544526X 7.500% DUE 05/15/2031 ADJUSTED QUANTITY: 0.590, ORIGINAL COST: 0.62, PURCHASE FACTOR: 0.00000536, SALE FACTOR: 0.00000536 SYMBOL: NRC, CUSIP: 36212U4K4	<input checked="" type="checkbox"/>	06/26/01	03/15/12	0.59	0.62	-0.03
110,000.000*	G N M A PASS THRU POOL 544526X 7.500% DUE 05/15/2031 ADJUSTED QUANTITY: 0.590, ORIGINAL COST: 0.62, PURCHASE FACTOR: 0.00000536, SALE FACTOR: 0.00000536 SYMBOL: NRC, CUSIP: 36212U4K4	<input checked="" type="checkbox"/>	06/26/01	04/16/12	0.59	0.62	-0.03
110,000.000	G N M A PASS THRU POOL 544526X 7.500% DUE 05/15/2031 ADJUSTED QUANTITY: 143.772, ORIGINAL COST: 114,592.42, ACCRAULS: 109,509.26, PURCHASE FACTOR: 0.99684576, SALE FACTOR: 0.00130702 SYMBOL: NRC, CUSIP: 36212U4K4	<input checked="" type="checkbox"/>	06/26/01	05/15/12	143.77	1,252.17	-1,108.40
1,400.000	NATIONAL RURAL UTILITIES CFC 6.10% SUBORDINATED DEFERRABLE INTEREST NTS DUE 2/01/44 SYMBOL: NRC, CUSIP: 637432808	<input checked="" type="checkbox"/>	03/31/04	06/15/12	35,366.19	35,566.00	-199.81
1,400.000	PUBLIC STORAGE 6.45% SER F DEPOSITORY SH REPSTG 1/1000TH OF SERIES F PFD SHS SYMBOL: NRC, CUSIP: 74460D380	<input checked="" type="checkbox"/>	08/11/06	10/15/12	35,000.00	33,177.04	1,822.96
5,311.000	CIT GROUP INC SECURED 7.000% DUE 05/01/2015	<input checked="" type="checkbox"/>	06/22/07	01/23/12	5,311.00	5,851.94	-540.94
8,852.000*	CIT GROUP INC SECURED 7.000% DUE 05/01/2016	<input checked="" type="checkbox"/>	06/22/07	01/23/12	1,837.16	1,961.13	-123.97

RBC #97190 Statement B

THE ADR FOUNDATION INC  
PO BOX 118953  
CARROLLTON TX 75011-8953

RBC #97190 Statement B

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS	
ADJUSTED QUANTITY: 1,837.160, ORIGINAL COST: 1,961.13, PURCHASE FACTOR: 0.2075418, SALE FACTOR: 0.2075418								
8,852 000*	CIT GROUP INC SECURED 7.000% DUE 05/01/2016		<input checked="" type="checkbox"/>	06/22/07	02/21/12	2,306.53	2,462.17	-155.64
ADJUSTED QUANTITY: 2,306.530, ORIGINAL COST: 2,462.17, PURCHASE FACTOR: 0.26056597, SALE FACTOR: 0.26056597								
12,393 000	CIT GROUP INC SECURED 7.000% DUE 05/01/2017		<input checked="" type="checkbox"/>	06/22/07	03/09/12	12,393.00	12,919.58	-526.58
8,852.000	CIT GROUP INC SECURED 7.000% DUE 05/01/2016		<input checked="" type="checkbox"/>	06/22/07	03/09/12	4,708.30	5,026.00	-317.70
ADJUSTED QUANTITY: 4,708.298, ORIGINAL COST: 9,449.31, ACCRAULS: 4,143.70, PURCHASE FACTOR: 1, SALE FACTOR: 0.53189084								
50,000 000	BELLSOUTH CORP NOTE 4.750% DUE 11/15/2012 ORIGINAL COST: 50,667.00, PREMIUM AMORTIZED: 659.92, ORIGINAL PRICE: 101.322		<input checked="" type="checkbox"/>	05/24/05	06/29/12	50,842.49	50,007.08	835.41
50,000.000	GOLDMAN SACHS GROUP INC CALL NT STEP 25 4.500% DUE 09/29/2025 ORIGINAL COST: 50,135.00, PREMIUM AMORTIZED: 135.00, ORIGINAL PRICE: 100.258		<input checked="" type="checkbox"/>	09/21/10	10/01/12	50,000.00	50,000.00	0.00
50,000 000	BANK OF AMERICA CORP CALL STEP UP 5-5/16, 5.5-5/21, 7-5/26 5.000% DUE 05/27/2026		<input checked="" type="checkbox"/>	05/25/11	11/27/12	50,000.00	50,000.00	0.00
50,000.000	MORGAN STANLEY GROUP INC DW DISC SRMTNS STEP UP 5-8/13, 5.5-8/16, 6-8/19, 7-8/22&10-8/25 5.000% DUE 08/31/2025		<input checked="" type="checkbox"/>	08/27/10	11/30/12	50,000.00	49,612.50	387.50
<u>Long-Term Subtotal</u>					<b>433,783.80</b>		<b>1,313.57</b>	
<u>Total Gains and Losses</u>					<b>493,783.80</b>		<b>1,313.57</b>	
<u>Short-Term</u> 0.00								
<u>Long-Term</u> 1,313.57								
<u>Term Unknown</u> 0.00								

\* Return of principal Quantity represents face value.

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