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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**2012**

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

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

THE JOHN P. ELLBOGEN FOUNDATION
P.O. BOX 1735
CASPER, WY 82602**A** Employer identification number
83-0355691**B** Telephone number (see the instructions)
307-234-3360**C** If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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 (from Part II, column (c), line 16)
\$ 35,923,500.**J** Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (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) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss) 365,974.

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 2,080,892.

7 Capital gain net income (from Part IV, line 2)

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/(loss) (att sch)

11 Other income (attach schedule)

See Statement 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans employee benefits

16a Legal fees (attach schedule) See St 2

b Accounting fees (attach schedule) See St 3

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instrs)

Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid Part XV

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

SCANNED MAY 15 2013

REVENUE

OPERATING AND ADMINISTRATIVE EXPENSES

RECEIVED
MAY 11 2013
IRS-DC
90DENVT

914.15

5

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing		297,875.	77,405.	77,405.
	2	Savings and temporary cash investments		6,383,262.	4,013,281.	4,013,281.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		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 (attach schedule)				
	b	Investments – corporate stock (attach schedule)		5,720,244.	7,193,904.	7,867,468.
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)		12,424,718.	16,112,440.	17,906,907.	
14	Land, buildings, and equipment basis	3,888,756.				
	Less: accumulated depreciation (attach schedule) See Stmt 5	373,001.		3,636,932.	3,515,755.	3,871,447.
15	Other assets (describe See Statement 6)		1,098,003.	1,098,003.	2,186,992.	
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		29,561,034.	32,010,788.	35,923,500.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			X		
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		29,561,034.	32,010,788.	
	30	Total net assets or fund balances (see instructions)		29,561,034.	32,010,788.	
	31	Total liabilities and net assets/fund balances (see instructions)		29,561,034.	32,010,788.	

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	29,561,034.
2	Enter amount from Part I, line 27a	2	2,243,834.
3	Other increases not included in line 2 (itemize) See Statement 7	3	205,920.
4	Add lines 1, 2, and 3	4	32,010,788.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	32,010,788.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a See Statement 8

b

c

d

e

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
plus expense of sale(h) Gain or (loss)
(e) plus (f) minus (g)

a

b

c

d

e

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

(i) Fair Market Value
as of 12/31/69(j) Adjusted basis
as of 12/31/69(k) Excess of column (i)
over column (j), if any(l) Gains (Column (h)
gain minus column (k), but not less
than -0-) or Losses (from column (h))

a

b

c

d

e

2 Capital gain net income or (net capital loss)

— [If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7] —

2

583,331.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-
in Part I, line 8

3

44,148.

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 (column (b) divided by column (c))
2011	1,368,498.	31,246,079.	0.043797
2010	1,492,352.	28,032,962.	0.053236
2009	1,329,103.	26,427,432.	0.050293
2008	1,809,252.	30,221,072.	0.059867
2007	704,950.	30,992,510.	0.022746

2 Total of line 1, column (d)

2

0.229939

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3

0.045988

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

4

32,849,252.

5 Multiply line 4 by line 3

5

1,510,671.

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

6

43,030.

7 Add lines 5 and 6

7

1,553,701.

8 Enter qualifying distributions from Part XII, line 4

8

1,957,712.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	43,030.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	43,030.
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	43,030.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a	80,000.	
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	80,000.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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 amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	36,970.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 36,970. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) WY		
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>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>THE FOUNDATION</u> Telephone no <u>307-234-3360</u> Located at <u>P.O. BOX 1735 CASPER WY</u> ZIP + 4 <u>82602</u>			
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 <u>N/A</u>	15		N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>	16		X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a 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 <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 <input checked="" type="checkbox"/> 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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

7 b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9		203,574.	0.	0.

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

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

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

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	1 a	24,414,378.
b	Average of monthly cash balances	1 b	2,876,677.
c	Fair market value of all other assets (see instructions)	1 c	6,058,439.
d	Total (add lines 1a, b, and c)	1 d	33,349,494.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	33,349,494.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	500,242.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	32,849,252.
6	Minimum investment return. Enter 5% of line 5	6	1,642,463.

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

1	Minimum investment return from Part X, line 6	1	1,642,463.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	43,030.
b	Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	43,030.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,599,433.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,599,433.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,599,433.

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	1 a	1,957,712.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,957,712.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	43,030.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,914,682.

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

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Form 990-PF (2012)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,599,433.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			461,149.	
b Total for prior years 20 __, 20 __, 20 __		0.		
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 ▶ \$ 1,957,712.				
a Applied to 2011, but not more than line 2a			461,149.	
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				1,496,563.
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		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 instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				102,870.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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

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

☐ 4942(j)(3) or

4942(1)(5)

- b** 85% of line 2a

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

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

- a 'Assets' alternative test – enter

- (1) Value of all assets

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

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

- c 'Support' alternative test – enter

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

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

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 10

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

See Statement for Line 2a

- c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

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
<i>a</i> Paid during the year See Statement 11				
Total			3 a	1,747,922.
<i>b</i> Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	381.	
4	Dividends and interest from securities			14	533,285.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property			16	365,974.	
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	501,019.	82,312.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	OTHER INCOME	523000	16,668.	14	4,643.	
b	ROYALTIES			15	3,422,290.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		16,668.		4,827,592.	82,312.
13	Total. Add line 12, columns (b), (d), and (e)				13	4,926,572.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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.

2 a 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

Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	PAUL HOMAR		PAUL HOMAR	5/9/13		P01226467
	Firm's name ▶	Paul Homar, CPA, LLC			Firm's EIN ▶	83-0328852
	Firm's address ▶	111 W 2ND ST STE 303 Casper, WY 82601-2464			Phone no	307-234-1122

Form 990-PF (2012)

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
OTHER INCOME	\$ 21,311.	\$ 4,643.	\$ 4,643.
ROYALTIES	3,422,290.	3,422,290.	3,422,290.
Total	\$ 3,443,601.	\$ 3,426,933.	\$ 3,426,933.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL	\$ 3,223.	\$ 3,223.	\$ 3,223.	
Total	\$ 3,223.	\$ 3,223.	\$ 3,223.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	\$ 2,995.	\$ 2,995.	\$ 2,995.	
Total	\$ 2,995.	\$ 2,995.	\$ 2,995.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CONTRACT LABOR	\$ 3,180.	\$ 636.	\$ 636.	\$ 2,544.
DIRECTORS EXPENSES	11,080.	2,216.	2,216.	8,864.
DUES & SUBS.	1,575.	1,575.	1,575.	
EMPLOYEE BENEFITS	4,488.	1,605.	1,605.	2,883.
EXCISE TAX	118,150.			
FOREIGN TAX CREDIT	6,998.	6,998.	6,998.	
INSURANCE	2,250.	450.	450.	1,800.
INVESTMENT FEES	59,720.	59,720.	59,720.	
JR DIRECTOR FEES	4,800.			4,800.
MEDICAL PLAN REIMBURSEMENT	9,638.	3,447.	3,447.	6,191.
OFFICE EXPENSE	8,731.	6,985.	6,985.	1,746.
OFFICE RENT	14,725.	11,780.	11,780.	2,945.
OTHER PORTFOLIO DEDUCTIONS	164,846.	164,846.	164,846.	

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 4 (continued)
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
RENTAL EXPENSES	\$ 135,443.	\$ 135,443.	\$ 135,443.	
TELEPHONE	2,599.	2,079.	2,079.	\$ 520.
Total	<u>\$ 548,223.</u>	<u>\$ 397,780.</u>	<u>\$ 397,780.</u>	<u>\$ 32,293.</u>

Statement 5
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 8,375.	\$ 5,598.	\$ 2,777.	\$ 0.
Buildings	3,880,381.	367,403.	3,512,978.	0.
Land	0.		0.	3,871,447.
Total	<u>\$ 3,888,756.</u>	<u>\$ 373,001.</u>	<u>\$ 3,515,755.</u>	<u>\$ 3,871,447.</u>

Statement 6
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
ROYALTY INTERESTS	\$ 1,098,003.	\$ 2,186,992.
Total	<u>\$ 1,098,003.</u>	<u>\$ 2,186,992.</u>

Statement 7
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments	\$ 205,920.
Total	<u>\$ 205,920.</u>

Statement 8
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	MATISSE ABSOLUTE RETURN FUND	Purchased	6/01/2012	12/01/2012
2	MATISSE ABSOLUTE RETURN FUND	Purchased	1/01/2009	6/12/2012
3	MUTUAL FUND-CAP GAIN DIST.-ST	Purchased	6/05/2012	12/01/2012
4	MUTUAL FUNDS-CAP GAIN DIST.-LT	Purchased	1/15/2009	6/12/2012
5	STIFEL-PUBLICLY TRADED SECURITIES	Purchased	6/05/2012	12/01/2012

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
6	SCOTTRADE-SEE ATTACHED-ST	Purchased	6/01/2012	12/01/2012
7	SCOTTRADE-SEE ATTACHED-LT	Purchased	1/15/2010	6/15/2012
8	AMERITRADE CAP GAIN DIST-LT	Purchased	1/15/2010	6/12/2012
9	AMERITRADE-SEE ATTACHED	Purchased	6/01/2012	12/15/2012
9	Capital Gain Dividends			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	46,583.		0.	46,583.				\$ 46,583.
2	145,495.		0.	145,495.				145,495.
3	25,043.		0.	25,043.				25,043.
4	80,852.		0.	80,852.				80,852.
5	15.		0.	15.				15.
6	0.		35,355.	-35,355.				-35,355.
7	311,376.		0.	311,376.				311,376.
8	1,460.		0.	1,460.				1,460.
9	1470068.		1462206.	7,862.				7,862.
							Total	\$ 583,331.

Statement 9
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
MARY E. GARLAND P.O. BOX 1670 LARAMIE, WY 82073	President 0	\$ 120,984.	\$ 0.	\$ 0.
SPENCER GARLAND P.O. BOX 1670 LARAMIE, WY 82073	Director 0	3,000.	0.	0.
RAE LYNN JOB 8315 WESTEDT ROAD CHEYENNE, WY 82009	Vice President 0	3,000.	0.	0.
STEVE OTT 3572 MEADOWLARK DRIVE CASPER, WY 82601	Treasurer 0	64,590.	0.	0.
DR. MARTIN H. ELLBOGEN 1042 BROOKVIEW CASPER, WY 82604	Co-Chairman 0	3,000.	0.	0.

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 9 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
ROD MOSS 5621 ROUNDHOUSE LANE CHARLOTTE, NC 28226	Director 0	\$ 0.	\$ 0.	\$ 0.
THOMAS M. ELLBOGEN P.O. BOX 3281 CASPER, WY 82602	Director 0	3,000.	0.	0.
THERESA A. ELLBOGEN 903 8TH STREET BOULDER, CO 80302	Secretary 0	3,000.	0.	0.
MARILYN DYMOND WAGNER 1540 S. CENTER CASPER, WY 82601	Director 0	3,000.	0.	0.
Total		\$ 203,574.	\$ 0.	\$ 0.

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: THE JOHN P. ELLBOGEN FOUNDATION
Name:
Care Of: MARY E. GARLAND, PRESIDENT/CO-CHAIRMAN
Street Address: P.O. BOX 1735
City, State, Zip Code: CASPER, WY 82602
Telephone:
E-Mail Address:
Form and Content: IN WRITING-CLEARLY OUTLINING REQUEST.
Submission Deadlines: NONE
Restrictions on Awards: NONE

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
NATRONA CO. SCHOOL DISTRICT 970 N. GLENN ROAD CASPER, WY 82601	NONE		GENERAL SUPPORT	\$ 25,743.

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
UNIV. OF WYOMING FOUNDATION LARAMIE, WY 82070	NONE		GENERAL SUPPORT	\$ 820,000.
WYOMING COMMUNITY FOUNDATION 313 SO. 2ND STREET LARAMIE,, WY 82070	NONE		GENERAL SUPPORT	20,000.
CLIMB WYOMING 1001 W. 31ST STREET CHEYENNE,, WY 82001	NONE		GENERAL SUPPORT	300,000.
LARAMIE CO. COMMUNITY COLLEGE 1400 E. COLLEGE DR. CHEYENNE,, WY 82001	NONE		GENERAL SUPPORT	55,000.
CATHEDRAL HOME FOR CHILDREN P.O. BOX 520 LARAMIE, WY 82073	NONE		GENERAL SUPPORT	50,000.
RAISING READERS IN WY 6 MAXINE PL. SHERIDAN, WY 82801	NONE		GENERAL SUPPORT	10,000.
HAWAII PREPARATORY ACADEMY 65-1692 KAHALA MTN ROAD KAMUELA, HI 96743	NONE		GENERAL SUPPORT	3,000.
CASPER COLLEGE FOUNDATION 125 COLLEGE DRIVE CASPER, WY 82601	NONE		GENERAL SUPPORT	20,000.
LEE PESKY LEARNING CENTER 3324 ELDER STREET BOISE, ID 83705	NONE		GENERAL SUPPORT	15,420.
WYOMING AFTER SCHOOL ALLIANCE 625 WASHINGTON STREET LANDER, WY 82520	NONE		GENERAL SUPPORT	20,000.
INTERFAITH OF NATRONA CO 441 S. CENTER, SUITE 200 CASPER, WY 82601	NONE		GENERAL SUPPORT	44,500.
HOLY CROSS CENTER 1030 N. LINCOLN ST. CASPER, WY 82601	NONE		GENERAL SUPPORT	2,500.

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
THE CRAIG AND SUSAN THOMAS FOUNDATION 2780 OLIVE DRIVE CHEYENNE, WY 82003	NONE		GENERAL SUPPORT	\$ 10,000.
CENTRAL WYOMING RESCUE MISSION P.O. BOX 2030 CASPER, WY 82602	NONE		GENERAL SUPPORT	4,000.
12-24 CLUB 136 WEST 8TH STREET CASPER, WY 82601	NONE		GENERAL SUPPORT	25,000.
WYOMING EARLY CHILDHOOD PARTNERSHIP 3116 OLD FAITHFUL ROAD, SUITE 100 CHEYENNE, WY 82001	NONE		GENERAL SUPPORT	999.
CHILDREN'S ADVOCACY PROJECT 300 NORTH ASH CASPER, WY 82601	NONE		GENERAL SUPPORT	20,000.
JASON'S FRIENDS FOUNDATION 340 WEST "B" STREET CASPER, WY 82601	NONE		GENERAL SUPPORT	10,000.
ST. ANTHONY TRI-PARISH SCHOOL FOUNDATION 1145 WEST 20TH STREET CASPER, WY 82604	NONE		GENERAL SUPPORT	2,500.
MERCER FAMILY RESOURCE CENTER 535 W. YELLOWSTONE CASPER, WY 82601	NONE		GENERAL SUPPORT	24,700.
CLEAR CREEK ELEMENTARY SCHOOL 63 NORTH BURRITT BUFFALO, WY 82834	NONE		GENERAL SUPPORT	3,000.
BLUE ENVELOPE HEALTH FUND P.O. BOX 2177 CASPER, WY 82602	NONE		GENERAL SUPPORT	10,000.
CASA OF LARAMIE COUNTY 211 WEST 18TH STREET CHEYENNE, WY 82001	NONE		GENERAL SUPPORT	10,000.

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
CHILDREN AND NUTRITION SERVICES, INC 800 WERNER COURT SUITE 210 CASPER, WY 82601	NONE		GENERAL SUPPORT	\$ 2,000.
PARENT INFORMATION CENTER 500 WEST LOTT ST. SUITE A BUFFALO, WY 82834	NONE		GENERAL SUPPORT	5,000.
SPECIAL FRIENDS 1328 TALBOT COURT CHEYENNE, WY 82001	NONE		GENERAL SUPPORT	5,000.
UCROSS FOUNDATION 30 BIG RED LANE CLEARMONT, WY 82835	NONE		GENERAL SUPPORT	5,500.
UPLIFT 4007 GREENWAY STREET, SUITE 201 CHEYENNE, WY 82001	NONE		GENERAL SUPPORT	20,000.
VOLUNTEERS OF AMERICA 1876 SOUTH SHERIDAN AVE SHERIDAN, WY 82801	NONE		GENERAL SUPPORT	10,000.
NBPTS C/O BANK OF AMERICA -P.O. BOX 99406 CHICAGO, IL 60693	NONE		GENERAL SUPPORT	75,000.
THE ARC OF NATRONA COUNTY P.O. BOX 393 CASPER, WY 82601	NONE		GENERAL SUPPORT	3,000.
LIVING STREAMS FELLOWSHIP P.O. BOX 1527 CASPER, WY 82602	NONE		GENERAL SUPPORT	15,000.
FUND FOR TEACHERS 2000 POST OAK BLVD., SUITE 100 HOUSTON, TX 77056	NONE		GENERAL SUPPORT	10,000.
WY FAMILY HOME OWNERSHIP PROGRAM P.O. BOX 21682 CHEYENNE, WY 82003	NONE		GENERAL SUPPORT	50,000.
WYOMING LAND TRUST P.O. BOX 1580 PINEDALE , WY 82941	NONE		GENERAL SUPPORT	5,000.

THE JOHN P. ELLBOGEN FOUNDATION

83-0355691

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
CARPENTER ELEMENTARY SCHOOL 4816 MONROE AVE CARPENTER, WY 82054	NONE		GENERAL SUPPORT	\$ 4,560.
MEADOWLARK ELEMENTARY SCHOOL 550 SOUTH BURRITT AVE BUFFALO, WY 82834	NONE		GENERAL SUPPORT	4,000.
YOUTH ALTERNATIVES 1328 TALBOT COURT CHEYENNE, WY 82001	NONE		GENERAL SUPPORT	5,000.
WYOMING CATHOLIC COLLEGE P.O. BOX 750 LANDER, WY 82520	NONE		GENERAL SUPPORT	2,500.
1ST CHRISTIAN CHURCH PRESCHOOL 520 CY AVE CASPER, WY 82601	NONE		GENERAL SUPPORT	1,250.
SHOSHONI ELEMENTARY SCHOOL 112 WEST 3RD ST. SHOSHONI, WY 82649	NONE		GENERAL SUPPORT	1,250.
BIKE MS WYOMING-NAT'L. MS SOCIETY 733 THIRD AVE NEW YORK CITY, NY 10017	NONE		GENERAL SUPPORT	875.
SNOWY RANGE EVANGELICAL FREE CHURCH P.O. BOX 1759 LARAMIE, WY 82073	NONE		GENERAL SUPPORT	4,125.
MEALS ON WHEELS 2015 SO. GREELEY HWY CHEYENNE, WY 82007	NONE		GENERAL SUPPORT	4,000.
SAFE HOUSE SERVICES 714 FOX FARM ROAD CHEYENNE, WY 82007	NONE		GENERAL SUPPORT	3,500.
WHEATLAND SALVATION ARMY P.O. BOX 391 WHEATLAND, WY 82201	NONE		GENERAL SUPPORT	5,000.

Total \$ 1,747,922.

TD AMERITRADE CLEARING INC

Proceeds from Broker and Barter Exchange Transactions

Account 917031479

2012

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS**
 Report on Form 8949, Part 1, with Box A checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
These columns are not reported to the IRS							
AGIC GLOBAL EQUITY CONVERTIBLE INCOME FUND / CUSIP 00119R108 / Symbol NGZ	2,800 000	38,013 15	04/23/12	38,136 08	-122 93	Sale	
12/17/12							
ABERDEEN EMRG MKTS TELE & INFR COM / CUSIP 00301T102 / Symbol ETF	1,700 000	34,565 87	07/23/12	31,954 52	2,611 35	Sale	
09/24/12							
AMER STRATEGIC INCOME PORT II COM / CUSIP 030099105 / Symbol BSP	4,500 000	38,465 49	VARIOUS	37,950 66	514 83	Sale	
06/25/12							
BLACKROCK ENH EQUITY DIV TRUST COM / CUSIP 09251A104 / Symbol BDJ	5,100 000	37,576 16	02/28/12	37,997 34	-421 18	Sale	
12/17/12							
BLACK ROCK RESOURCES COMM STRATAEGY TRUST / CUSIP 09257A108 / Symbol BCX	2,800 000	37,397 45	04/23/12	38,173 99	-776 54	Sale	
07/23/12							
BOULDER GROWTH & INCOME FUND CLOSED-END FUND / CUSIP 101507101 / Symbol BIF	6,900 000	44,839 00	08/27/12	43,272 99	1,566 01	Sale	
09/24/12							
11/26/12	6,300 000	40,405 49	10/22/12	41,644 80	-1,239 31	Sale	
Security total		85,244 49		84,917 79	326 70		
COHEN & STEERS INFRASTRUCTURE CLOSED END FUND / CUSIP 19248A109 / Symbol UTF	2,300 000	42,286 98	VARIOUS	42,170 57	116 41	Sale	
12/17/12							
COHEN & STEERS COM / CUSIP 19248P106 / Symbol FOF	2,600 000	32,619 27	07/23/12	32,105 95	513 32	Sale	
11/26/12							
DENALI FUND INC COM / CUSIP 24823A102 / Symbol DNY	2,700 000	39,874 23	02/28/12	39,892 59	-18 36	Sale	
03/26/12							
08/27/12	2,200 000	34,124 00	07/23/12	32,564 05	1,559 95	Sale	
Security total		73,998 23		72,456 64	1,541 59		
EATON VANCE ENH EQT INC II COM / CUSIP 278277108 / Symbol EOS	3,600 000	37,825 16	02/28/12	37,587 18	237 98	Sale	
12/17/12							
EATON VANCE RISK MANAGED DIV / CUSIP 27829G106 / Symbol ETJ	3,700 000	38,302 28	02/28/12	36,696 90	1,605 38	Sale	
12/17/12							

Account 917031479

Proceeds from Broker and Barter Exchange Transactions

2012

(continued)

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS**
Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
These columns are not reported to the IRS							
FIRST TRUST ENHANCED EQUITY IN CLOSED-END FUND / CUSIP 337318109 / Symbol FFA							
05/21/12	662 000	7,483 68	03/26/12	7,978 38	-494 70	Sale	
05/22/12	2,738 000	31,158 15	03/26/12	32,998 21	-1,840 06	Sale	
	Security total	38,641 83		40,976 59	-2,334 76		
FIRST TRUST ACTIVE DIV INC CLOSED END FUND / CUSIP 33731L100 / Symbol FAV							
10/22/12	5,000 000	40,196 60	VARIOUS	37,867 74	2,328 86	Sale	
GUGGENHEIM ENHANCED EQ ST FUND COM / CUSIP 40167K100 / Symbol GGE							
05/21/12	1,197 000	18,732 69	02/28/12	20,461 00	-1,728 31	Sale	
05/22/12	1,103 000	17,492 79	02/28/12	18,825 32	-1,332 53	Sale	
	Security total	36,225 48		39,286 32	-3,060 84		
JAPAN EQUITY FD INC COM / CUSIP 471057109 / Symbol JEQ							
03/26/12	6,900 000	38,354 00	02/28/12	39,391 47	-1,037 47	Sale	
JAPAN SMALLER CAPITALIZATION COM / CUSIP 47109U104 / Symbol JOF							
04/23/12	5,000 000	38,389 14	02/28/12	39,659 49	-1,270 35	Sale	
JOHN HANCOCK HEDGED EQY & INCM COM / CUSIP 47804L102 / Symbol HEQ							
10/22/12	2,400 000	38,594 34	02/28/12	36,872 95	1,721 39	Sale	
LMP REAL ESTATE INCOME FND INC COM / CUSIP 50208C108 / Symbol RIT							
05/21/12	3,900 000	38,716 53	02/28/12	39,477 78	-761 25	Sale	
LAZARD WORLD DIV & INC FD INC CLOSED END / CUSIP 521076109 / Symbol LOR							
12/17/12	3,200 000	39,061 13	02/28/12	39,369 99	-308 86	Sale	
LIBERTY ALL-STAR GROWTH FUND COM / CUSIP 529900102 / Symbol ASG							
04/23/12	9,300 000	39,230 48	02/28/12	39,720 06	-489 58	Sale	
LIBERTY ALL STAR EQUITY FD SH BEN INT / CUSIP 530158104 / Symbol USA							
04/23/12	8,200 000	38,932 57	02/28/12	39,696 35	-763 78	Sale	
SFZR MORGAN STANLEY FRONTIER EMERGING MARKET FUND / CUSIP 61757P101 / Symbol FFD							
03/26/12	3,500 000	39,749 99	02/28/12	39,418 24	331 75	Sale	

TD AMERITRADE CLEARING INC

Account 917031479

Proceeds from Broker and Barter Exchange Transactions

2012

(continued)

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS**

Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol

These columns are not reported to the IRS

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
NEUBERGER BERMAN REAL ESTATE COM / CUSIP 64190A103 / Symbol NRO							
05/21/12	5,877 000	24,143 93	02/28/12	24,395 14	-251 21	Sale	
05/22/12	3,623 000	14,988 89	02/28/12	15,038 90	-50 01	Sale	
07/23/12	12,400 000	56,075 19	06/25/12	52,540 11	3,535 08	Sale	
	Security total	95,208 01		91,974 15	3,233 86		
NEW IRELAND FUND INC COM / CUSIP 645673104 / Symbol IRL							
03/26/12	4,900 000	39,483 29	02/28/12	39,405 81	77 48	Sale	
NEXPOINT CREDIT STRATEGIES FD COM / CUSIP 65340G106 / Symbol NHF							
08/27/12	6,300 000	41,058 16	02/28/12	39,887 73	1,170 43	Sale	
NUVEEN TAX-ADV COM / CUSIP 67090H102 / Symbol JTA							
09/24/12	3,900 000	43,461 55	VARIOUS	37,723 62	5,737 93	Sale	
NUVEEN CORE EQUITY ALPHA FUND CLOSED END FUND / CUSIP 67090X107 / Symbol JCE							
11/26/12	3,100 000	41,765 60	08/27/12	42,933 83	-1,168 23	Sale	
RMR REAL ESTATE INCOME FUND ETF / CUSIP 76970B101 / Symbol RIF							
08/27/12	2,600 000	45,491 33	03/26/12	40,623 51	4,867 82	Sale	
ROYCE MICRO-CAP TRUST INC COM / CUSIP 780915104 / Symbol RMT							
10/22/12	4,700 000	42,665 05	09/24/12	44,327 70	-1,662 65	Sale	
VIRTUS TOTAL RETURN FUND COM / CUSIP 92829A103 / Symbol DCA							
10/22/12	11,200 000	43,333 03	09/24/12	43,665 35	-332 32	Sale	
WESTERN ASSET/CLAYMORE INFL LNKD SECURITIES & INCOME FUND / CUSIP 95766Q106 / Symbol WIA							
03/26/12	3,100 000	39,297 30	02/28/12	40,122 38	-825 08	Sale	
WESTERN ASSET/CLAYMORE INFL LNKD SECURITIES & INCOME FUND / CUSIP 95766R104 / Symbol WW							
03/26/12	3,100 000	39,576 29	02/28/12	40,123 68	-547 39	Sale	
WESTERN ASSET INFLATION MANAGEMENT FUND INC COM / CUSIP 95766U107 / Symbol IMF							
03/26/12	2,200 000	38,930 62	02/28/12	39,193 43	-262 81	Sale	
ZWEIG FD 1 4 R/S 6/27/12 989834205 / CUSIP 989834106 / Symbol							
05/21/12	12,600 000	37,411 17	03/26/12	40,340 69	-2,929 52	Sale	

C

2012

Proceeds from Broker and Barter Exchange Transactions

Account 917031479

(continued)

1c - SHORT-TERM TRANSACTIONS

Report on Form 8949, Part I, with Box A checked

6 - COVERED tax lot for which cost basis is reported to the IRS**

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange

1e - Quantity

2a - Proceeds of # stocks, bonds, etc.

1b - Date of acquisition

3 - Cost or other basis

Gain or loss

Additional Information

Notes

Totals:

1,470,068 02

1,462,206.48

7,861 54

These columns are not reported to the IRS

John P Ellbogen Foundation
P&L Sale Of Stock
2012

Shares	Description	Date Acquired	Date Sold	Sales Price	Cost	ST Gain(Loss)	LT Gain(Loss)
1,000	RIMM	12/21/11	01/25/12	\$13,982 73	\$13,475 20	\$507 53	
(10)	RIMM Call	12/21/11	01/15/12	\$0 00	(\$810 48)	\$810 48	
20,000	ACI	11/15/11	02/24/12	\$284,253 81	\$306,144 31	(\$21,890 50)	
20,000	AA	10/26/11	03/23/12	\$208,389 24	\$204,771 83	\$3,617 41	
100	HAL Call	04/25/12	05/02/12	\$25,667 41	\$25,932 00	(\$264 59)	
100	AA Call	04/16/12	05/04/12	\$15,638 63	\$20,032 00	(\$4,393 37)	
200	F Call	04/13/12	05/18/12	\$1,742 95	\$35,564 00	(\$33,821 05)	
200	F Call	05/01/12	06/06/12	\$4,742 88	\$27,057 00	(\$22,314 12)	
10,000	EUO	02/10/12	06/11/12	\$212,789 23	\$193,107 00	\$19,682 23	
2,000	SLB	10/05/11	06/11/12	\$127,852 13	\$131,766 50	(\$3,914 37)	
200	GLW Call	05/11/12	06/12/12	\$22,942 46	\$23,564 00	(\$621 54)	
2,000	XOM	02/16/12	06/26/12	\$170,158 78	\$167,943 02	\$2,615 76	
100	AA Call	05/25/12	07/17/12	\$13,567 59	\$16,632 00	(\$3,064 41)	
15,000	F Call	10/31/11	08/21/12	\$143,239 79	\$166,166 55	(\$22,926 76)	
2,000	HAL	06/02/10	08/21/12	\$69,979 06	\$53,223 10		\$16,755 96
5,000	HAL	10/21/11	08/21/12	\$174,947 64	\$168,930 30	\$6,017 34	
1,000	WMT	05/20/09	08/21/12	\$72,491 42	\$48,937 00		\$23,554 42
3,000	WMB	05/13/10	08/21/12	\$97,556 81	\$65,143 29		\$32,413 52
200	F Call	06/13/12	08/22/12	\$32,542 26	\$50,257 00	(\$17,714 74)	
200	F Call	06/15/12	09/10/12	\$39,742 10	\$47,857 00	(\$8,114 90)	
200	HAL Call	06/07/12	09/10/12	\$170,939 16	\$106,257 00	\$64,682 16	
100	C Call	08/17/12	09/18/12	\$85,866 07	\$37,132 00	\$48,734 07	
2,000	KFT	10/18/10	09/18/12	\$79,971 40	\$63,202 87		\$16,768 53
10,000	P	03/30/12	09/18/12	\$103,492 22	\$106,190 46	(\$2,698 24)	
200	GLW Call	08/17/12	09/19/12	\$58,141 68	\$35,457 00	\$22,684 68	
30,000	AA	11/23/11	09/21/12	\$281,386 64	\$290,506 93	(\$9,120 29)	
1,000	WPX	05/13/12	09/21/12	\$17,154 41	\$14,654 13	\$0 00	\$2,500 28
200	AA Call	09/24/12	10/04/12	\$28,542 35	\$37,457 00	(\$8,914 65)	
100	F Call	09/11/12	10/09/12	\$10,667 74	\$13,132 00	(\$2,464 26)	
100	C Call	09/17/12	10/11/12	\$51,366 84	\$55,154 00	(\$3,787 16)	
100	C Call	09/01/12	10/15/12	\$74,866 32	\$53,632 00	\$21,234 32	
100	C Call	09/24/12	10/18/12	\$100,865 73	\$65,132 00	\$35,733 73	
200	C Call	10/16/12	10/18/12	\$146,739 70	\$123,264 00	\$23,475 70	
20,000	P	10/18/12	10/18/12	\$181,989 57	\$181,311 55	\$678 02	
10,000	INTC	10/19/12	10/22/12	\$217,488 11	\$239,527 32	(\$22,039 21)	
100	VOD Call	10/17/12	10/24/12	\$19,367 56	\$20,632 00	(\$1,264 44)	
100	YHOO Call	10/17/12	10/24/12	\$42,867 01	\$33,632 00	\$9,235 01	
5,000	MSFT	07/18/12	10/26/12	\$140,190 35	\$146,102 00	(\$5,911 65)	
10,000	ALJ	04/09/12	10/31/12	\$134,490 79	\$88,673 70	\$45,817 09	
200	HAL Call	10/05/12	11/08/12	\$40,342 00	\$71,969 57	(\$31,627 57)	
200	HAL Call	08/27/12	11/19/12	\$39,716 05	\$96,764 00	(\$57,047 95)	
2,000	HD	11/18/11	11/19/12	\$126,192 16	\$63,837 50		\$62,354 66
100	F Call	08/22/12	12/04/12	\$40,867 04	\$23,032 00	\$17,835 04	
100	GLW Call	11/15/12	12/12/12	\$35,867 18	\$21,132 00	\$14,735 18	
200	F Call	12/04/12	12/12/12	\$28,942 34	\$28,764 00	\$178 34	
100	LVS Call	10/18/12	12/12/12	\$72,366 36	\$70,132 00	\$2,234 36	
200	F Call	11/15/12	12/12/12	\$49,941 87	\$35,264 00	\$14,677 87	
3,000	MO	12/19/08	12/13/12	\$98,691 08	\$46,194 44		\$52,496 64
1,000	APA	10/05/11	12/14/12	\$76,084 39	\$80,915 00		(\$4,830 61)
100	AAPL	12/13/12	12/14/12	\$53,808 59	\$52,776 00	\$1,032 59	
4,000	ABX	10/30/12	12/14/12	\$136,671 21	\$156,846 20	(\$20,174 99)	
2,000	COP	12/01/11	12/14/12	\$116,055 20	\$112,008 94		\$4,046 26
8,000	GLW	11/09/11	12/14/12	\$100,482 01	\$129,253 60		(\$28,771 59)
7,000	GLW	03/01/12	12/14/12	\$87,921 76	\$94,925 78	(\$7,004 02)	
3,000	DOW	01/24/12	12/14/12	\$92,698 12	\$98,493 95	(\$5,795 83)	
2,333	DUK	04/07/09	12/14/12	\$149,792 47	\$103,989 20		\$45,803 27
500	EOG	11/25/12	12/14/12	\$59,208 67	\$48,034 00		\$11,174 67
5,000	GE	05/21/10	12/14/12	\$107,591 05	\$85,907 00		\$21,684 05
7,000	HAL	03/19/12	12/14/12	\$237,388 87	\$241,043 37	(\$3,654 50)	
10,000	HPQ	10/22/12	12/14/12	\$141,989 81	\$146,707 00	(\$4,717 19)	
10,000	INTC	10/19/12	12/14/12	\$205,888 38	\$247,363 50	(\$41,475 12)	
1,000	JNJ	06/02/10	12/14/12	\$70,994 20	\$59,003 50		\$11,990 70
1,000	MOS	02/13/12	12/14/12	\$55,743 55	\$56,583 60	(\$840 05)	
10,000	P	12/10/12	12/14/12	\$79,092 50	\$78,106 00	\$986 50	
2,000	PSX	12/01/11	12/14/12	\$105,915 41	\$64,244 57		\$41,670 84
1,000	POT	02/13/12	12/14/12	\$40,842 38	\$46,376 90	(\$5,534 52)	
1,000	GLD	10/26/12	12/14/12	\$165,581 29	\$165,617 39	(\$36 10)	
2,000	SLB	01/23/12	12/14/12	\$145,152 94	\$134,980 62	\$10,172 32	
30,000	SIRI	10/18/12	12/14/12	\$81,891 15	\$83,404 20	(\$1,513 05)	
2,000	TOT	11/15/11	12/14/12	\$101,390 92	\$99,626 80		\$1,764 12
10,000	VOD	10/01/12	12/14/12	\$258,987 19	\$288,048 50	(\$29,061 31)	
1,000	WFC	06/01/12	12/14/12	\$33,215 05	\$32,225 20	\$989 85	
				\$6,915,933 76	\$6,639,912 91	(\$35,354 87)	\$311,375 72