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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation ERION FOUNDATION		A Employer identification number 84-1358074
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (970) 669-9525
City or town, state, and ZIP code LOVELAND, CO 80539		C If exemption application is pending, check here ☐
G Check all that apply:		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Final return	☐ Amended return	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
☐ 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, col (c), line 16) \$ 9,789,647.		
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 (attach schedule) ☐ if the foundation is not required to attach Sch B	105,785.			
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	67.	67.		
4	Dividends and interest from securities	212,646.	212,646.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	255,171.			
b	Gross sales price for all assets on line 6a 3,101,488.				
7	Capital gain net income (from Part IV, line 2)		255,171.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 1	666,648.	455,424.		
12	Total. Add lines 1 through 11	1,240,317.	923,308.		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 2	25,425.	12,713.		5,085.
c	Other professional fees (attach schedule) *	45,596.	45,596.		
17	Interest ATCH 4	12,780.	1,426.		11,353.
18	Taxes (attach schedule) (see instructions) ATCH 5	5,384.	493.		
19	Depreciation (attach schedule) and depletion	13,618.			
20	Occupancy	18,536.	1,523.		-7,136.
21	Travel, conferences, and meetings	2,132.			1,066.
22	Printing and publications	161.			81.
23	Other expenses (attach schedule) ATCH 6	12,351.	1,168.		4,967.
24	Total operating and administrative expenses. Add lines 13 through 23	135,983.	62,919.		15,416.
25	Contributions, gifts, grants paid	565,449.			565,449.
26	Total expenses and disbursements. Add lines 24 and 25	701,432.	62,919.	0	580,865.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	538,885.			
b	Net investment income (if negative, enter -0-)		860,389.		
c	Adjusted net income (if negative, enter -0-)				

18
19

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	24,461.	5,791.	5,791.
	2	Savings and temporary cash investments	5,531.	67,142.	67,142.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule). **	143,461.	169,336.	167,631.
	b	Investments - corporate stock (attach schedule) ATCH 8	4,589,542.	4,750,486.	5,477,251.
	c	Investments - corporate bonds (attach schedule) ATCH 9	2,497,925.	1,882,849.	1,968,607.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	114,694. 7,931.	106,763.	106,763.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 10	1,438,850.	2,232,022.	1,361,851.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	6,333. 3,917.	2,416.	2,416.
15	Other assets (describe ▶ ATCH 11)		632,195.	632,195.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,223,769.	9,849,000.	9,789,647.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	482,230.	678,230.	ATCH 12
	22	Other liabilities (describe ▶ ATCH 13)	12,525.	1,000.	
23	Total liabilities (add lines 17 through 22)	494,755.	679,230.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒				
	27	Capital stock, trust principal, or current funds	8,729,014.	9,169,770.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	8,729,014.	9,169,770.	
31	Total liabilities and net assets/fund balances (see instructions)	9,223,769.	9,849,000.		

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	8,729,014.
2	Enter amount from Part I, line 27a	2	538,885.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,267,899.
5	Decreases not included in line 2 (itemize) ▶ ATCH 14	5	98,129.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,169,770.

**ATCH 7

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
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	255,171.	
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	0	

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	389,752.	9,230,467.	0.042225
2010	502,556.	9,328,409.	0.053874
2009	444,756.	8,638,100.	0.051488
2008	481,007.	9,813,811.	0.049013
2007	563,142.	11,238,749.	0.050107
2 Total of line 1, column (d)			2 0.246707
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 0.049341
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 9,192,278.
5 Multiply line 4 by line 3			5 453,556.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,604.
7 Add lines 5 and 6			7 462,160.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,222,760.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	8,604.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	8,604.
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	8,604.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	12,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	16,000.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	3.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,393.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 7,393. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CO, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ THE COMPANY Telephone no ☐ 970-669-9525			
Located at ☐ P.O. BOX 732 LOVELAND, CO ZIP+4 ☐ 80539				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐			
and enter the amount of tax-exempt interest received or accrued during the year ☐ 15				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) ☐	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) ☐	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? ☐	4b	X

Form 990-PF (2012)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 15		0	0	0

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

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

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

Form 990-PF (2012)

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 BUILDING LEASE TO ART WORKS IN LOVELAND, A 501(C)(3) TAX EXEMPT ORGANIZATION, FOR THE PURPOSES OF FULFILLING THIER CHARITABLE PURPOSE.	641,895.
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	641,895.

Form 990-PF (2012)

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	4,978,526.
b	Average of monthly cash balances	1b	150,693.
c	Fair market value of all other assets (see instructions)	1c	4,278,705.
d	Total (add lines 1a, b, and c)	1d	9,407,924.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	75,662.
3	Subtract line 2 from line 1d	3	9,332,262.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	139,984.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,192,278.
6	Minimum investment return. Enter 5% of line 5	6	459,614.

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	459,614.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,604.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,604.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	451,010.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	451,010.
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	451,010.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	580,865.
b	Program-related investments - total from Part IX-B	1b	641,895.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,222,760.
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	8,604.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,214,156.

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.

Form 990-PF (2012)

Page **9****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				451,010.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			426,196.	
b Total for prior years 20 10, 20 09, 20 08				
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,222,760.				
a Applied to 2011, but not more than line 2a			426,196.	
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions).				
d Applied to 2012 distributable amount				451,010.
e Remaining amount distributed out of corpus	345,554.			
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	345,554.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	345,554.			
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	345,554.			

Form **990-PF** (2012)

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

NOT APPLICABLE

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

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

NONE

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

NONE

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

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

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

ATCH 16

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

ATCH 17

c Any submission deadlines:

ATCH 18

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 19				
Total			3a	565,449.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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) Exclusion 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						
4 Dividends and interest from securities			14	212,713.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	255,171.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 20 _____		187,936.		455,424.		23,288.
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)		187,936.		923,308.		23,288.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,134,532.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Rita F Worster

Preparer's signature

Repairer Signature
Kito F. Wierath

Date _____

11/8/12

Check ☐ if self-employed

PTIN

P00290681

Firm's name ► BKD, LLP

Firm's address ► 1700 LINCOLN STREET, SUITE 1400
DENVER, CO

80203

Firm's EIN ► 44-0160260

Phone no 303-861-4545

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012**Name of the organization**

ERION FOUNDATION

Employer identification number

84-1358074

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization ERION FOUNDATION

Employer identification number
84-1358074**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KROH CHARITABLE TRUST 300 EAST 29TH STREET LOVELAND, CO 80538	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization ERION FOUNDATION

Employer identification number

84-1358074

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----

Name of organization ERION FOUNDATION

Employer identification number

84-1358074

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once See instructions.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust

ERION FOUNDATION

Employer identification number

84-1358074

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -835.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 -835.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 256,006.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 256,006.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-835.
14	Net long-term gain or (loss):			
a	Total for year	14a		256,006.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		255,171.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if	
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.	

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

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

ERION FOUNDATION

Employer identification number

84-1358074

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b -835.

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

Schedule D-1 (Form 1041) 2012

JSA
2F1221 2 000

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5641

PAGE 53

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	256,006.
--	----------

Schedule D-1 (Form 1041) 2012

First West Trust Bank
Growth Fund, Account #61-2336-03-02
Realized Gains and Losses
Erion Foundation, EIN 84-1358074
01/01/12 - 12/31/12

Open Date	Close Date	Quantity	Security	Gain Or Loss		
				Cost Basis	Proceeds	Short Term Long Term
12/23/2011	1/3/2012	3 686	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	39 04	39 07	0 03
12/23/2011	1/3/2012	0 72	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	7 62	7 63	0 01
12/31/2008	1/9/2012	391	WPX ENERGY INC COM	3,109 90	6,463 07	3,353 17
3/1/2010	2/1/2012	80000	FWCM FIXED INCOME LP	70,828 37	80,000 00	9,171 63
2/17/2010	4/27/2012	163	LAUDER ESTEE COS INC CL A	4,804 53	10,614 88	5,810 35
2/17/2010	5/24/2012	3679 176	BUFFALO MID CAP FUND #1446	50,000 00	60,706 40	10,706 40
3/8/2010	5/24/2012	1726 519	BUFFALO MID CAP FUND #1446	25,000 00	28,487 56	3,487 56
4/16/2010	5/24/2012	2582 311	BUFFALO MID CAP FUND #1446	40,000 00	42,608 13	2,608 13
12/20/2011	5/24/2012	166.24	BUFFALO MID CAP FUND #1446	2,553 45	2,742 97	189 52
4/1/2010	5/24/2012	1506 999	TCW SMALL CAP GROWTH FUND CL I #4724	38,986 05	39,423 09	437 04
4/16/2010	5/24/2012	1490 868	TCW SMALL CAP GROWTH FUND CL I #4724	40,000 00	39,001 11	(998.89)
2/17/2010	5/31/2012	34	NIKE INC CL B	2,197 08	3,665 85	1,468 77
1/1/2012	8/6/2012	0.99	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	10 50	10 55	0 05
2/1/2012	8/6/2012	0.002	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	0 02	0 02	-
2/3/2012	8/6/2012	1877 934	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	20,000 00	20,018 78	18 78
3/1/2012	8/6/2012	2 054	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	21 85	21 90	0 05
4/1/2012	8/6/2012	2 633	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	27 94	28 07	0 13
4/2/2012	8/6/2012	0.532	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	5 64	5 67	0 03
4/2/2012	8/6/2012	0 177	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	1 88	1 89	0 01
5/1/2012	8/6/2012	2.523	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	26 85	26 90	0 05
6/1/2012	8/6/2012	2 563	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	27 27	27 32	0 05
7/1/2012	8/6/2012	2 408	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	25 60	25 67	0 07
8/1/2012	8/6/2012	2 438	VANGUARD SHORT-TERM BOND INDEX - SIG #1349	26 01	25 98	(0.03)
2/17/2010	8/30/2012	431 034	PIMCO COMMODITY REALRETURN STRATEGY FUND INST #45	3,491 38	2,995 69	(495.69)
3/1/2010	9/4/2012	110000	FWCM FIXED INCOME LP	93,281 71	110,000 00	16,718.29
6/3/2011	9/12/2012	4	ACCENTURE PLC CLASS A ORDINARY SHARES	223 98	260 11	36 13

First West Trust Bank
Growth Fund, Account #61-2336-03-02
Realized Gains and Losses
Erion Foundation, EIN 84-1358074
01/01/12 - 12/31/12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
2/19/2009	9/12/2012		15 ABBOTT LABORATORIES COM	818.29	1,015.18		196.89
2/17/2010	9/12/2012		14 AMERICAN TOWER CORPORATION	613.90	1,005.22		391.32
4/27/2012	9/12/2012		26 ANHEUSER BUSCH INBEV SPONSORED ADR	1,890.75	2,181.61	290.86	
3/13/2012	9/12/2012		10 AUTOMATIC DATA PROCESSING INC COM	549.15	574.39	25.24	
2/17/2010	9/12/2012		13 CELGENE CORP COM	769.77	959.38		189.61
2/17/2010	9/12/2012		9 CHEVRON CORPORATION	655.12	1,031.92		376.80
2/17/2010	9/12/2012		2 DANAHER CORP COM	75.11	109.51		34.40
2/17/2010	9/12/2012		25 ECOLAB INC COM	1,060.25	1,604.76		544.51
2/17/2010	9/12/2012		51 GILEAD SCIENCES INC COM	2,492.55	3,046.67		554.12
2/17/2010	9/12/2012		10 INTERNATIONAL BUSINESS MACHS CORP COM	1,264.40	2,039.13		774.73
9/6/2011	9/12/2012		6 INTUIT COM	283.76	359.09		75.33
4/8/2010	9/12/2012		2 MONSANTO CO NEW COM	137.53	176.00		38.47
2/17/2010	9/12/2012		31 ORACLE CORP COM	748.34	1,001.28		252.94
2/17/2010	9/12/2012		32 QUALCOMM INC COM	1,265.66	1,996.43		730.77
1/10/2011	9/12/2012		10 ROPER INDS INC NEW COM	751.01	1,039.07		288.06
10/28/2008	9/12/2012		34 THERMO FISHER CORP COM	1,164.92	2,019.50		854.58
1/9/2012	9/12/2012		8 VISA INC COM CL A	799.06	1,064.70	265.64	
2/17/2010	9/12/2012		7 WAL MART STORES INC COM	379.29	518.41		139.12
12/31/2008	9/12/2012		89 WILLIAMS COS INC COM	1,040.88	3,015.36		1,974.48
3/1/2010	10/1/2012	654000	FWCM FIXED INCOME LP	552,878.34	654,000.00		101,121.66
3/1/2010	10/15/2012	39049.08	FWCM FIXED INCOME LP	33,011.30	39,049.08		6,037.78
10/31/2011	11/2/2012	617	WESTERN UN CO COM	10,839.33	7,373.35		(3,465.98)
TOTAL GAINS					790.52	168,373.04	
TOTAL LOSSES					(0.03)	(4,960.56)	
				1,008,185.37	1,172,388.35	790.49	163,412.49

10,503
174,713

LONG-TERM CAPITAL GAIN DISTRIBUTIONS
TOTAL REALIZED GAIN/LOSS

First Western Trust Bank
Eagle, Account #61-2336-04-0
Realized Gains and Losses
Erion Foundation, EIN 84-1358074
01/01/12 - 12/31/12

Open Date	Close Date	Quantity	Security	Gain Or Loss		
				Cost Basis	Proceeds	Short Term Long Term
3/2/2010	1/11/2012	150	TOKIO MARINE HLDGS INC ADR	4,255 50	3,444 65	(810 85)
4/22/2010	1/11/2012	50	TOKIO MARINE HLDGS INC ADR	1,510 50	1,148 22	(362 28)
3/2/2010	1/26/2012	50	NOVARTIS AG SPONSORED ADR	2,726 00	2,741 33	15 33
3/2/2010	2/15/2012	75	ASTRAZENECA PLC SPONSORED ADR	3,318 66	3,404 26	85 60
3/2/2010	2/21/2012	60	AGRIUM INC COM	4,052 40	5,083 70	1,031 30
4/22/2010	2/21/2012	25	AGRIUM INC COM	1,582 25	2,118 21	535 96
2/25/2011	2/21/2012	200	ALLIANZ SE SP ADR SH	2,833 60	2,375 95	(457 65)
4/12/2011	2/21/2012	300	ALLIANZ SE SP ADR SH	4,515 42	3,563 93	(951 49)
3/2/2010	2/21/2012	150	ANGLO AMERN PLC ADR NEW	2,805 00	3,179 93	374 93
4/22/2010	2/21/2012	50	ANGLO AMERN PLC ADR NEW	1,092 50	1,059 98	(32 52)
3/2/2010	2/21/2012	25	ASTRAZENECA PLC SPONSORED ADR	1,106 22	1,120 23	14 01
4/22/2010	2/21/2012	50	ASTRAZENECA PLC SPONSORED ADR	2,240 50	2,240 45	(0 05)
3/2/2010	2/21/2012	200	ATLAS COPCO AB SPONSORED ADR NEW REPSTG CL B	2,652 00	4,569 91	1,917 91
4/22/2010	2/21/2012	75	ATLAS COPCO AB SPONSORED ADR NEW REPSTG CL B	1,124 25	1,713 71	589 46
3/11/2010	2/21/2012	45	BASF SE SPONSORED ADR	2,717 27	3,832 12	1,114 85
4/22/2010	2/21/2012	25	BASF SE SPONSORED ADR	1,546 75	2,128 96	582 21
10/14/2010	2/21/2012	30	BASF SE SPONSORED ADR	2,116 88	2,554 75	437 87
11/8/2010	2/21/2012	40	BHP BILLITON PLC SPONSORED ADR	3,156 64	2,615 15	(541 49)
11/9/2010	2/21/2012	10	BHP BILLITON PLC SPONSORED ADR	798 51	653 79	(144 72)
6/15/2011	2/21/2012	30	BHP BILLITON PLC SPONSORED ADR	2,200 21	1,961 36	(238 85)
6/16/2011	2/21/2012	20	BHP BILLITON PLC SPONSORED ADR	1,460 46	1,307 57	(152 89)
2/2/2012	2/21/2012	25	BHP BILLITON PLC SPONSORED ADR	1,724 34	1,634 47	(89 87)
11/10/2010	2/21/2012	150	BT GROUP PLC ADR	3,889 35	5,089 40	1,200 05
12/13/2010	2/21/2012	100	BT GROUP PLC ADR	2,906 67	3,392 93	486 26
4/13/2011	2/21/2012	125	BT GROUP PLC ADR	3,894 60	4,241 17	346 57
3/2/2010	2/21/2012	200	BARCLAYS PLC ADR	3,832 00	3,099 94	(732 06)
4/22/2010	2/21/2012	75	BARCLAYS PLC ADR	1,686 00	1,162 48	(523 52)
2/17/2012	2/21/2012	150	BARCLAYS PLC ADR	2,369 32	2,324 95	(44 37)
7/14/2010	2/21/2012	140	BAYERISCHE MOTOREN WERKE A G ADR	2,528 96	4,404 31	1,875 35
11/8/2010	2/21/2012	160	BAYERISCHE MOTOREN WERKE A G ADR	3,972 43	5,033 50	1,061 07
3/2/2010	2/21/2012	135	BRITISH AMERN TOB PLC SPONSORED ADR	9,186 75	13,313 44	4,126 69

First Western Trust Bank
Eagle, Account #61-2336-04-0
Realized Gains and Losses
Erion Foundation, EIN 84-1358074
01/01/12 - 12/31/12

Open Date	Close Date	Quantity	Security	Cost		Gain Or Loss	
				Basis	Proceeds	Short Term	Long Term
4/22/2010	2/21/2012	50	BRITISH AMERN TOB PLC SPONSORED ADR	3,353.50	4,930.90		1,577.40
3/2/2010	2/21/2012	75	CANON INC ADR REPSTG 5 SHS	3,188.25	3,381.69		193.44
4/22/2010	2/21/2012	50	CANON INC ADR REPSTG 5 SHS	2,265.00	2,254.46		(10.54)
5/7/2010	2/21/2012	25	CANON INC ADR REPSTG 5 SHS	1,100.02	1,127.22		27.20
3/2/2010	2/21/2012	150	DBS GROUP HLDGS LTD SPONSORED ADR	6,109.50	6,703.37		593.87
4/22/2010	2/21/2012	75	DBS GROUP HLDGS LTD SPONSORED ADR	3,374.25	3,351.68		(22.57)
3/2/2010	2/21/2012	75	FOMENTO ECONOMICO MEX SP ADR	3,331.50	5,507.14		2,175.64
4/22/2010	2/21/2012	25	FOMENTO ECONOMICO MEX SP ADR	1,181.18	1,835.71		654.53
3/2/2010	2/21/2012	50	FUJIFILM HLDGS CORP ADR 2 ORD	1,616.50	1,234.47		(382.03)
4/22/2010	2/21/2012	75	FUJIFILM HLDGS CORP ADR 2 ORD	2,594.25	1,851.71		(742.54)
4/23/2010	2/21/2012	50	FUJIFILM HLDGS CORP ADR 2 ORD	1,698.74	1,234.48		(464.26)
3/24/2011	2/21/2012	70	HITACHI LTD ADR 10	3,718.51	4,020.72	302.21	
7/15/2011	2/21/2012	60	HITACHI LTD ADR 10	3,668.86	3,446.33	(222.53)	
3/2/2010	2/21/2012	75	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	2,626.69	2,752.45		125.76
4/22/2010	2/21/2012	75	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	2,586.00	2,752.44		166.44
3/2/2010	2/21/2012	637	KEPPEL LTD SPONSORED ADR	7,043.63	11,000.77		3,957.14
4/22/2010	2/21/2012	220	KEPPEL LTD SPONSORED ADR	2,918.00	3,799.33		881.33
3/2/2010	2/21/2012	10	mitsui & co LTD ADR	3,230.70	3,409.63		178.93
4/22/2010	2/21/2012	15	mitsui & co LTD ADR	4,795.50	5,114.45		318.95
3/2/2010	2/21/2012	175	NESTLE S A SPONSORED ADR REPSTG REG SH	8,804.25	10,645.04		1,840.79
4/22/2010	2/21/2012	100	NESTLE S A SPONSORED ADR REPSTG REG SH	4,923.00	6,082.88		1,159.88
10/12/2011	2/21/2012	40	NIPPON TELEG & TEL CORP SPONSORED ADR	1,009.25	947.58	(61.67)	
10/13/2011	2/21/2012	60	NIPPON TELEG & TEL CORP SPONSORED ADR	1,499.22	1,421.38	(77.84)	
10/14/2011	2/21/2012	25	NIPPON TELEG & TEL CORP SPONSORED ADR	627.91	592.24	(35.67)	
3/2/2010	2/21/2012	150	NISSAN MOTORS SPONSORED ADR	2,392.50	2,974.44		581.94
4/22/2010	2/21/2012	75	NISSAN MOTORS SPONSORED ADR	1,284.75	1,487.22		202.47
12/15/2010	2/21/2012	150	NISSAN MOTORS SPONSORED ADR	2,914.14	2,974.44		60.30
3/2/2010	2/21/2012	65	NOVARTIS AG SPONSORED ADR	3,543.80	3,710.13		166.33
4/22/2010	2/21/2012	75	NOVARTIS AG SPONSORED ADR	3,896.25	4,280.91		384.66
3/2/2010	2/21/2012	75	OIL CO LUKOIL SPONSORED ADR	4,035.00	4,598.91		563.91
4/22/2010	2/21/2012	25	OIL CO LUKOIL SPONSORED ADR	1,451.00	1,532.97		81.97
4/11/2011	2/21/2012	30	OIL CO LUKOIL SPONSORED ADR	2,170.64	1,839.56	(331.08)	
3/2/2010	2/21/2012	75	ORIX CORPORATION SPONS ADR	2,897.25	3,611.18		713.93
4/22/2010	2/21/2012	25	ORIX CORPORATION SPONS ADR	1,099.50	1,203.72		104.22

First Western Trust Bank
Eagle, Account #61-2336-04-0
Realized Gains and Losses
Erion Foundation, EIN 84-1358074
01/01/12 - 12/31/12

Open Date	Close Date	Quantity	Security	Cost Basis	Gain Or Loss	
					Proceeds	Short Term Long Term
3/2/2010	2/21/2012	175	PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR NON VTG	6,884.50	4,819.40	(2,065.10)
4/22/2010	2/21/2012	40	PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR NON VTG	1,533.60	1,101.58	(432.02)
2/16/2011	2/21/2012	10	REPSOL S.A. ADR	329.86	273.99	(55.87)
2/18/2011	2/21/2012	40	REPSOL S.A. ADR	1,346.68	1,095.98	(250.70)
2/23/2011	2/21/2012	10	REPSOL S.A. ADR	322.77	273.99	(48.78)
2/24/2011	2/21/2012	40	REPSOL S.A. ADR	1,317.44	1,095.98	(221.46)
12/22/2011	2/21/2012	40	ROCHE HLDG LTD SPONSORED ADR	1,657.21	1,757.57	100.36
12/23/2011	2/21/2012	40	ROCHE HLDG LTD SPONSORED ADR	1,676.82	1,757.57	80.75
2/15/2012	2/21/2012	50	ROCHE HLDG LTD SPONSORED ADR	2,202.63	2,196.95	(5.68)
11/19/2010	2/21/2012	60	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	3,898.06	4,370.47	472.41
10/28/2011	2/21/2012	40	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	2,900.51	2,913.64	13.13
3/2/2010	2/21/2012	225	ROYAL KPN NV SPONSORED ADR	3,615.75	2,389.45	(1,226.30)
4/22/2010	2/21/2012	75	ROYAL KPN NV SPONSORED ADR	1,134.75	796.48	(338.27)
11/15/2011	2/21/2012	200	ROYAL KPN NV SPONSORED ADR	2,619.92	2,123.96	(495.96)
3/2/2010	2/21/2012	99	SANOFI SPONSORED ADR	3,687.07	3,696.93	9.86
4/22/2010	2/21/2012	25	SANOFI SPONSORED ADR	899.00	930.98	31.98
6/27/2011	2/21/2012	5	SANOFI SPONSORED ADR	165.31	175.96	10.65
8/16/2011	2/21/2012	70	SANOFI SPONSORED ADR	2,448.25	2,606.75	158.50
10/28/2011	2/21/2012	100	SANOFI SPONSORED ADR	3,721.79	3,723.92	2.13
7/15/2011	2/21/2012	250	SBERBANK RUSSIA SPONSORED ADR	3,770.40	3,237.44	(532.96)
2/7/2012	2/21/2012	250	SBERBANK RUSSIA SPONSORED ADR	3,160.00	3,237.43	77.43
5/10/2011	2/21/2012	10	SHIRE LIMITED AMERICAN DEPOSITARY SHARES	921.36	1,036.78	115.42
5/11/2011	2/21/2012	35	SHIRE LIMITED AMERICAN DEPOSITARY SHARES	3,315.39	3,628.73	313.34
7/28/2010	2/21/2012	30	SIEMENS A G SPONSORED ADR	2,992.02	2,963.87	(28.15)
9/27/2010	2/21/2012	20	SIEMENS A G SPONSORED ADR	2,106.64	1,975.91	(130.73)
3/2/2010	2/21/2012	110	TOTAL S A SPONSORED ADR	6,184.20	6,063.08	(121.12)
4/22/2010	2/21/2012	25	TOTAL S A SPONSORED ADR	1,422.50	1,377.97	(44.53)
8/10/2010	2/21/2012	50	VODAFONE GROUP PLC NEW SPONSORED ADR NEW	1,219.36	1,387.47	168.11
8/11/2010	2/21/2012	100	VODAFONE GROUP PLC NEW SPONSORED ADR NEW	2,380.79	2,774.94	394.15

First Western Trust Bank
Eagle, Account #61-2336-04-0
Realized Gains and Losses
Erion Foundation, EIN 84-1358074
01/01/12 - 12/31/12

Open Date	Close Date	Quantity	Security	Cost		Gain Or Loss	
				Basis	Proceeds	Short Term	Long Term
3/9/2011	2/21/2012	100	VODAFONE GROUP PLC NEW SPONSORED ADR NEW	2,952.77	2,774.95	(177.82)	
4/27/2010	2/21/2012	50	VOLVO AKTIEBOLAGET ADR B	649.18	735.99		86.80
9/28/2010	2/21/2012	100	VOLVO AKTIEBOLAGET ADR B	1,438.00	1,471.97		33.97
2/16/2011	2/21/2012	125	VOLVO AKTIEBOLAGET ADR B	2,163.25	1,839.96		(323.29)
3/2/2010	2/21/2012	100	ZURICH FINL SVCS SPONSORED ADR	2,220.99	2,448.95		227.96
4/22/2010	2/21/2012	50	ZURICH FINL SVCS SPONSORED ADR	1,072.00	1,224.47		152.47
1/10/2012	2/21/2012	80	TRANSOCEAN LTD ZUG NAMEN AKT	3,273.30	3,935.93	662.63	
3/2/2010	2/21/2012	225	ABB LTD SPON ADR	4,612.50	4,677.67		65.17
10/15/2010	2/21/2012	55	ANHEUSER BUSCH INBEV SPONSORED ADR	3,447.04	3,600.24		153.20
12/9/2011	2/21/2012	200	BAE SYS PLC SPONSORED ADR	3,524.14	4,033.93	509.79	
2/7/2012	2/21/2012	40	BAIDU INC SPON ADR REP A	5,197.84	5,194.31	(3.53)	
4/22/2010	2/21/2012	75	BOC HONG KONG HLDGS LTD SPONSORED ADR	3,691.50	4,227.67		536.17
5/31/2011	2/21/2012	120	BROOKFIELD ASSET MGMT INC VOTING SHS CL A	3,941.48	3,797.93	(143.55)	
5/10/2011	2/21/2012	100	CARNIVAL PLC ADR	4,281.25	3,039.95	(1,241.30)	
9/20/2011	2/21/2012	60	CHINA MOBILE HK LTD-SP ADR	3,105.31	3,148.14	42.83	
6/1/2011	2/21/2012	600	ENEL SOCIETA PER AZIONI ADR	4,174.44	2,363.96	(1,810.48)	
10/11/2010	2/21/2012	70	HSBC HLDGS PLC SPONSORED ADR NEW	3,692.28	3,187.04		(505.24)
8/9/2010	2/21/2012	200	INTERCONTINENTAL HOTELS GROUP PLC NEW SPONSORED ADR NEW 2012	3,636.78	4,441.94		805.16
11/10/2010	2/21/2012	90	LVMH MOET HENNESSY LOU VUITTON ADR	2,913.25	3,020.35		107.10
11/18/2011	2/21/2012	60	NATIONAL GRID TRANSOCO PLC SPON ADR NEW	3,047.79	3,047.35	(0.44)	
2/15/2012	2/21/2012	20	NOVO NORDISK A S ADR	2,772.92	2,767.15	(5.77)	
9/13/2011	2/21/2012	100	UNILEVER PLC SPONSORED ADR NEW	3,069.84	3,278.94	209.10	
9/27/2010	2/21/2012	150	VALE S A ADR REPSTG PFD	4,023.10	3,682.43		(340.67)
2/3/2012	2/21/2012	125	VALEO SPONSORED ADR	3,197.33	3,329.94	132.61	
TOTAL GAINS						3,077.45	35,404.39
TOTAL LOSSES						(7,351.64)	(10,631.42)
TOTAL REALIZED GAIN/LOSS				20,498.78	355,182.63	(4,274.19)	24,772.97



BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

2012 Tax Information

Account Number 10180006650

Page 5

Income for 2012

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
CHUBB CORPORATION COM	CB	171232101	30	10/18/11	01/20/12	\$2,124.14	\$1,909.88	\$214.26
CHUBB CORPORATION COM	CB	171232101	10	08/04/11	01/20/12	\$708.05	\$614.28	\$83.77
PPL CORP	PPL	69351T106	10	08/04/11	01/20/12	\$274.98	\$274.38	\$0.60
PPL CORP	PPL	69351T106	80	04/05/11	01/20/12	\$2,199.81	\$2,081.89	\$137.92
PPL CORP	PPL	69351T106	280	04/04/11	01/20/12	\$7,889.32	\$7,241.70	\$457.62
OMNICOM GROUP INC COM	OMC	681918106	12	08/04/11	01/20/12	\$551.88	\$536.26	\$25.60
OMNICOM GROUP INC COM	OMC	681918106	8	08/04/11	01/23/12	\$369.32	\$357.50	\$11.82
LINCOLN NATIONAL CORP	LNC	534187109	61	08/12/11	01/26/12	\$1,260.42	\$1,372.66	\$-112.24
LINCOLN NATIONAL CORP	LNC	534187109	242	08/12/11	01/27/12	\$5,082.88	\$5,445.68	\$-382.78
LINCOLN NATIONAL CORP	LNC	534187109	157	08/12/11	01/30/12	\$3,262.81	\$3,532.82	\$-250.11
PROCTER & GAMBLE CO COM	PG	742718109	10	09/04/11	03/28/12	\$669.80	\$604.18	\$65.62
ZIMMER HLDGS INC	ZMH	98956P102	10	05/11/11	05/04/12	\$832.41	\$892.24	\$-59.83
ANADARKO PETE CORP	APC	032511107	20	01/27/12	05/04/12	\$1,412.21	\$1,589.85	\$-177.64
AUTOLIV INC COM	ALV	052800109	20	01/23/12	05/04/12	\$1,229.61	\$1,278.26	\$-48.65



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10180006650

Page 6

ERION FOUNDATION-IMA

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
BAXTER INTL INC COM	BAX	071813109	20	11/02/11	05/04/12	\$1,103.81	\$1,091.46	\$12.35
CAPITAL ONE FINL CORP COM	COF	14040H105	10	05/03/12	05/04/12	\$548.01	\$559.80	\$-10.59
COGNIZANT TECHNOLOGY SOLUTIC CTSH	CTSH	192446102	20	03/30/12	05/04/12	\$1,409.40	\$1,540.69	\$-131.29
CBRE GROUP INC	CBG	12504L109	30	01/23/12	05/04/12	\$551.14	\$640.45	\$10.69
PVH CORP	PVH	693656100	10	11/02/11	05/04/12	\$885.90	\$755.71	\$130.18
RALCORP HLDGS INC NEW	RAH	751028101	10	03/30/12	05/04/12	\$716.00	\$740.17	\$-24.17
BNY MELLON MID CAP STK FD CL M MPMCX	MPMCX	05568M509	1054.67	12/08/11	05/04/12	\$12,402.94	\$12,216.99	\$185.95
BNY MELLON MID CAP STK FD CL M MPMCX	MPMCX	05568M509	1831.32	08/03/11	05/04/12	\$18,184.34	\$20,859.17	\$-1,673.83
BNY MELLON INTL FD CL M SHSS	MPITX	05568M871	725.17	08/03/11	05/04/12	\$6,693.34	\$8,000.00	\$-1,306.66
DREYFUS/NEWTON INTERN EQTY-I SNIEX	SNIEX	26203E604	141.8	08/03/11	05/04/12	\$2,263.19	\$2,500.00	\$-236.81
BNY MELLON INTERMEDIATE BOND MPIBX	MPIBX	05568M814	58.46	04/30/12	05/04/12	\$770.53	\$769.36	\$1.17
BNY MELLON INTERMEDIATE BOND MPIBX	MPIBX	05568M814	62.41	03/30/12	05/04/12	\$822.55	\$816.93	\$5.62
BNY MELLON INTERMEDIATE BOND MPIBX	MPIBX	05568M814	50.73	02/29/12	05/04/12	\$668.56	\$667.03	\$1.53
BNY MELLON INTERMEDIATE BOND MPIBX	MPIBX	05568M814	58.08	01/31/12	05/04/12	\$785.22	\$784.05	\$1.17
EOG RES INC	EOG	28875F101	8	11/11/11	05/04/12	\$853.76	\$830.07	\$23.69
LORILLARD INC	LO	544147101	9	02/18/12	05/04/12	\$1,210.87	\$1,136.93	\$73.74
PHILIP MORRIS INTERNATIONAL	PM	718172109	30	10/31/11	05/04/12	\$2,696.70	\$2,132.95	\$563.75
ELECTRONIC ARTS	EA	285512109	50	08/12/11	05/04/12	\$788.58	\$986.89	\$-218.31
MOODY'S CORP	MCO	615389105	10	04/03/12	05/04/12	\$389.71	\$428.60	\$-38.89
NATIONAL OILWELL INC	NOV	637071101	30	12/09/11	05/04/12	\$2,144.41	\$2,178.85	\$-34.44
PRAXAIR INC	PX	74005P104	3	08/04/11	05/04/12	\$346.17	\$301.97	\$44.20
PRICE T ROWE GROUP INC	TROW	741447108	20	01/20/12	05/04/12	\$1,217.02	\$1,201.26	\$15.76
UNILEVER PLC AMER SHS ADR NEW UL	UL	904767704	20	05/13/11	05/04/12	\$686.22	\$845.05	\$41.17
UNILEVER PLC AMER SHS ADR NEW UL	UL	904767704	40	05/18/11	05/04/12	\$1,372.45	\$1,284.87	\$87.58
TRANSCANADA CORP	TRP	89363D107	20	10/18/11	05/04/12	\$861.42	\$858.69	\$2.73
INTERCONTINENTAL EXCHANGE INC ICE	ICE	45883V100	6	10/18/11	05/04/12	\$769.25	\$745.80	\$23.45
CBS CORP NEW	CBS	124857202	20	01/27/12	05/04/12	\$674.62	\$577.33	\$97.29
CBS CORP NEW	CBS	124857202	10	01/28/12	05/04/12	\$337.31	\$287.26	\$50.05



BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

2012 Tax Information

Account Number 10180006650

Page 7

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
VMWARE INC	VMW	92563402	6	10/18/11	05/04/12	\$660.89	\$578.65	\$81.24
NETAPP INC	NTAP	64110D104	20	10/18/11	05/04/12	\$761.02	\$791.10	\$-30.08
COOPER INDUSTRIES PLC-CL A	CBE	G24140108	20	03/15/12	05/04/12	\$1,239.42	\$1,282.96	\$-43.54
DIRECTV - CLASS A		25490A101	20	01/20/12	05/04/12	\$974.01	\$861.54	\$112.47
COCA-COLA ENTERPRISES INC	CCE	19122T109	20	02/17/12	05/04/12	\$586.63	\$576.97	\$9.68
LYONDELLBASELL INDU-CL A-W/I	LYB	N53745100	30	04/27/12	05/04/12	\$1,238.83	\$1,381.04	\$-144.11
FEDEX CORPORATION	FDX	31428X108	10	01/26/12	05/04/12	\$884.80	\$926.24	\$-41.44
INTUIT INC COM	INTU	481202103	20	10/12/11	05/04/12	\$1,149.21	\$1,041.88	\$107.33
PEPSICO INC	PEP	713448108	30	05/13/11	05/04/12	\$2,003.96	\$2,116.55	\$-112.59
ROBERT HALF INTL INC	RHI	770323103	20	12/05/11	05/04/12	\$586.03	\$559.07	\$36.96
TARGET CORP	TGT	87612E106	10	12/09/11	05/04/12	\$582.51	\$538.31	\$24.20
EATON CORPORATION COMMON	ETN	278058102	10	03/29/12	05/04/12	\$480.02	\$490.09	\$-30.07
CITIGROUP INC	C	172967424	75	03/22/12	05/14/12	\$2,128.46	\$2,774.38	\$-645.92
CITIGROUP INC	C	172967424	10	08/04/11	05/14/12	\$280.88	\$367.28	\$-86.40
CITIGROUP INC	C	172967424	165	03/22/12	05/14/12	\$4,634.48	\$6,103.65	\$-1,469.17
BAXTER INTL INC COM	BAX	071813109	40	11/02/11	08/14/12	\$1,965.57	\$2,182.93	\$-217.36
BAXTER INTL INC COM	BAX	071813109	6	08/17/11	08/14/12	\$284.83	\$321.28	\$-26.45
ELECTRONIC ARTS	EA	285512109	106	08/12/11	08/14/12	\$1,303.89	\$2,092.20	\$-788.31
ELECTRONIC ARTS	EA	285512109	23	08/12/11	08/15/12	\$284.14	\$453.97	\$-169.83
ELECTRONIC ARTS	EA	285512109	18	08/12/11	08/15/12	\$234.20	\$375.01	\$-140.81
BAXTER INTL INC COM	BAX	071813109	110	08/18/11	08/15/12	\$5,409.83	\$5,774.46	\$-361.63
BAXTER INTL INC COM	BAX	071813109	74	08/17/11	08/15/12	\$3,639.34	\$3,962.47	\$-323.13
BAXTER INTL INC COM	BAX	071813109	90	08/10/11	08/15/12	\$4,428.23	\$4,620.03	\$-193.80
ELECTRONIC ARTS	EA	285512109	336	08/12/11	08/15/12	\$4,152.70	\$6,631.86	\$-2,479.16
ELECTRONIC ARTS	EA	285512109	8	08/12/11	08/15/12	\$73.46	\$118.43	\$-44.97
NETAPP INC	NTAP	64110D104	20	10/19/11	08/20/12	\$617.65	\$781.46	\$-163.81
NETAPP INC	NTAP	64110D104	40	10/18/11	08/20/12	\$1,235.30	\$1,582.19	\$-346.89
NETAPP INC	NTAP	64110D104	46	08/23/11	08/20/12	\$1,420.59	\$1,697.01	\$-276.42



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10180006650

Page 8

ERION FOUNDATION-IMA

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
NETAPP INC	NTAP	64110D104	16	08/22/11	06/20/12	\$495.01	\$570.00	\$-74.99
NETAPP INC	NTAP	64110D104	4	08/23/11	06/20/12	\$123.75	\$147.57	\$-23.82
NETAPP INC	NTAP	64110D104	15	08/18/11	06/20/12	\$484.07	\$540.90	\$-76.83
NETAPP INC	NTAP	64110D104	7	08/22/11	06/21/12	\$211.95	\$249.38	\$-37.43
NETAPP INC	NTAP	64110D104	97	08/22/11	06/21/12	\$2,803.26	\$3,455.62	\$-552.36
ST JUDE MEDICAL INC	STJ	790840103	20	08/04/11	07/18/12	\$750.72	\$884.16	\$-133.44
DIRECTV - CLASS A		25490A101	7	01/20/12	07/20/12	\$336.70	\$301.64	\$37.16
DIRECTV - CLASS A		25490A101	128	01/20/12	07/23/12	\$6,056.55	\$5,513.87	\$542.68
DIRECTV - CLASS A		25490A101	91	01/20/12	07/24/12	\$4,269.11	\$3,920.02	\$349.09
DIRECTV - CLASS A		25490A101	54	01/20/12	07/24/12	\$2,526.18	\$2,326.16	\$200.02
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	16.41	03/30/12	08/30/12	\$234.96	\$228.46	\$6.40
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	11.4	02/28/12	08/30/12	\$183.08	\$160.56	\$22.50
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	11.85	01/31/12	08/30/12	\$186.68	\$164.58	\$22.10
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	9.91	12/30/11	08/30/12	\$141.75	\$137.20	\$4.55
BNY MELLON INTERMEDIATE BOND MPIBX		05569M814	44.54	07/31/12	08/30/12	\$590.64	\$590.19	\$0.45
BNY MELLON INTERMEDIATE BOND MPIBX		05569M814	48.1	08/29/12	08/30/12	\$637.81	\$632.52	\$5.29
BNY MELLON INTERMEDIATE BOND MPIBX		05569M814	52.87	05/31/12	08/30/12	\$701.02	\$696.26	\$4.76
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	68.45	04/30/12	08/30/12	\$979.56	\$969.30	\$10.26
DREYFUS PRE STRAT INTER ST-R	DISRX	86271F768	152.67	12/30/11	08/30/12	\$2,067.11	\$1,859.48	\$207.63
DREYFUS PRE STRAT INTER ST-R	DISRX	86271F768	1327.36	12/28/11	08/30/12	\$17,872.48	\$16,300.00	\$1,672.48
BNY MELLON CORP BOND-M	BYMMX	05569M368	2294.89	05/09/12	08/30/12	\$29,604.11	\$28,892.70	\$711.41
BNY MELLON CORP BOND-M	BYMMX	05569M368	73.83	07/31/12	08/30/12	\$952.39	\$947.96	\$4.43
BNY MELLON CORP BOND-M	BYMMX	05569M368	65.39	06/29/12	08/30/12	\$843.49	\$823.88	\$19.61
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	45.54	07/31/12	08/30/12	\$651.61	\$656.61	\$-5.00
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	91.1	06/29/12	08/30/12	\$1,303.60	\$1,282.67	\$20.93
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	123.02	05/31/12	08/30/12	\$1,760.46	\$1,761.69	\$-1.23
DREYFUS INFLATION ADJUSTED SEI DIASX		261967830	1230.55	05/04/12	08/30/12	\$17,909.20	\$17,400.00	\$509.20
LORILLARD INC	LO	544147101	13	02/16/12	08/12/12	\$1,607.58	\$1,642.24	\$-134.66



BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

2012 Tax Information

Account Number 10180006650

Page 9

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
RALCORP HLDGS INC NEW	RAH	751028101	30	03/30/12	11/27/12	\$2,663.66	\$2,219.39	\$444.27
RALCORP HLDGS INC NEW	RAH	751026101	30	03/30/12	11/27/12	\$2,663.66	\$2,220.51	\$443.15
COOPER INDUSTRIES PLC-CLA	CBE	G24140108	250	01/01/12	12/03/12	\$18,792.84	\$15,937.77	\$3,855.17
EATON CORPORATION COMMON	ETN	278058102	130	01/01/12	12/05/12	\$6,715.15	\$6,371.13	\$344.02
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	32	06/15/12	12/08/12	\$1,453.04	\$1,377.14	\$75.90
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	38	06/15/12	12/07/12	\$1,727.23	\$1,632.56	\$94.65
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	15	06/15/12	12/07/12	\$881.80	\$845.64	\$36.26
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	25	06/14/12	12/07/12	\$1,136.33	\$1,072.41	\$63.92
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	12	06/15/12	12/07/12	\$545.44	\$515.59	\$29.85
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	2	06/14/12	12/07/12	\$90.91	\$85.67	\$5.24
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	16	06/14/12	12/10/12	\$733.04	\$685.35	\$47.69
EATON CORP PLC	ETN	G29183103	0.7	11/30/12	12/14/12	\$36.01	\$36.06	\$-0.05
BNY MELLON INTL FD GL M SHSS	MPITX	05568M871	207.98	12/18/12	12/19/12	\$2,092.27	\$2,077.71	\$14.56
DREYFUS NEWTON INTERN EQTY-I	SNIX	26203E604	73.46	12/13/12	12/19/12	\$1,283.89	\$1,257.55	\$26.44
BNY MELLON INTL EQUITY INCOME	MLIMX	05568M394	2548.7	08/30/12	12/19/12	\$35,899.74	\$32,659.63	\$3,340.11
MERCK & CO INC	MRK	58933Y105	39	05/14/12	12/21/12	\$1,624.72	\$1,496.51	\$128.21
MERCK & CO INC	MRK	58933Y105	261	05/14/12	12/21/12	\$10,542.27	\$10,015.09	\$527.18
Total short term gain/loss from sales:						\$319,827.73	\$317,178.95	\$2,648.78

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
OMNICO GROUP INC COM	OMC	681919106	14	01/07/11	01/20/12	\$658.97	\$657.91	\$-0.94
CHUBB CORPORATION COM	CB	171232101	50	03/12/10	01/20/12	\$3,538.26	\$2,544.49	\$993.77
OMNICO GROUP INC COM	OMC	681919106	56	01/07/11	01/20/12	\$2,622.03	\$2,631.63	\$-8.60
OMNICO GROUP INC COM	OMC	681919106	90	03/12/10	01/23/12	\$4,154.85	\$3,537.00	\$617.85
OMNICO GROUP INC COM	OMC	681919106	97	02/19/10	01/24/12	\$4,468.97	\$3,566.69	\$903.28



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10180006650

Page 10

ERION FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
OMNICOM GROUP INC COM	OMC	681918106	20	03/12/10	01/24/12	\$921.84	\$786.00	\$135.84
OMNICOM GROUP INC COM	OMC	681918106	53	02/19/10	01/25/12	\$2,447.81	\$1,948.81	\$498.80
OMNICOM GROUP INC COM	OMC	681918106	10	06/29/10	01/25/12	\$481.81	\$348.00	\$133.81
OMNICOM GROUP INC COM	OMC	681918106	10	08/02/10	01/25/12	\$481.81	\$358.40	\$123.41
HESS CORP	HES	42809H107	72	02/19/10	01/26/12	\$3,956.69	\$4,349.52	\$-392.83
HESS CORP	HES	42809H107	10	02/19/10	01/27/12	\$552.06	\$604.10	\$-52.04
HESS CORP	HES	42809H107	9	02/19/10	01/27/12	\$485.33	\$543.69	\$-58.36
HESS CORP	HES	42809H107	10	06/29/10	01/27/12	\$550.36	\$509.10	\$41.26
HESS CORP	HES	42809H107	79	02/19/10	01/27/12	\$4,356.83	\$4,772.39	\$-415.56
HESS CORP	HES	42809H107	10	08/02/10	01/27/12	\$550.36	\$544.00	\$6.36
NORFOLK SOUTHERN CORP	NSC	655844108	70	12/30/08	02/18/12	\$4,798.51	\$3,165.72	\$1,632.79
NORFOLK SOUTHERN CORP	NSC	655844108	65	12/30/08	02/18/12	\$4,452.37	\$2,939.59	\$1,512.78
NORFOLK SOUTHERN CORP	NSC	655844108	70	03/12/10	02/16/12	\$4,794.88	\$3,810.79	\$984.07
NORFOLK SOUTHERN CORP	NSC	655844108	10	06/29/10	02/18/12	\$684.88	\$531.70	\$153.28
HONEYWELL INTL INC	HON	438516106	170	02/19/10	03/13/12	\$10,237.76	\$8,762.60	\$1,475.16
HONEYWELL INTL INC	HON	438516106	100	03/12/10	03/13/12	\$6,022.21	\$4,292.98	\$1,729.23
HONEYWELL INTL INC	HON	438516106	10	06/29/10	03/13/12	\$602.22	\$383.10	\$209.12
GOOGLE INC	GOOG	38259P508	7	02/19/10	03/22/12	\$4,513.24	\$3,783.50	\$729.74
PROCTER & GAMBLE CO COM	PG	742718109	50	03/12/10	03/22/12	\$3,373.99	\$3,170.49	\$203.50
GOOGLE INC	GOOG	38259P508	1	09/02/10	03/22/12	\$844.75	\$461.47	\$383.28
GOOGLE INC	GOOG	38259P508	2	06/29/10	03/22/12	\$1,289.50	\$906.20	\$383.30
PROCTER & GAMBLE CO COM	PG	742718109	82	02/19/10	03/27/12	\$5,506.62	\$5,180.76	\$325.86
PROCTER & GAMBLE CO COM	PG	742718109	13	03/12/10	03/27/12	\$873.00	\$824.33	\$48.67
PROCTER & GAMBLE CO COM	PG	742718109	7	03/12/10	03/27/12	\$470.04	\$443.87	\$26.17
PROCTER & GAMBLE CO COM	PG	742718109	58	02/19/10	03/28/12	\$3,884.84	\$3,684.44	\$200.40
PROCTER & GAMBLE CO COM	PG	742718109	3	06/29/10	03/28/12	\$200.94	\$180.51	\$20.43
PROCTER & GAMBLE CO COM	PG	742718109	7	06/29/10	03/28/12	\$469.60	\$421.19	\$48.41
E I DU PONT DE NEMOURS & CO CO DD	DD	283534109	84	02/19/10	03/29/12	\$4,410.96	\$2,828.28	\$1,582.68



BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

2012 Tax Information

Account Number 10180006650

Page 11

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
E I DU PONT DE NEMOURS & CO CO DD		263534109	16	02/19/10	03/29/12	\$840.47	\$638.72	\$301.75
E I DU PONT DE NEMOURS & CO CO DD		263534109	60	03/12/10	03/29/12	\$3,151.76	\$2,128.19	\$1,023.57
TYCO INTERNATIONAL LTD	TYC	H89128104	20	03/12/10	03/29/12	\$1,118.64	\$752.40	\$366.24
TYCO INTERNATIONAL LTD	TYC	H89128104	90	02/19/10	03/29/12	\$5,033.89	\$3,181.50	\$1,852.39
TYCO INTERNATIONAL LTD	TYC	H89128104	20	09/29/10	03/29/12	\$1,118.64	\$708.80	\$409.84
ORACLE CORPORATION	ORCL	68389X105	120	09/30/10	03/30/12	\$3,498.51	\$3,246.83	\$251.88
ORACLE CORPORATION	ORCL	68389X105	200	03/12/10	03/30/12	\$5,830.85	\$5,034.00	\$796.85
MCKESSON CORPORATION	MCK	58155Q103	40	03/12/10	04/27/12	\$3,851.06	\$2,443.20	\$1,207.86
MCKESSON CORPORATION	MCK	58155Q103	50	03/12/10	04/30/12	\$4,574.39	\$3,053.98	\$1,520.40
MCKESSON CORPORATION	MCK	58155Q103	30	02/19/10	04/30/12	\$2,744.63	\$1,809.60	\$835.03
PHILLIPS 66	PSX	718546104	7	02/19/10	05/03/12	\$219.97	\$163.01	\$58.96
PHILLIPS 66	PSX	718546104	83	02/19/10	05/03/12	\$2,622.64	\$1,832.83	\$689.81
BNY MELLON S/T US GVT SECS FD	MPSUX	05569M780	792.48	04/15/10	05/04/12	\$8,700.00	\$8,787.18	\$-87.18
BNY MELLON INTERMEDIATE BOND	MPIBX	05569M814	2888.71	03/12/10	05/04/12	\$38,073.15	\$37,080.98	\$982.17
BNY MELLON BOND FD CL M	MPBFX	05569M830	8894.69	03/03/11	05/04/12	\$117,900.00	\$113,291.83	\$4,608.17
DREYFUS/NEWTON INTERN EQTY-I	SNIEY	26203E604	2252.25	03/12/10	05/04/12	\$35,945.93	\$37,500.00	\$-1,554.07
DREYFUS/NEWTON INTERN EQTY-I	SNIEY	26203E604	1348.82	04/15/10	05/04/12	\$21,539.94	\$23,226.96	\$-1,687.02
DREYFUS/NEWTON INTERN EQTY-I	SNIEY	26203E604	1481.89	02/18/10	05/04/12	\$23,650.94	\$23,710.21	\$-59.27
BNY MELLON INTL FD CL M SHSS	MPITX	05569M871	14215.24	02/18/10	05/04/12	\$131,208.66	\$142,010.24	\$-10,803.58
DREYFUS PRE STRAT INTER ST-R	DISRX	86271F768	230.83	04/15/10	05/04/12	\$3,100.00	\$2,978.98	\$120.02
BNY MELLON MID CAP STK FD CL M	MPMCX	05569M509	200.34	04/26/11	05/04/12	\$2,358.03	\$3,578.82	\$-1,220.79
BNY MELLON MID CAP STK FD CL M	MPMCX	05569M509	4862.3	03/12/10	05/04/12	\$58,358.69	\$51,359.84	\$6,998.85
ISHARES GSCI COMMODITY-INDEXE	GSG	46428R107	1584	02/18/10	05/04/12	\$52,896.62	\$48,114.65	\$3,581.97
ALLIANCE DATA SYS CORP	ADS	018581108	13	03/12/10	05/04/12	\$1,850.34	\$809.80	\$840.44
AMAZON COM INC	AMZN	023135106	5	05/02/11	05/04/12	\$1,136.03	\$1,005.11	\$132.92
AMERICAN EXPRESS COMPANY	AXP	025816109	20	06/21/10	05/04/12	\$1,204.41	\$849.65	\$354.76
BANK AMER CORP	BAC	060505104	70	02/19/10	05/04/12	\$548.23	\$1,102.50	\$-554.27
CIGNA CORP COM	CI	125509109	20	03/12/10	05/04/12	\$919.41	\$680.00	\$239.41



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10180006650

Page 12

ERION FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
CARNIVAL CORP	CCL	143658300	10	07/01/10	05/04/12	\$323.11	\$312.30	\$10.81
CHUBB CORPORATION COM	CB	171232101	10	03/12/10	05/04/12	\$733.80	\$508.90	\$224.90
DANAHER CORP COMMON	DHR	235851102	20	03/12/10	05/04/12	\$1,087.21	\$780.10	\$287.11
CUMMINS ENGINE INC	CM	231021108	8	02/19/10	05/04/12	\$875.20	\$457.04	\$418.16
EMC CORP(MASS)USD 0.01	EMC	268648102	50	05/02/11	05/04/12	\$1,382.57	\$1,419.63	\$-27.06
ENERGIZER HLDS INC	ENR	29288R108	10	11/15/10	05/04/12	\$764.90	\$709.40	\$55.50
GENERAL ELECTRIC CO	GE	389804103	110	01/28/11	05/04/12	\$2,143.52	\$2,228.59	\$-88.07
INFORMATICA CORP	INFA	45666Q102	20	08/18/10	05/04/12	\$935.81	\$629.78	\$305.83
J P MORGAN CHASE & CO	JPM	48625H100	40	03/12/10	05/04/12	\$1,689.84	\$1,728.79	\$-39.15
LIMITED INC	LTD	532716107	20	02/19/10	05/04/12	\$1,026.22	\$424.40	\$601.82
OCCIDENTAL PETROLEUM CORP OXY	OXY	874599105	20	08/11/10	05/04/12	\$1,778.80	\$1,688.88	\$89.92
ORACLE CORPORATION	ORCL	68388X105	50	03/12/10	05/04/12	\$1,447.56	\$1,258.50	\$189.06
PRAXAIR INC	PX	74005P104	7	03/12/10	05/04/12	\$807.72	\$557.62	\$250.10
QUALCOMM INC	QCOM	747525103	10	08/11/10	05/04/12	\$627.21	\$392.55	\$234.66
QUALCOMM INC	QCOM	747525103	30	08/11/10	05/04/12	\$1,881.82	\$1,177.19	\$704.43
ST JUDE MEDICAL INC	STJ	780849103	30	04/27/11	05/04/12	\$1,145.13	\$1,587.13	\$-442.00
ALLSCRIPTS HEALTHCARE SOLU US MDRX	MDRX	01989P108	40	08/17/10	05/04/12	\$414.87	\$691.19	\$-276.32
NEWS CORP	NWS	68248E203	60	03/12/10	05/04/12	\$1,183.29	\$994.19	\$189.10
NEWS CORP	NWS	68248E203	10	02/19/10	05/04/12	\$197.22	\$157.80	\$39.42
AMERIPRISE FINL INC	AMP	03076C106	1	01/06/11	05/04/12	\$52.23	\$80.11	\$-27.88
AMERIPRISE FINL INC	AMP	03076C106	19	01/05/11	05/04/12	\$892.39	\$1,138.62	\$-144.23
TYCO INTERNATIONAL LTD	TYC	H89128104	10	02/19/10	05/04/12	\$547.51	\$353.50	\$194.01
VALE SA-SP ADR	VALE	91812E105	30	03/12/10	05/04/12	\$651.94	\$806.60	\$-254.66
ENSCO INTERNATIONAL PLC	ENSC	28358Q108	20	03/24/11	05/04/12	\$1,070.81	\$1,152.30	\$-81.89
NEXTERA ENERGY INC	NEE	66339F101	23	04/06/11	05/04/12	\$1,488.58	\$1,299.47	\$189.09
NEXTERA ENERGY INC	NEE	66339F101	7	04/05/11	05/04/12	\$446.85	\$393.51	\$53.34
CITIGROUP INC	C	172867424	11	01/31/11	05/04/12	\$355.97	\$533.10	\$-177.13
CITIGROUP INC	C	172867424	19	01/31/11	05/04/12	\$614.87	\$919.87	\$-305.00



BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

2012 Tax Information

Account Number 10180006650

Page 13

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
APPLE COMPUTER INC COM	AAPL	037833100	10	03/12/10	05/04/12	\$5,752.59	\$2,268.90	\$3,483.69
INTERNATIONAL BUSINESS MACHIN IBM	IBM	469200101	7	03/12/10	05/04/12	\$1,442.33	\$894.74	\$547.59
WELLS FARGO & CO NEW	WFC	949746101	40	03/03/11	05/04/12	\$1,332.85	\$1,285.37	\$37.48
WELLS FARGO & CO NEW	WFC	949746101	30	03/12/10	05/04/12	\$989.84	\$891.90	\$107.74
TERADATA CORP DEL	TDC	88076W103	20	03/03/11	05/04/12	\$1,524.00	\$1,000.19	\$523.81
EXXON MOBIL CORP	XOM	30231G102	30	03/12/10	05/04/12	\$2,552.70	\$2,005.49	\$547.21
APACHE CORPORATION COM	APA	037411105	20	03/12/10	05/04/12	\$1,814.40	\$2,132.80	\$-318.40
CONOCOPHILLIPS	COP	20825C104	10	02/19/10	05/04/12	\$538.51	\$369.26	\$169.25
FORD MOTOR CO DEL	F	345370860	56	01/08/11	05/04/12	\$603.78	\$1,160.62	\$-556.84
FORD MOTOR CO DEL	F	345370860	14	01/06/11	05/04/12	\$150.84	\$280.12	\$-139.18
MCKESSON CORPORATION	MCK	58155Q103	10	02/19/10	05/04/12	\$902.30	\$603.20	\$299.10
CATERPILLAR INC	CAT	149123101	14	06/16/10	05/04/12	\$1,388.84	\$800.87	\$487.97
PFIZER INC COM	PFE	717081103	90	02/19/10	05/04/12	\$2,029.63	\$1,606.50	\$423.13
AT&T INC	T	00206R102	50	03/12/10	05/04/12	\$1,644.56	\$1,282.50	\$362.06
MERCK & CO INC	MRK	58933Y105	40	02/19/10	05/04/12	\$1,560.04	\$1,488.60	\$70.44
COVIDIEN PLC	COV	G2554F113	30	01/04/11	05/04/12	\$1,647.32	\$1,427.50	\$219.82
CITIGROUP INC	C	172967424	4	01/31/11	05/14/12	\$113.52	\$193.20	\$-79.68
CITIGROUP INC	C	172967424	28	01/31/11	05/14/12	\$823.00	\$1,404.00	\$-581.00
CITIGROUP INC	C	172967424	14	01/31/11	05/14/12	\$397.31	\$671.68	\$-274.37
CITIGROUP INC	C	172967424	8	01/31/11	05/14/12	\$227.04	\$386.38	\$-159.34
CITIGROUP INC	C	172967424	14	01/31/11	05/14/12	\$397.31	\$676.20	\$-278.89
CITIGROUP INC	C	172967424	15	01/31/11	05/14/12	\$426.69	\$724.25	\$-298.56
CITIGROUP INC	C	172967424	4	01/31/11	05/14/12	\$113.52	\$193.04	\$-79.52
CITIGROUP INC	C	172967424	28	01/31/11	05/14/12	\$823.00	\$1,400.38	\$-577.38
CITIGROUP INC	C	172967424	25	01/31/11	05/14/12	\$709.49	\$1,209.50	\$-500.01
CITIGROUP INC	C	172967424	6	01/31/11	05/14/12	\$170.28	\$280.23	\$-110.95
ENERGIZER HLDGS INC	ENR	29266R108	11	11/16/10	06/07/12	\$800.88	\$780.34	\$20.54
CUMMINS ENGINE INC	CMI	231021108	11	02/19/10	08/07/12	\$1,069.16	\$628.43	\$440.75



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10180006650

Page 14

ERION FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ENERGIZER HLDGS INC	ENR	29268R108	45	11/15/10	08/08/12	\$3,303.81	\$3,181.37	\$122.24
ENERGIZER HLDGS INC	ENR	29268R108	21	11/15/10	09/08/12	\$1,541.69	\$1,489.74	\$51.85
CUMMINS ENGINE INC	EMI	231021106	102	02/19/10	08/08/12	\$9,835.28	\$5,827.26	\$4,008.02
ENERGIZER HLDGS INC	ENR	29268R108	30	11/12/10	09/08/12	\$2,202.41	\$2,084.46	\$117.95
ENERGIZER HLDGS INC	ENR	29268R108	3	11/12/10	09/08/12	\$220.24	\$207.24	\$13.00
TERADATA CORP DEL	TDC	98076W103	20	03/03/11	07/08/12	\$1,303.02	\$1,000.19	\$302.83
TERADATA CORP DEL	TDC	98076W103	9	03/03/11	07/08/12	\$589.70	\$450.08	\$139.62
TERADATA CORP DEL	TDC	98076W103	51	03/03/11	07/08/12	\$3,341.64	\$2,947.18	\$794.46
ST JUDE MEDICAL INC	STJ	790849103	20	03/22/11	07/18/12	\$750.72	\$1,035.80	\$-285.08
ST JUDE MEDICAL INC	STJ	790849103	5	04/27/11	07/18/12	\$186.09	\$264.52	\$-78.43
ST JUDE MEDICAL INC	STJ	790849103	150	03/22/11	07/18/12	\$5,630.44	\$7,720.56	\$-2,090.12
ST JUDE MEDICAL INC	STJ	790849103	66	04/27/11	07/18/12	\$2,477.39	\$3,491.69	\$-1,014.30
ST JUDE MEDICAL INC	STJ	790849103	29	04/29/11	07/18/12	\$1,088.55	\$1,510.34	\$-421.79
LIMITED INC	LTD	532716107	6	02/19/10	07/20/12	\$277.79	\$127.32	\$150.47
LIMITED INC	LTD	532716107	79	02/19/10	07/23/12	\$3,598.90	\$1,676.38	\$1,922.52
LIMITED INC	LTD	532716107	75	02/19/10	07/24/12	\$3,365.95	\$1,591.50	\$1,774.45
LIMITED INC	LTD	532716107	50	02/18/10	07/24/12	\$2,223.83	\$1,061.00	\$1,162.83
BNY MELLON INTERMEDIATE BOND	MBIX	05569M814	4120.84	03/12/10	08/30/12	\$54,639.69	\$52,909.02	\$1,730.67
BNY MELLON INTERMEDIATE BOND	MBIX	05569M814	733.85	04/15/10	08/30/12	\$9,730.85	\$9,422.63	\$308.22
BNY MELLON BOND FD CL M	MPBFX	05569M830	6389.5	03/03/11	08/30/12	\$87,600.00	\$83,255.16	\$4,344.84
DREYFUS INFLATION ADJUSTED SEI DIASX	DIASX	281967830	3570.18	02/19/10	08/30/12	\$51,088.22	\$44,377.29	\$6,711.93
DREYFUS PRE STRAT INTER ST-R	DISRX	98271F768	641.27	05/04/10	08/30/12	\$8,682.77	\$7,804.23	\$878.54
BNY MELLON INTL FD CL M SHSS	MPITX	05569M871	8339.93	02/18/10	08/30/12	\$77,200.00	\$83,285.96	\$-6,085.96
DREYFUS PRE STRAT INTER ST-R	DISRX	98271F768	3033.98	03/12/10	08/30/12	\$41,080.10	\$37,500.00	\$3,580.10
DREYFUS PRE STRAT INTER ST-R	DISRX	98271F768	849.15	04/15/10	08/30/12	\$11,497.53	\$10,962.56	\$534.97
DREYFUS/NEWTON INTERN EQTY-J	SNIEJ	26203E804	55.49	02/18/10	08/30/12	\$900.00	\$887.79	\$12.21
ISHARES GSCI COMMODITY-INDEXE	GSG	46428R107	468	02/18/10	09/11/12	\$16,215.88	\$14,420.11	\$1,795.77
ISHARES GSCI COMMODITY-INDEXE	GSG	46428R107	105	06/28/10	09/11/12	\$3,638.18	\$2,936.84	\$701.34



BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

2012 Tax Information

Account Number 10180006650

Page 15

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ISHARES GSCI COMMODITY-INDEXE GSG		48428R107	94	09/02/10	09/11/12	◆ \$3,257.04	\$2,862.16	\$594.88
LORILLARD INC	LO	544147101	17	08/22/11	09/12/12	\$1,971.46	\$1,850.54	\$120.92
LORILLARD INC	LO	544147101	4	08/22/11	09/13/12	\$466.16	\$434.15	\$32.01
LORILLARD INC	LO	544147101	94	08/22/11	09/13/12	\$7,458.55	\$6,966.76	\$491.79
ZIMMER HLDGS INC	ZMH	98956P102	40	05/11/11	10/12/12	\$2,480.00	\$2,767.29	\$-277.29
ZIMMER HLDGS INC	ZMH	98956P102	40	05/11/11	10/15/12	\$2,509.12	\$2,767.29	\$-258.17
ZIMMER HLDGS INC	ZMH	98956P102	20	05/10/11	10/15/12	\$1,254.56	\$1,380.75	\$-126.19
ZIMMER HLDGS INC	ZMH	98956P102	20	05/09/11	10/16/12	\$1,277.33	\$1,360.41	\$-83.08
ZIMMER HLDGS INC	ZMH	98956P102	30	05/10/11	10/16/12	\$1,915.99	\$2,071.13	\$-155.14
ZIMMER HLDGS INC	ZMH	98956P102	10	08/04/11	10/16/12	\$638.66	\$571.98	\$66.68
PENTAIR LTD	PNR	H6169Q108	0.19	02/19/10	11/02/12	\$8.72	\$5.28	\$3.44
CATERPILLAR INC	CAT	149123101	22	08/16/10	12/04/12	\$1,852.11	\$1,415.86	\$436.45
VALE SA-SP ADR	VALE	91912E105	72	03/12/10	12/04/12	\$1,234.09	\$2,175.84	\$-941.75
VALE SA-SP ADR	VALE	91912E105	20	08/04/11	12/05/12	\$352.78	\$596.16	\$-243.38
VALE SA-SP ADR	VALE	91912E105	8	03/12/10	12/05/12	\$141.11	\$241.76	\$-100.65
VALE SA-SP ADR	VALE	91912E105	20	06/29/10	12/05/12	\$352.78	\$496.80	\$-144.02
VALE SA-SP ADR	VALE	91912E105	10	09/02/10	12/05/12	\$176.39	\$282.57	\$-106.18
CATERPILLAR INC	CAT	149123101	20	06/29/10	12/05/12	\$1,717.67	\$1,212.60	\$505.07
CATERPILLAR INC	CAT	149123101	92	08/18/10	12/05/12	\$7,901.26	\$5,920.04	\$1,981.22
VALE SA-SP ADR	VALE	91912E105	270	02/19/10	12/05/12	\$4,762.56	\$7,681.50	\$-2,918.94
BNY MELLON EMERGING MKTS FD C MEMIX		05569MB55	1192.34	02/17/11	12/19/12	\$12,068.48	\$13,700.00	\$-1,631.51
BNY MELLON EMERGING MKTS FD C MEMIX		05569MB55	30.43	02/03/11	12/19/12	\$307.94	\$355.72	\$-47.78
BNY MELLON EMERGING MKTS FD C MEMIX		05569MB55	194.04	12/21/10	12/19/12	\$1,983.71	\$2,241.19	\$-257.48
BNY MELLON EMERGING MKTS FD C MEMIX		05569MB55	1225.92	08/03/11	12/19/12	\$12,406.30	\$14,000.00	\$-1,593.70
DREYFUS PRE STRAT INTER ST-R DISRX		86271F768	169.2	05/04/10	12/19/12	\$2,497.38	\$2,059.15	\$438.23
DREYFUS/NEWTON INTERN EQTY-I SNIEX		26203E604	1702.82	05/04/10	12/19/12	\$29,765.23	\$27,142.89	\$2,622.34
DREYFUS/NEWTON INTERN EQTY-I SNIEX		26203E604	743.88	02/18/10	12/19/12	\$13,002.94	\$11,802.00	\$1,200.94
BNY MELLON EMERGING MKTS FD C MEMIX		05569MB55	2297.98	04/15/10	12/19/12	\$23,255.86	\$24,404.55	\$-1,148.69



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10180006650

Page 16

ERION FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
MERCK & CO INC	MRK	58933Y105	60	03/12/10	12/21/12	\$2,498.57	\$2,227.79	\$271.78
MERCK & CO INC	MRK	58933Y105	30	02/19/10	12/21/12	\$1,249.76	\$1,117.20	\$132.56
AT&T INC	T	00206R102	170	03/12/10	12/21/12	\$5,703.17	\$4,360.48	\$1,342.69
AT&T INC	T	00206R102	40	01/15/09	12/21/12	\$1,341.82	\$978.63	\$363.29
PENTAIR LTD	PNR	H6169Q108	43	02/19/10	12/21/12	\$2,074.26	\$1,186.44	\$877.82
GENERAL ELECTRIC CO	GE	369604103	40	01/28/11	12/26/12	\$829.77	\$810.76	\$19.01
GENERAL ELECTRIC CO	GE	369604103	50	08/04/11	12/26/12	\$1,037.21	\$859.90	\$177.31
GENERAL ELECTRIC CO	GE	369604103	120	03/12/10	12/26/12	\$2,489.31	\$1,998.80	\$492.51
GENERAL ELECTRIC CO	GE	369604103	230	03/12/10	12/27/12	\$4,729.36	\$3,827.20	\$902.16
Total long term gain/loss from sales:						\$1,243,579.38	\$1,186,269.81	\$57,309.58

Total LT sales proceeds	1,243,579
less iShares proceeds p.11, 14, 15	(75,808)
Total BNY LT sales proceeds	1,167,772
Total LT sales basis	1,186,270
less iShares cost p.11, 14, 15	(69,134)
less iShares Adj to basis	(11,655)
Total BNY LT basis	1,105,481
BNY LT Gain	62,291
iShares LT Gain	(4,981)

2012 SALES SCHEDULE

This schedule is used only if you had a taxable sale of all or a portion of your Shares of GAP GSCI, a Commodity-Indexed Trust in 2012 and does not reflect information for other investments (including other iShares® investments) you may have.

This schedule summarizes certain information about your sale of Shares. You need this information to calculate your gain or loss for tax purposes.

Use this schedule to calculate your gain or loss as follows.

- First, enter your Sales Proceeds (net of brokerage commissions that you paid) in Column 4.
- Next, enter your Purchase Amount (including brokerage commissions that you paid) in Column 5.
- We have provided you with Adjustments to Basis in Column 6, which is your cumulative allocable share of income, losses and expense.
- Add this Purchase Amount in Column 5 (including brokerage commissions that you paid) and the Adjustments to Basis in Column 6.
- Finally, subtract the sum of Columns 5 & 6 from the Sales Proceeds in Column 4. Enter this amount in Column 7, Total Gain or Loss.

Unless you have advised the Trust to use a different method, this sales schedule reflects unit dispositions on a "first in first out basis," so that you are considered to sell units in the order in which they were acquired by you. This approach has been applied solely for administrative convenience, and is not consistent with IRS Revenue Ruling 84-53, which provides that a partner has one unified basis in its total partnership interest, and would generally yield a different result than that presented. Each partner must make his or her own determination of the amount of basis to be associated with units that are sold. The Trust assumes no opinion on the appropriate methodology to be used in making this determination, and has provided this schedule solely as a courtesy. Please consult your tax advisor to obtain advice on how this determination should be made. If necessary, update the Sales Schedule to reflect the manner in which you determine that the basis in your Shares should be attributed to Shares that have been sold and return it to Tax Package Support for a reprocessing of your tax information statement.

The tax information provided in this package and reflected on the schedules provided to you is based on existing federal tax rules, laws and regulations as interpreted by the Trusts. Before undertaking any tax filing, you should both refer to the appropriate federal and state income tax laws and consult with your general tax advisor.

TAXPAYER NAME: ERION FOUNDATION-IMA
TAXPAYER ACCOUNT NUMBER: T87 0025347948
TAXPAYER FEDERAL ID: 84-1358074
TRUST FEDERAL ID: 51-6573369

(1) SHARES	(2) PURCHASE DATE	(3) DATE SOLD	(4) SALES PROCEEDS	(5) PURCHASE AMOUNT	(6) ADJUSTMENTS TO BASIS	(7) CAPITAL GAIN/LOSS
1,594.0000	02-18-2010	05-04-2012			8,979	
250.0000	02-18-2010	09-11-2012			1,382	
105.0000	06-29-2010	09-11-2012			759	
94.0000	09-02-2010	09-11-2012			601	
78.0000	02-17-2011	09-11-2012			-32	
140.0000	08-03-2011	09-11-2012			-34	

-11,655
iShares adjustment to basis

Please note that some information included on this Sales Schedule is to be reported on an individual's Form 8949. Basis information related to the sale is not reported to the IRS by the partnership.

FORM 1040,
SCHEDULE D

ESTIMATED TAX WORKSHEET FOR FORM 990-W

A	2013 Estimated Tax		A	10,132.
B	Enter 100 % of Line A	B		
C	Enter 100 % of tax on 2012 FORM 990-T	C	24,406.	
D	Required Annual Payment (Smaller of lines B or C)	D		10,132.
E	Income tax withheld (if applicable)	E		
F	Balance (As rounded to the nearest multiple of 400)	F		10,400.

Record of Estimated Tax Payments

Payment number	(a) Date	(b) Amount	(c) 2012 overpayment credit applied	(d) Total amount paid and credited (add (b) and (c))
1	04/15/2013		2,600.	2,600.
2	06/17/2013		2,600.	2,600.
3	09/16/2013		2,600.	2,600.
4	12/16/2013		2,600.	2,600.
Total			10,400.	10,400.

ESTIMATED PAYMENTS MUST BE MADE USING THE ELECTRONIC FEDERAL TAX PAYMENTS SYSTEM (EFTPS). THIS WORKSHEET MERELY PROVIDES THE AMOUNTS WHICH NEED TO BE PAID VIA THE ABOVE METHOD.

Form **990-W**
(Worksheet)

Department of the Treasury
Internal Revenue Service

**Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

(and on Investment Income for Private Foundations)
(Keep for your records. Do not send to the Internal Revenue Service.)

84-1358074

OMB No 1545-0976

2013

1	Unrelated business taxable income expected in the tax year	1	60,527.
2	Tax on the amount on line 1. See instructions for tax computation	2	10,132.
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3.	4	10,132.
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	10,132.
7	Other taxes (see instructions).	7	
8	Total. Add lines 6 and 7.	8	10,132.
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8. Note. If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions	10a	10,132.
b	Enter the tax shown on the 2012 return (see instructions) Caution. If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c.	10b	24,406.
c	2013 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	10,132.

		(a)	(b)	(c)	(d)
11	Installment due dates (see instructions)	11			
12	Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12			
13	2012 Overpayment (see instructions)	13			
14	Payment due. (Subtract line 13 from line 12)	14			

For Paperwork Reduction Act Notice, see instructions.

Form **990-W** (2013)

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GAIN (LOSS) FROM PARTNERSHIPS	643,360.	455,424.
RENT RECEIPTS FROM PROGRAM RELATED INVESTMENT BUILDING	23,288.	
TOTALS	<u>666,648.</u>	<u>455,424.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	25,425.	12,713.		5,085.
TOTALS	<u>25,425.</u>	<u>12,713.</u>		<u>5,085.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT FEES FWTB	18,278.	18,278.
INVESTMENT FEES BNY	27,318.	27,318.
TOTALS	<u>45,596.</u>	<u>45,596.</u>

ATTACHMENT 4FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
LINE OF CREDIT	12,780.	1,426.	11,353.
TOTALS	<u>12,780.</u>	<u>1,426.</u>	<u>11,353.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	493.	493.
FEDERAL TAXES	4,891.	
TOTALS	<u>5,384.</u>	<u>493.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MISCELLANEOUS	2,417.		1,475.
INSURANCE	2,950.		2,072.
MARKETING	4,144.		784.
DUES/FEES/MEMBERSHIPS	1,569.		14.
POSTAGE	28.		35.
PRINTING	69.		241.
SUPPLIES	482.		346.
TELEPHONE	692.		
TOTALS	<u>12,351.</u>	<u>1,168.</u>	<u>4,967.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION

	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US TREASURY	143,461.	169,336.	167,631.
US OBLIGATIONS TOTAL	<u>143,461.</u>	<u>169,336.</u>	<u>167,631.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES	1,909,763.	3,654,103.	4,317,929.
MUTUAL FUNDS	2,679,779.	1,096,383.	1,159,322.
TOTALS	<u>4,589,542.</u>	<u>4,750,486.</u>	<u>5,477,251.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BOND	2,497,925.	1,882,849.	1,968,607.
TOTALS	<u>2,497,925.</u>	<u>1,882,849.</u>	<u>1,968,607.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT IN PARTNERSHIP MCWHINNEY CCOB LAND INVTMT LLC 26-1616556	1,062,595.	1,654,193.	750,000.
ISHARES COMMODITY INDEX 51-6573369	76,255.	208,924.	229,910.
AETOS CAPITAL HIGHBRIDGE DYNAMIC	300,000.	300,000. 68,905.	326,388. 55,553.
TOTALS	<u>1,438,850.</u>	<u>2,232,022.</u>	<u>1,361,851.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROGRAM RELATED INVESTMENT		641,895.	641,895.
ACCUMULATED DEPRECIATION		-9,700.	-9,700.
TOTALS		<u>632,195.</u>	<u>632,195.</u>

ATTACHMENT 12FORM 990PF, PART II - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: BNY MELLON
ORIGINAL AMOUNT: 2,000,000.
INTEREST RATE: 2.000000
DATE OF NOTE: 09/22/2011
REPAYMENT TERMS: MONTHLY INTEREST PAYMENTS
SECURITY PROVIDED: SECURITIES & FINANCIAL ASSETS
PURPOSE OF LOAN: LINE OF CREDIT

BEGINNING BALANCE DUE 482,230.

ENDING BALANCE DUE 678,230.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE 482,230.

TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE 678,230.

ATTACHMENT 13FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
PROPERTY TAXES PAYABLE	12,525.	
DEPOSIT		1,000.
TOTALS	<u>12,525.</u>	<u>1,000.</u>

ATTACHMENT 14FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
INCOME FROM INVESTMENT NOT ON BOOKS	92,819.
EXPENSE ON BOOKS, NOT ON RETURN	5,310.
TOTAL	<u>98,129.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>				
DOUGLAS J. ERION P.O. BOX 239 LOVELAND, CO 80239	PRESIDENT 1.00	0	0	0	0
JAN PIERCE ATNIP P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0	0
ELI SCOTT P.O. BOX 239 LOVELAND, CO 80239	TREASURER 1.00	0	0	0	0
ROGER E. CLARK P.O. BOX 239 LOVELAND, CO 80239	VICE PRESIDENT 1.00	0	0	0	0
JUSTIN ERION P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0	0
TRAVIS ERION P.O. BOX 239 LOVELAND, CO 80239	BOARD MEMBER 1.00	0	0	0	0

ERION FOUNDATION

84-1358074

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

0

0

0

ADMINISTRATOR
1.00

SUMMER ERION SCOTT
P.O. BOX 239
LOVELAND, CO 80239

0

0

0

BOARD MEMBER
1.00

CHRISTINE ERION KLEIN
P.O. BOX 239
LOVELAND, CO 80239

GRAND TOTALS

ATTACHMENT 16

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

KRISTIN HARMON
PO BOX 732
LOVELAND, CO 80539

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

EXEMPT TAX DETERMINATION LETTER REQUIRED, RECIPIENT MUST BE A 501 (C)
(3) ORGANIZATION. STATE OR MUNICIPALITY PREFERENCE GIVEN TO NEEDS
OF LOVELAND, LARIMER COUNTY OR COLORADO.

990PF, PART XV - SUBMISSION DEADLINES

APPLICATIONS RECEIVED DURING CALENDER QUARTER WILL BE CONSIDERED
DURING FIRST MONTH OF FOLLOWING QUARTER.

ERION FOUNDATION

84-1358074

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AIMS PUBLIC/PRIVATE MURAL COLLABORATION 104 E 4TH STREET LOVELAND, CO 80537	PUBLIC	CULTURE AND COMMUNITY	6,000
HOUSE OF NEIGHBORLY SERVICE 565 NORTH CLEVELAND LOVELAND, CO 80537	PUBLIC	ASSIST LOCAL INDIVIDUALS TO BECOME SELF-SUSTAINING THROUGH EMERGENCY SERVICES FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	26,987
MEALS ON WHEELS 437 NORTH GARFIELD LOVELAND, CO 80537	PUBLIC	FEED HOMEBOUND	6,000.
ASSOC OF SMALL FOUNDATIONS 4905 DEL RAY AVENUE BETHESDA, MD 20814	PUBLIC	PROGRAM SUPPORT & EDUCATION	500
HABITAT FOR HUMANITY - MILWAUKEE 3762 NORTH BOOTH STREET MILWAUKEE, WI 53212	PUBLIC	FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	725
LOVELAND OPERA THEATRE P O BOX 7293 LOVELAND, CO 80537	PUBLIC	DONATION TOWARDS PRODUCTION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST BEN'S COMMUNITY MEAL 1015 NORTH NINTH STREET MILWAUKEE, WI 53233	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	116
THOMPSON SCHOOL DISTRICT 800 SOUTH TAFT LOVELAND, CO 80537	PUBLIC		EDUCATION-LISA PROGRAM EDUCATION-BILL REED THEATER MAJOR PROJECTS-IPADS FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	311,249.
4-H LEADER'S ASSOCIATION P O BOX 994 PORT WASHINGTON, WI 83074	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	580
ALLIANCE BIBLE CHURCH CHILDREN'S MINISTRIES 13939 NORTH CEDARBURG ROAD MEQUON, WI 83097	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	1,827
CARE-A-VAN / SAINT 333 WEST DRAKE ROAD, #42 FORT COLLINS, CO 80526	PUBLIC		PROVIDE TRANSPORTATION FOR THE DISABLED	2,000.
ENSIGHT SKILLS CENTER 3307 SOUTH COLLEGE AVE #108 FORT COLLINS, CO 80525	PUBLIC		EDUCATION AND TRAINING FOR THE LOW VISION AND BLIND	3,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FERGUSON HIGH SCHOOL 5400 STONE CREEK CIRCLE LOVELAND, CO 80538	PUBLIC		EDUCATION	2,500
HABITAT FOR HUMANITY-WISCONSIN 2233 NORTH 30TH STREET MILWAUKEE, WI 83208	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	4,147.
PROJECT FOCAL POINT 811 WEST BURLEIGH MILWAUKEE, WI 53213	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	218.
PROJECT SELF-SUFFICIENCY 375 WEST 37TH STREET #150 LOVELAND, CO 80538	PUBLIC		EDUCATION	3,000
UNDERWOOD CHURCH 1916 NORTH 76TH STREET WAUNATOSA, WI 53213	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	464
ART WORKS IN LOVELAND P O BOX 239 LOVELAND, CO 80538	PUBLIC		MAJOR PROJECTS	140,000

ERION FOUNDATION

84-1358074

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACACIA EDUCATIONAL SUPPORT 13939 NORTH CEDARBURG ROAD MEQUON, WI 53097	PUBLIC		FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	870
CASA / HARMONY HOUSE 201 LAPORTE AVE, STE 100 FORT COLLINS, CO 80521	PUBLIC		PROVIDE SUPPORT FOR ABUSED AND NEGLECTED CHILDREN	4,900.
DISABLED RESOURCES SERVICES 424 PINE STREET, SUITE #101 FORT COLLINS, CO 80524	PUBLIC		PROVIDE LOCAL INDIVIDUALS WITH INDEPENDENT LIVING SERVICES	2,800.
HABITAT FOR HUMANITY-LOVELAND 1154 S E SECOND STREET LOVELAND, CO 80537	PUBLIC		PROGRAM SUPPORT	10,000.
LISA-MURAL PROJECT 800 SOUTH TAFT AVENUE LOVELAND, CO 80537	PUBLIC		EDUCATION	1,500
MEDICAL CENTER OF THE ROCKIES 2315 EAST HARMONY ROAD FORT COLLINS, CO 80525	PUBLIC		BASIC NEEDS, HEALTH AND WELFARE	7,000

ERION FOUNDATION

84-1358074

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEIGHBOR TO NEIGHBOR 565 NORTH CLEVELAND LOVELAND, CO 80537	PUBLIC	BASIC NEEDS, HEALTH AND WELFARE	2,500
NORTHERN COLORADO AIDS PROJECT 400 REMINGTON, STE 100 FORT COLLINS, CO 80524	PUBLIC	BASIC NEEDS, HEALTH AND WELFARE	2,500
SERENITY INNS, INC 2825 WEST BROWN STREET MILWAUKEE, WI 53208	PUBLIC	FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	145
PARKINSON CENTER-REGIONAL 945 NORTH 12TH STREET #4602 MILWAUKEE, WI 53233	PUBLIC	FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	145
RIDGES SANCTUARY P O BOX 152 BAILEYS HARBOR, WI 54202	PUBLIC	FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	2,131
THOMPSON VALLEY PRESCHOOL 803 EAST 16TH STREET LOVELAND, CO 80538	PUBLIC	EDUCATION	1,500

ERION FOUNDATION

84-1358074

FORM 990-EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRI MEDIA FILM FESTIVAL P O BOX 271370 FORT COLLINS, CO 80527	PUBLIC	CULTURE AND COMMUNITY	2,500
WINGS 1670 TOPAZ DRIVE LOVELAND, CO 80537	PUBLIC	PROGRAM SUPPORT-SUPPLEMENT SERVICES PROVIDED BY MEDICAID	2,000
WISCONSIN FAMILY COUNCIL P O BOX 1327 MADISON, WI 53701	PUBLIC	FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	145
BEEF STREET 200 WEST MOUNTAIN STREET, STE A FORT COLLINS, CO 80521	PUBLIC	CULTURE AND COMMUNITY	2,000
CHILD ADVOCACY CENTER OF LARIMER COUNTY 5529 S TIMBERLINE ROAD FORT COLLINS, CO 80528	PUBLIC	EDUCATION	5,000
COMMUNITY KITCHEN P O. BOX 3033 LOVELAND, CO 80539	PUBLIC	OPERATING FUNDS TO FEED THE HOMELESS	6,000.

ERION FOUNDATION

84-1358074

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

COMMUNITY LITERACY CENTER
346A EDDY HALL
COLORADO STATE UNIVERSITY
FORT COLLINS, CO 80523

PUBLIC

PURPOSE OF GRANT OR CONTRIBUTION

EDUCATION

AMOUNT

1,500

TOTAL CONTRIBUTIONS PAID

565,449

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
GAIN (LOSS) FROM PARTNERSHIP	531390	187,936.	18	455,424.	23,288.
RENTAL INCOME			18		
TOTALS		187,936.		455,424.	23,288.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
100,156.		FIRST WESTERN (EAGLE) - SEE ATTACHMENT 104,431.					VAR -4,275.	VAR
255,026.		FIRST WESTERN (EAGLE) - SEE ATTACHMENT 230,253.					VAR 24,773.	VAR
26,803.		FIRST WESTERN - SEE ATTACHMENT 26,012.					VAR 791.	VAR
1,156,095.		FIRST WESTERN - SEE ATTACHMENT 982,172.					VAR 173,923.	VAR
1,167,772.		BNY - SEE ATTACHED 1,105,481.					. VAR 62,291.	VAR
75,808.		BNY - ISHARES - SEE ATTACHED 80,789.					VAR -4,981.	VAR
319,828.		BNY - SEE ATTACHED 317,179.					VAR 2,649.	VAR
TOTAL GAIN (LOSS)							<u>255,171.</u>	

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number, see instructions Employer identification number (EIN) or
	ERION FOUNDATION	84-1358074
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 732	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOVELAND, CO 80539	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **THE COMPANY**.
Telephone No. **970 669-9525** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/15, 2013.
- 5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO ACCUMULATE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	0
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Rita F Wachs Title CPA Date 8/14/13

Form 8868 (Rev. 1-2013)