Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: THE LIFT FOUNDATION

A Employer identification number: 87-0648103

Number and street (or P O box number if mail is not delivered to street address): 673 RIDGEWOOD CIRCLE

Room/suite:

B Telephone number: 801-451-6651

City or town, state, and ZIP code: FARMINGTON, UT 84025

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 463,914.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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

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Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc , received	85,000.		N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	11,900.	11,900.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	6,953.			
b Gross sales price for all assets on line 6a 582,985.				
7 Capital gain net income (from Part IV, line 2)		6,953.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 **Total** Add lines 1 through 11	103,853.	18,853.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 2	446.	446.		0.
b Accounting fees STMT 3	566.	566.		0.
c Other professional fees STMT 4	4,004.	4,004.		0.
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	310.	310.		0.
24 **Total operating and administrative expenses** Add lines 13 through 23	5,326.	5,326.		0.
25 Contributions, gifts, grants paid	21,360.			21,360.
26 **Total expenses and disbursements** Add lines 24 and 25	26,686.	5,326.		21,360.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	77,167.			
b **Net investment income** (if negative, enter -0-)		13,527.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	69,061.	14,366.	14,366.
	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		1,290.	1,290.
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 6	299,478.	430,050.	448,258.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	368,539.	445,706.	463,914.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	368,539.	445,706.	
	30	**Total net assets or fund balances**	368,539.	445,706.	
	31	**Total liabilities and net assets/fund balances**	368,539.	445,706.	

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	368,539.
2	Enter amount from Part I, line 27a	2	77,167.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	445,706.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	445,706.

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	CHARLES SCHWAB SHORT-TERM CAPITAL GAIN (SEE			
b	ATTACHED)	P	01/01/12	12/31/12
c	CHARLES SCHWAB LONG-TERM CAPITAL LOSS (SEE			
d	ATTACHED)	P	12/31/11	12/31/12
e	CAPITAL GAINS DIVIDENDS			

	(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	552,124.		548,945.	3,179.
c				
d	26,275.		27,087.	<812.>
e	4,586.			4,586.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				3,179.
c				
d				<812.>
e				4,586.

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 6,953.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	19,400.	378,446.	.051262
2010	15,300.	400,978.	.038157
2009	23,800.	407,882.	.058350
2008	2,500.	451,823.	.005533
2007	61,470.	504,165.	.121924

2	Total of line 1, column (d)	2	.275226
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	.055045
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	407,655.
5	Multiply line 4 by line 3	5	22,439.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	135.
7	Add lines 5 and 6	7	22,574.
8	Enter qualifying distributions from Part XII, line 4	8	21,360.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	271.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	271.
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	271.
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	0.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 7 ▶			9	271.
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶		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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ UT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ G. ANDREW BARFUSS Telephone no ▶801-451-6651

Located at ▶673 RIDGEWOOD CIRCLE, FARMINGTON, UT ZIP+4 ▶84025

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
G. ANDREW BARFUSS 673 RIDGEWOOD CIRCLE FARMINGTON, UT 84025	PRESIDENT 0.00	0.	0.	0.
JULIE BARFUSS 673 RIDGEWOOD CIRCLE FARMINGTON, UT 84025	TRUSTEE 0.00	0.	0.	0.
JOSEPH A. BARFUSS 7546 S. PARKWAY DRIVE MIDVALE, UT 84047	TRUSTEE 0.00	0.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	413,863.
b	Average of monthly cash balances	1b	
c	*Fair market value of all other assets*	1c	
d	**Total** (add lines 1a, b, and c)	1d	413,863.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	413,863.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,208.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	407,655.
6	**Minimum investment return.** Enter 5% of line 5	6	20,383.

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	20,383.
2a	Tax on investment income for 2012 from Part VI, line 5 2a 271.		
b	Income tax for 2012 *(This does not include the tax from Part VI)* 2b		
c	Add lines 2a and 2b	2c	271.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	20,112.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	20,112.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	20,112.

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	21,360.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	21,360.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	21,360.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					20,112.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2012					
a From 2007	18,613.				
b From 2008					
c From 2009	3,406.				
d From 2010					
e From 2011	797.				
f Total of lines 3a through e		22,816.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $	21,360.				
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2012 distributable amount					20,112.
e Remaining amount distributed out of corpus		1,248.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		24,064.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount - see instructions			0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr				0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7		18,613.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a		5,451.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009	3,406.				
c Excess from 2010					
d Excess from 2011	797.				
e Excess from 2012	1,248.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

G. ANDREW BARFUSS

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BRIGHAM YOUNG UNIVERSITY 470 TANNER BUILDING PROVO, UT 84602	NONE	EDUCATIONAL ORGANIZATION	EDUCATIONAL PROGRAMS	5,000.
LDS BUSINESS COLLEGE 95 NORTH 300 WEST SALT LAKE CITY, UT 84101	NONE	EDUCATIONAL ORGANIZATION	EDUCATIONAL PROGRAMS	14,400.
DAVIS COUNTY WOMEN'S SHELTER (SAFE HARBOR) PO BOX 772 KAYSVILLE, UT 84037	NONE	DOMESTIC VIOLENCE SHELTER	GENERAL FUNDS	1,960.
Total			▶ 3a	21,360.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	11,900.	
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	6,953.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		18,853.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 18,853.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee

Date: 7.18.13

Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name: HARLAN P. SCHMITT, CPA

Preparer's signature

Date: 6.17.13

Check ☐ if self-employed

PTIN: P00336383

Firm's name ▶ EIDE BAILLY LLP

Firm's EIN ▶ 45-0250958

Firm's address ▶ 5929 S FASHION POINTE DR, STE 300
OGDEN, UT 84403

Phone no 801-621-1575

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	16,486.	4,586.	11,900.
TOTAL TO FM 990-PF, PART I, LN 4	16,486.	4,586.	11,900.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	446.	446.		0.
TO FM 990-PF, PG 1, LN 16A	446.	446.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	566.	566.		0.
TO FORM 990-PF, PG 1, LN 16B	566.	566.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	4,004.	4,004.		0.
TO FORM 990-PF, PG 1, LN 16C	4,004.	4,004.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER DEDUCTIONS	310.	310.		0.
TO FORM 990-PF, PG 1, LN 23	310.	310.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB INVESTMENTS	COST	430,050.	448,258.
TOTAL TO FORM 990-PF, PART II, LINE 13		430,050.	448,258.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 7

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 8

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT 9

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Realized Gain or (Loss)

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ALGER GROWTH & INCOME CL A ALBAX	15.0380	05/22/12	10/05/12	$380 00	$343 02	$36 98
ALGER GROWTH & INCOME CL A ALBAX	269 2230	05/22/12	11/07/12	$6,480.20	$6,140 98	$339 22
Security Subtotal				**$6,860.20**	**$6,484.00**	**$376.20**
AMERICAN FD INTL GROWTH AND INCM CL F1 IGIFX	6 3960	05/22/12	10/05/12	$194 00	$174 29	$19.71
AMERICAN FD INTL GROWTH AND INCM CL F1 IGIFX	106 9250	05/22/12	11/07/12	$3,192 78	$2,913 71	$279 07
Security Subtotal				**$3,386 78**	**$3,088.00**	**$298 78**
AQR MGD FUTURES STRAT FD CL N AQMNX	332 0000	02/23/12	05/15/12	$3,210 44	$3,154 00	$56.44
Security Subtotal				**$3,210 44**	**$3,154.00**	**$56.44**
ASG DIVERSIFYING STRATEGIES FD CL A DSFAX	331 2310	12/12/11	02/13/12	$3,309 00	$3,352 06	($43 06)
ASG DIVERSIFYING STRATEGIES FD CL A DSFAX	770 3500	12/12/11	05/15/12	$7,171.96	$7,795 94	($623 98)
Security Subtotal				**$10,480.96**	**$11,148.00**	**($667.04)**
ASG MGD FUTURES STRATEGY FD CL A AMFAX	273.5030	12/12/11	02/13/12	$2,787 00	$2,893 66	($106 66)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds. Average
All Other Investments First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ASG MGD FUTURES STRATEGY FD CL A AMFAX	1,131 4120	12/12/11	05/15/12	$10,771 04	$11,970.34	($1,199 30)
Security Subtotal				**$13,558.04**	**$14,864 00**	**($1,305 96)**
ASTON DOUBLELINE CORE PLUS FIX INCM N ADBLX	2,064.1830	multiple	05/22/12	$22,272 53	$21,692 51	$580 02
Security Subtotal				**$22,272 53**	**$21,692.51**	**$580.02**
BLACKROCK GLOBAL ALLOCATION CL A MDLOX	530 2020	multiple	05/22/12	$9,750 42	$9,811 61	($61 19)
Security Subtotal				**$9,750.42**	**$9,811 61**	**($61 19)**
COPELAND RISK MGD DIV GWTH A CDGRX	280 6310	05/22/12	10/05/12	$3,115 00	$2,924 17	$190 83
Security Subtotal				**$3,115.00**	**$2,924.17**	**$190 83**
ETF MARKET OPPTY FD ETFOX	557.8900	10/12/11	10/05/12	$6,399 00	$6,305.52	$93 48
Security Subtotal				**$6,399.00**	**$6,305.52**	**$93 48**
FEDERATED GOV ULTRASHORT DURATION FD SS FEUSX	1,499.8650	10/12/11	02/13/12	$14,863 66	$14,878 66	($15 00)
Security Subtotal				**$14,863.66**	**$14,878 66**	**($15.00)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments. First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FEDERATED STRATEGIC VALUE DIVIDEND A SVAAX	43 6290	05/22/12	10/05/12	$226.00	$208 98	$17 02
FEDERATED STRATEGIC VALUE DIVIDEND A SVAAX	1,365 3480	05/22/12	11/07/12	$6,785 78	$6,540 02	$245.76
Security Subtotal				**$7,011.78**	**$6,749.00**	**$262.78**
FEDERATED TOTAL RETURN GOVT BOND FD SS FTGSX	941.3850	12/12/11	02/13/12	$11,108 34	$11,146 00	($37 66)
Security Subtotal				**$11,108.34**	**$11,146.00**	**($37.66)**
FIRST EAGLE GLOBAL FUND CL A SGENX	141 4500	05/22/12	10/05/12	$7,064 00	$6,445 88	$618.12
Security Subtotal				**$7,064.00**	**$6,445.88**	**$618 12**
FORWARD TACTICAL ENHANCED FD INV FTEEX	220 1120	10/12/11	10/05/12	$5,921 00	$5,572 87	$348 13
Security Subtotal				**$5,921 00**	**$5,572.87**	**$348 13**
FRANKLIN ADJ US GOVT SECS CL A FISAX	1,681 3940	09/07/11	02/13/12	$14,897 15	$14,880 34	$16 81
Security Subtotal				**$14,897.15**	**$14,880.34**	**$16 81**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HUSSMAN STRATEGIC TOTAL RETURN FUND HSTRX	1,217.1380	multiple	05/22/12	$14,950 35	$15,232 63 '	($282 28)
Security Subtotal				**$14,950.35**	**$15,232.63**	**($282.28)**
IQ ALPHA HEDGE STRATEGY INV CL IQHOX	1,416 3810	multiple	05/15/12	$14,206 30	$14,490 00	($283 70)
Security Subtotal				**$14,206.30**	**$14,490.00**	**($283 70)**
IRONCLAD MGD RISK IRONX	3,624 2040	01/31/12	05/15/12	$39,805 00	$38,903 76	$901.24
IRONCLAD MGD RISK IRONX	2,018 2940	01/31/12	10/05/12	$23,427 58	$21,665 24	$1,762 34
Security Subtotal				**$63,232.58**	**$60,569 00**	**$2,663.58**
ISHARES S&P MODERATE ALLOCATION FUND AOM	2 0000	12/12/11	02/13/12	$41 87	$59 65	($17 78)
ISHARES S&P MODERATE ALLOCATION FUND AOM	142.0000	12/12/11	05/22/12	$4,315 04	$4,235 15	$79.89
ISHARES S&P MODERATE ALLOCATION FUND. AOM	519 0000	12/12/11	05/22/12	$15,771 19	$15,479 17	$292.02
ISHARES S&P MODERATE ALLOCATION FUND AOM	576 0000	12/12/11	05/22/12	$17,495 22	$17,179 20	$316 02

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ISHARES S&P MODERATE ALLOCATION FUND AOM	139.0000	02/23/12	05/22/12	$4,223 88	$4,329 55	($105 67)
ISHARES S&P MODERATE ALLOCATION FUND AOM	200 0000	02/23/12	05/22/12	$6,077 53	$6,229 57	($152 04)
Security Subtotal				**$47,924.73**	**$47,512.29**	**$412.44**
IVY ASSET STRATEGY FUND CL A WASAX	364 5510	multiple	05/22/12	$8,607 05	$8,792.20	($185 15)
Security Subtotal				**$8,607.05**	**$8,792.20**	**($185.15)**
JPMORGAN EQUITY INCOME A OIEIX	32 5400	05/22/12	10/05/12	$342 00	$310 43	$31 57
JPMORGAN EQUITY INCOME A OIEIX	674 9020	05/22/12	11/07/12	$6,850 26	$6,438 57	$411.69
Security Subtotal				**$7,192.26**	**$6,749.00**	**$443.26**
JPMORGAN HIGHBRIDGE DYNAMIC COMMODITIES STRAT FD A HDSAX	539 0990	multiple	05/15/12	$9,008 34	$9,841 00	($832 66)
Security Subtotal				**$9,008 34**	**$9,841.00**	**($832.66)**
MAINSTAY EPOCH GLOBAL EQTY YIELD A· EPSPX	6.8360	05/22/12	10/05/12	$113 00	$103.77	$9.23

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MAINSTAY EPOCH GLOBAL EQTY YIELD A EPSPX	196 5900	05/22/12	11/07/12	$3,135 61	$2,984 23	$151 38
Security Subtotal				**$3,248.61**	**$3,088.00**	**$160 61**
MANAGERS BOND FUND MGFIX	917 2570	multiple	05/22/12	$24,444 90	$24,070 78	$374 12
Security Subtotal				**$24,444.90**	**$24,070 78**	**$374 12**
MANNING & NAPIER PRO BLEND EXTENDED TERM SER S MNBAX	271 9210	10/12/11	05/22/12	$4,106.00	$4,156 99	($50 99)
MANNING & NAPIER PRO BLEND EXTENDED TERM SER S MNBAX	910 5280	multiple	10/05/12	$14,914 45	$13,919 70	$994 75
Security Subtotal				**$19,020 45**	**$18,076 69**	**$943.76**
NEUBERGER BERMAN EQTY INCM FD CL A NBHAX	6 6830	05/22/12	10/05/12	$80 00	$73 71	$6 29
NEUBERGER BERMAN EQTY INCM FD CL A NBHAX	193 2260	05/22/12	11/07/12	$2,254.95	$2,131.29	$123 66
Security Subtotal				**$2,334.95**	**$2,205.00**	**$129.95**
NICHOLAS LIMITED EDITION FUND CL N NNLEX	2 8810	05/22/12	10/05/12	$65 00	$60 44	$4 56

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NICHOLAS LIMITED EDITION FUND CL N NNLEX	102.2190	05/22/12	11/07/12	$2,248.82	$2,144.56	$104.26
Security Subtotal				**$2,313.82**	**$2,205.00**	**$108.82**
OPPENHEIMER DEVELOPING MKTS FD CL A ODMAX	6.6140	05/22/12	10/05/12	$228.00	$200.87	$27.13
OPPENHEIMER DEVELOPING MKTS FD CL A ODMAX	80.5440	05/22/12	11/07/12	$2,751.38	$2,446.13	$305.25
Security Subtotal				**$2,979.38**	**$2,647.00**	**$332.38**
PIMCO ALL ASSET ALL AUTHORITY CL D PAUDX	671.4340	multiple	05/22/12	$6,902.33	$7,246.04[1]	($343.71)
Security Subtotal				**$6,902.33**	**$7,246.04**	**($343.71)**
PIMCO FUNDAMENTAL ADVANTAGE TOTAL RET STRAT D PFSDX	1,368.2380	05/22/12	10/05/12	$5,746.60	$5,514.00	$232.60
Security Subtotal				**$5,746.60**	**$5,514.00**	**$232.60**
PIMCO GLOBAL MULTI ASSET D PGMDX	1,193.4710	multiple	05/22/12	$12,877.55	$13,437.11[1]	($559.56)
Security Subtotal				**$12,877.55**	**$13,437.11**	**($559.56)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PIMCO GNMA D PGNDX	1,564 6540	multiple	05/22/12	$18,525 50	$18,543 67	($18 17)
Security Subtotal				**$18,525.50**	**$18,543 67**	**($18 17)**
PIMCO INCM CL D PONDX	1,358.0000	10/12/11	02/13/12	$15,128 12	$15,019 05	$109 07
Security Subtotal				**$15,128 12**	**$15,019.05**	**$109.07**
PRUDENTIAL JENNISON MID CAP GRWTH A PEEAX	71 1300	10/05/12	11/07/12	$2,232 06	$2,311 00	($78 94)
Security Subtotal				**$2,232 06**	**$2,311.00**	**($78.94)**
ROYCE DIV VALUE FUND SERVICE CL RYDVX	13 0000	05/22/12	10/05/12	$91 38	$84 63	$6 75
ROYCE DIV VALUE FUND SERVICE CL RYDVX	325 7100	05/22/12	11/07/12	$2,270.07	$2,120.37	$149 70
Security Subtotal				**$2,361 45**	**$2,205.00**	**$156.45**
RUSSELL BALANCED STRATEGY CL S RBLSX	93 8790	12/12/11	02/13/12	$972.00	$943 18	$28.82
RUSSELL BALANCED STRATEGY CL S RBLSX	4,571.8630	multiple	05/22/12	$46,699 44	$46,606 82	$92 62
Security Subtotal				**$47,671 44**	**$47,550.00**	**$121.44**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SCHW US LCAP ETF SCHX	5 0000	09/13/12	10/05/12	$173 75	$173 95	($0.20)
SCHW US LCAP ETF SCHX	933 0000	09/13/12	11/05/12	$31,329 81	$32,459.07	($1,129 26)
Security Subtotal				**$31,503.56**	**$32,633.02**	**($1,129 46)**
SCHW US SCAP ETF SCHA	362.0000	09/13/12	11/05/12	$13,386.61	$13,926 00	($539.39)
SCHW US SCAP ETF SCHA	5 0000	10/05/12	11/05/12	$184.90	$189 45	($4 55)
Security Subtotal				**$13,571 51**	**$14,115 45**	**($543.94)**
STEELPATH MLP SLCT 40 FD CL A MLPFX	425 7720	05/22/12	06/18/12	$4,300 30	$4,411 00	($110 70)
Security Subtotal				**$4,300.30**	**$4,411.00**	**($110 70)**
TCW TOTAL RETURN BOND FUND N CLASS TGMNX	739 4550	10/12/11	02/13/12	$7,505 47	$7,505 47	$0.00
Security Subtotal				**$7,505 47**	**$7,505.47**	**$0 00**
THORNBURG INVT INCOME BUILDER FD CL A TIBAX	224.5480	05/22/12	10/05/12	$4,286 62	$3,970.00	$316 62
Security Subtotal				**$4,286.62**	**$3,970 00**	**$316.62**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds, Average
All Other Investments First In First Out (FIFO)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
TOUCHSTONE ULTRA SHORT DURATION FIXED INCOME CL Z TSDOX	1,163 6620	multiple	02/13/12	$11,147 88	$11,172 01	($24 13)
Security Subtotal				$11,147.88	$11,172 01	($24 13)
WELLS FARGO ADVTG GWTH FD ADM SGRKX	7 4260	05/22/12	10/05/12	$322 00	$293 99	$28 01
WELLS FARGO ADVTG GWTH FD ADM SGRKX	156.3530	05/22/12	11/07/12	$6,362.00	$6,190 01	$171 99
Security Subtotal				$6,684.00	$6,484.00	$200 00
WILLIAM BLAIR MID CAP GROWTH CL N WCGNX	179 8530	05/22/12	10/05/12	$2,316 51	$2,205 00	$111 51
Security Subtotal				$2,316.51	$2,205.00	$111.51
Total Short-Term				$552,123.92	$548,944.97	$3,178 95

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BLACKROCK GLOBAL ALLOCATION CL A MDLOX	409 9260	multiple	05/22/12	$7,538 53	$7,585.86 '	($47 33)
Security Subtotal				$7,538.53	$7,585 86	($47.33)

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2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HUSSMAN STRATEGIC TOTAL RETURN FUND HSTRX	270 7960	multiple	05/22/12	$3,326 24	$3,389 05 [1]	($62 81)
Security Subtotal				**$3,326.24**	**$3,389 05**	**($62.81)**
PIMCO ALL ASSET ALL AUTHORITY CL D PAUDX	491 9110	multiple	05/22/12	$5,056 86	$5,308 64 [1]	($251 78)
Security Subtotal				**$5,056.86**	**$5,308.64**	**($251.78)**
PIMCO GLOBAL MULTI ASSET D PGMDX	959 5420	multiple	05/22/12	$10,353 46	$10,803.33 [1]	($449 87)
Security Subtotal				**$10,353 46**	**$10,803 33**	**($449.87)**
Total Long-Term				**$26,275.09**	**$27,086 88**	**($811.79)**
Total Realized Gain or (Loss)				**$578,399.01**	**$576,031.85**	**$2,367 16**

Schwab has provided realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings See Terms and Conditions
Option Customers Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options

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