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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: **RICH, JUNIOR E & BLANCHE B. FDN**
 Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank N.A. Trust Tax Dept - 101N Independence Mall E MACY1372-06**
 City or town, state, and ZIP code: **Philadelphia PA 19106-2112**

A Employer identification number: **87-6173654**
B Telephone number (see instructions): **(888) 730-4933**

C If exemption application is pending, check here
D 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 500,079**
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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	13,318	11,550		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	48,330			
	b Gross sales price for all assets on line 6a 59,664				
	7 Capital gain net income (from Part IV, line 2)		48,330		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	61,648	59,880	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	7,159	5,369		1,790
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,078			1,078
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,711	260		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5,000			5,000
	24 Total operating and administrative expenses. Add lines 13 through 23	14,948	5,629	0	7,868
	25 Contributions, gifts, grants paid	20,718			20,718
26 Total expenses and disbursements. Add lines 24 and 25	35,666	5,629	0	28,586	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	25,982				
b Net investment income (if negative, enter -0-)		54,251			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

HTA

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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		-13,911	-13,911
	2	Savings and temporary cash investments	14,262	6,370	6,370
	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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	351,394	386,427	507,623	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	365,656	378,886	500,082	
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)			
	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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	365,656	378,886	
	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)	365,656	378,886		
31	Total liabilities and net assets/fund balances (see instructions)	365,656	378,886		

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	365,656
2	Enter amount from Part I, line 27a	2	25,982
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	860
4	Add lines 1, 2, and 3	4	392,498
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	13,612
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	378,886

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
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	48,330	
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	22,625	509,538	0.044403
2010	21,089	480,131	0.043923
2009	32,753	446,058	0.073428
2008	36,316	643,704	0.056417
2007	36,221	885,719	0.040894

2 Total of line 1, column (d)	2	0.259065
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	0.051813
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	496,810
5 Multiply line 4 by line 3	5	25,741
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	543
7 Add lines 5 and 6	7	26,284
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	28,586

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	543	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3 Add lines 1 and 2		3	543	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	543	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,491		
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	1,491		
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	948		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 543 Refunded <input type="checkbox"/>	11	405		

Part VII-A Statements Regarding Activities

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

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶		Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		X
1b			X
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?		X
1c			X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
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		N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	
3b		N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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?		X
4b			X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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? 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 No

b 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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phila	Trustee 4 00	7,159		
EDWARD B RICH 3931 AIRPORT RD OGDEN, UT 84405	OFFICER 1 00			

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

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

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

Part 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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

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	491,303
b	Average of monthly cash balances	1b	13,073
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	504,376
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	
3	Subtract line 2 from line 1d	3	504,376
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	7,566
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	496,810
6	Minimum investment return. Enter 5% of line 5	6	24,841

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	24,841
2a	Tax on investment income for 2012 from Part VI, line 5	2a	543	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	543	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	24,298	
4	Recoveries of amounts treated as qualifying distributions	4	500	
5	Add lines 3 and 4	5	24,798	
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	24,798	

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	28,586
b	Program-related investments—total from Part IX-B	1b	
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	28,586
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	543
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,043

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				24,798
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			20,218	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 \blacktriangleright \$ <u>28,586</u>				
a Applied to 2011, but not more than line 2a			20,218	
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				8,368
e Remaining amount distributed out of corpus				
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				16,430
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				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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

▶

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 20,718
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0

RICH, JUNIOR E & BLANCHE B FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ECCLES ART CENTER

Street

2580 JEFFERSON AVE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,250

Name

MAKE A WISH FOUNDATION

Street

C/O ED RICH 3931 AIRPORT ROAD

City

OGDEN

State

UT

Zip Code

84405

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

OGDEN SYMPHONY BALLET ASSOC

Street

638 26TH ST

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

WEBER COUNTY SCHOOL DISTRICT FOUNDAT

Street

5320 S ADAMS AVE

City

OGDEN

State

UT

Zip Code

84405

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,200

Name

MIDTOWN COMMUNITY HEALTH CENTER

Street

2240 ADAMS AVE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

OGDEN SCHOOL FOUNDATION

Street

1950 MONROE BLVD

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,200

RICH, JUNIOR E. & BLANCHE B. FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WEBER COUNTY SCHOOL DISTRICT FDN , VALLEY ELEMENTARY

Street

5821 EAST 1900

City

NORTH EDEN

State

UT

Zip Code

84317

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

COMMUNITY FOUNDATION OF OGDEN VALLEY

Street

P O BOX 684

City

EDEN

State

UT

Zip Code

84310

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

GREATER OGDEN COMMUNITY NATURE CTR

Street

966 W 12TH ST

City

OGDEN

State

UT

Zip Code

84404

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

PREVENT CHILD ABUSE UTAH

Street

2955 HARRISON BLVD. STE 104

City

OGDEN

State

UT

Zip Code

84403

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

SALVATION ARMY

Street

2635 GRANT AVE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

BONNEVILLE CHARITABLE FOUNDATION

Street

P.O. BOX 45654

City

SALT LAKE CITY

State

UT

Zip Code

84145-0654

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,068

RICH, JUNIOR E. & BLANCHE B. FDN

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNION STATION FOUNDATION

Street

2501 WALL AVENUE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

BOX EDLER COMMUNITY PANTRY

Street

272 N 200 W

City

BRIGHAM CITY

State

UT

Zip Code

84302

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

WEBER STATE UNIVERSITY- BLANCH B. RICH ART SCHOLARSHIP

Street

3848 HARRISON BLVD

City

OGDEN

State

UT

Zip Code

84408

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

WEBER COUNTY LIBRARY DEVELOPMENT FUND

Street

2464 JEFFERSON AVE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

NATIONAL CENTER ON SHAKEN BABY SRO

Street

1433 NORTH 1075 WEST SUITE 110

City

FARMINGTON

State

UT

Zip Code

84025

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 16b (990-PF) - Accounting Fees

		1,078	0	0	1,078
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,078			1,078

Part I, Line 18 (990-PF) - Taxes

		1,711	260	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	260	260		
2	ESTIMATED EXCISE PAYMENTS	1,451			

Part I, Line 23 (990-PF) - Other Expenses

		5,000	0	0	5,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADMINISTRATION FEE	5,000			5,000

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	351,394	386,427	507,623
1					0		
2	BRISTOL MYERS SQUIBB CO		0	3,253		8,571	
3	CISCO SYSTEMS INC		0	2,967		5,463	
4	GENERAL ELECTRIC CO		0	874		21,515	
5	MERGER FD SH BEN INT 260		0	6,295		6,270	
6	ORACLE CORPORATION		0	1,565		11,795	
7	COCA COLA CO		0	458		20,808	
8	CONSUMER STAPLES SECTOR SPDR TR		0	7,894		10,261	
9	AMEX FINANCIAL SELECT SPDR		0	13,209		14,194	
10	AMEX MATERIALS SPDR		0	2,386		2,853	
11	AMEX TECHNOLOGY SELECT SPDR		0	14,198		18,839	
12	AMEX ENERGY SELECT SPDR		0	9,118		10,999	
13	AMEX UTILITIES SPDR		0	1,073		1,222	
14	ISHARES TR SMALLCAP 600 INDEX FD		0	21,905		29,209	
15	ISHARES S&P MIDCAP 400 VALUE		0	10,683		11,899	
16	ISHARES TR S & P MIDCAP 400 ID FD		0	4,108		6,305	
17	ISHARES S&P MIDCAP 400 GROWTH		0	10,782		12,700	
18	ISHARES MSCI EAFE		0	54,680		56,462	
19	AMEX INDUSTRIAL SPDR		0	8,232		11,105	
20	CHEVRON CORP		0	906		19,141	
21	AMEX HEALTH CARE SPDR		0	9,057		12,084	
22	AMEX CONSUMER DISCR SPDR		0	6,631		10,010	
23	DREYFUS EMG MKT DEBT LOC C-I 6083		0	8,373		8,817	
24	HUSSMAN STRATEGIC GROWTH FUND 60		0	15,605		13,205	
25	ISHARES IBOX \$ INV GR CORP BD FD		0	321		363	
26	CB RICHARD ELLIS REALTY TRUST		0	13,630		16,304	
27	VANGUARD REIT VIPER		0	15,149		18,161	
28	VANGUARD EMERGING MARKETS ETF		0	40,562		43,595	
29	DIVIDEND CAPITAL TOTAL REALTY TRUS		0	12,816		10,691	
30	KRAFT FOODS GROUP INC		0	46		2,774	
31	MONDELEZ INTERNATIONAL INC		0	85		4,658	
32	VANGUARD BD INDEX FD INC		0	8,978		8,990	
33	SPDR DJ WILSHIRE INTERNATIONAL REA		0	13,015		14,224	
34	VANGUARD INTERMEDIATE TERM B		0	4,519		4,677	
35	DIAMOND HILL LONG-SHORT FD CLI 11		0	12,311		13,585	
36	RIDGEWORTH SEIX HY BD-I 5855		0	8,289		8,566	
37	MLN GOLDMAN SACHS GROUP INC 5/07/		0	25,000		21,673	
38	CREDIT SUISSE COMM RT ST-CO 2156		0	17,454		15,635	

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	360
2	CHARITABLE CONTRIBUTION RECOVERIES	2	500
3	Total	3	860

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	73
2	GAIN ON CY SALES NOT SETTLED AT YEAR END	2	10,480
3	MUTUAL FUND & CTF INCOME SUBTRACTION	3	1,675
4	PY RETURN OF CAPITAL ADJUSTMENT	4	1,384
5	Total	5	13,612

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	Amount	
														110	0
1 BRISTOL MYERS SQUIBB CO	110122108		4/13/1994	2/2/2012	4,037			1,548	2,511	0	0	0	0	48,220	0
2 BRISTOL MYERS SQUIBB CO	110122108		4/13/1994	12/27/2012	1,026			396	630	0	0	0	0	2,511	0
3 CHEVRON CORP	160764100		11/1/1985	2/2/2012	8,561			425	8,136	0	0	0	0	8,136	0
4 CHEVRON CORP	160764100		11/1/1985	12/27/2012	2,374			113	2,261	0	0	0	0	2,261	0
5 CISCO SYSTEMS INC	17275R102		3/6/1988	2/2/2012	2,594			1,398	1,196	0	0	0	0	1,196	0
6 CISCO SYSTEMS INC	17275R102		3/6/1988	12/27/2012	665			363	302	0	0	0	0	302	0
7 COCA COLA CO	191218100		11/1/1985	2/2/2012	9,197			216	8,981	0	0	0	0	8,981	0
8 COCA COLA CO	191218100		11/1/1985	12/27/2012	2,537			58	2,481	0	0	0	0	2,481	0
9 GENERAL ELECTRIC CO	389604103		11/1/1985	2/2/2012	9,118			414	8,704	0	0	0	0	8,704	0
10 GENERAL ELECTRIC CO	389604103		11/1/1985	12/27/2012	2,585			107	2,478	0	0	0	0	2,478	0
11 HUSSMAN STRATEGIC GROWTH FUND	448108100		9/16/2010	12/27/2012	305			374	-69	0	0	0	0	-69	0
12 ISSUES IBOXX \$ INV GR CORP BD FD	464287242		4/29/2010	2/2/2012	116			107	9	0	0	0	0	9	0
13 ISSUES TR S & P MIDCAP 400 ID FD	464287507		8/24/2009	2/2/2012	2,788			1,921	847	0	0	0	0	847	0
14 ISSUES CORE S&P MIDCAP ETF	464287507		8/24/2009	12/27/2012	603			530	73	0	0	0	0	73	0
15 KRAFT FOODS INC	50075N104		11/1/1985	2/2/2012	3,355			83	3,272	0	0	0	0	3,272	0
16 KRAFT FOODS GROUP INC	50075N104		11/1/1985	2/2/2012	310			5	305	0	0	0	0	305	0
17 MONDELEZ INTERNATIONAL INC	609207105		11/1/1985	12/27/2012	556			10	546	0	0	0	0	546	0
18 ORACLE CORPORATION	66385X105		3/6/1988	2/2/2012	4,816			738	4,078	0	0	0	0	4,078	0
19 ORACLE CORPORATION	66385X105		3/6/1988	12/27/2012	1,425			198	1,235	0	0	0	0	1,235	0
20 AMEX MATERIALS SPDR	81365Y100		5/17/2011	2/2/2012	75			76	-1	0	0	0	0	-1	0
21 AMEX MATERIALS SPDR	81365Y100		1/28/2011	2/2/2012	113			114	-1	0	0	0	0	-1	0
22 AMEX HEALTHCARE SPDR	81365Y209		5/17/2011	2/2/2012	108			108	0	0	0	0	0	0	0
23 AMEX HEALTHCARE SPDR	81365Y209		5/17/2011	12/27/2012	437			397	40	0	0	0	0	40	0
24 CONSUMER STAPLES SECTOR SPDR	81365Y308		2/2/2012	12/27/2012	139			130	9	0	0	0	0	9	0
25 AMEX ENERGY SELECT SPDR	81365Y605		5/17/2011	12/27/2012	212			219	-7	0	0	0	0	-7	0
26 AMEX ENERGY SELECT SPDR	81365Y605		4/28/2010	12/27/2012	235			222	13	0	0	0	0	13	0
27 AMEX INDUSTRIAL SPDR	81365Y704		5/17/2011	12/27/2012	164			164	0	0	0	0	0	0	0
28 AMEX UTILITIES SPDR	81365Y866		5/17/2011	12/27/2012	35			34	1	0	0	0	0	1	0
29 AMEX UTILITIES SPDR	81365Y866		5/17/2011	2/2/2012	23			24	-1	0	0	0	0	-1	0
30 TEMPLETON GLOBAL BOND FD-ADV 6	860208400		5/9/2010	2/2/2012	23			24	-1	0	0	0	0	-1	0
31 TEMPLETON GLOBAL BOND FD-ADV 6	860208400		5/9/2010	9/14/2012	489			475	14	0	0	0	0	14	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	40
2 First quarter estimated tax payment	5/9/2012	2	333
3 Second quarter estimated tax payment	6/11/2012	3	373
4 Third quarter estimated tax payment	9/11/2012	4	373
5 Fourth quarter estimated tax payment	12/11/2012	5	372
6 Other payments		6	0
7 Total		7	1,491

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	<u>20,218</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>20,218</u>

4/10/2013 1:43:06 PM - 028710 - 1807 - WWS - RICH, JUNIOR E & BLANCHE B. FDN

Account Name. RICH, JUNIOR E. BLANCHE B FDN

Account Number. 028710

EIN: 87-6173654

Utah Attorney General does not require and prefers that we do not furnish a copy of the form 990PF to their office.