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: FLORENCE HEIMAN CHARITABLE REMAINDER TRUST

A Employer identification number: 90-0122117

Number and street (or P O box number if mail is not delivered to street address): 7409 MANCHESTER ROAD | Room/suite:

B Telephone number: 3147813122

City or town, state, and ZIP code: ST. LOUIS, MO 63143

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)* ▶$ 3,003,419.

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 ▶ ☐

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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3.	3.		STATEMENT 1
	4 Dividends and interest from securities	120,302.	120,302.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	137,071.			
	b Gross sales price for all assets on line 6a 299,725.				
	7 Capital gain net income (from Part IV, line 2)		137,071.		
	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	257,376.	257,376.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	45,000.	22,500.		22,500.
	14 Other employee salaries and wages	6,000.	3,000.		3,000.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	4,825.	2,412.		2,413.
	c Other professional fees STMT 4	12,967.	1,484.		11,483.
	17 Interest				
	18 Taxes STMT 5	4,562.	231.		231.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	25.	25.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	73,379.	29,652.		39,627.
	25 Contributions, gifts, grants paid	185,700.			185,700.
	26 **Total expenses and disbursements.** Add lines 24 and 25	259,079.	29,652.		225,327.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,703.>			
	b **Net investment income** (if negative enter -0-)		227,724.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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12061105 310548 4601.071 2012.04040 FLORENCE HEIMAN CHARITABLE 4601_0B1

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	88,393.	97,922.	97,922.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	713,299.	679,145.	1,849,833.
	c Investments - corporate bonds STMT 8	899,778.	921,696.	921,770.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	125,139.	126,693.	133,598.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	243.	296.	296.
	16 **Total assets** (to be completed by all filers)	1,826,852.	1,825,752.	3,003,419.
Liabilities	17 Accounts payable and accrued expenses	300.	903.	
	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)	300.	903.	
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 ▶ [X] 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	0.	0.	
	30 **Total net assets or fund balances**	1,826,552.	1,824,849.	
	31 **Total liabilities and net assets/fund balances**	1,826,852.	1,825,752.	

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	1,826,552.
2	Enter amount from Part I, line 27a	2	<1,703.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,824,849.
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	1,824,849.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	299,725.		162,654.	137,071.

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				
c				
d				
e				137,071.

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 — 137,071.

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	199,061.	3,059,300.	.065067
2010	189,516.	2,926,350.	.064762
2009	192,145.	2,694,918.	.071299
2008	218,654.	3,231,707.	.067659
2007	196,057.	3,670,632.	.053412

2	**Total** of line 1, column (d)	2	.322199
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	.064440
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,033,537.
5	Multiply line 4 by line 3	5	195,481.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,277.
7	Add lines 5 and 6	7	197,758.
8	Enter qualifying distributions from Part XII, line 4	8	225,327.

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			1	2,277.
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	2,277.
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	2,277.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,063.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,600.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,663.
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** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,386.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶		2,386. **Refunded** ▶	11	0.

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) ▶ MO			
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)*

			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 ▶ ISAAC YOUNG Telephone no. ▶ 314-781-3122

Located at ▶ 7409 MANCHESTER ROAD, ST. LOUIS, MO ZIP+4 ▶ 63143

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

			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.			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
ISAAC YOUNG 7409 MANCHESTER RD ST LOUIS, MO 63143	TRUSTEE 5.00	45,000.	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	3,002,540.
b	Average of monthly cash balances	1b	77,193.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,079,733.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,079,733.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,196.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,033,537.
6	**Minimum investment return** Enter 5% of line 5	6	151,677.

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	151,677.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,277.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,277.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	149,400.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	149,400.
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	149,400.

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	225,327.
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	225,327.
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	2,277.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	223,050.

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				149,400.
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				
b From 2008 1,933.				
c From 2009 59,323.				
d From 2010 47,008.				
e From 2011 52,026.				
f **Total** of lines 3a through e	160,290.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 225,327.				
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				149,400.
e Remaining amount distributed out of corpus	75,927.			
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	236,217.			
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	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	236,217.			
10 Analysis of line 9:				
a Excess from 2008 1,933.				
b Excess from 2009 59,323.				
c Excess from 2010 47,008.				
d Excess from 2011 52,026.				
e Excess from 2012 75,927.				

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).)

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 Paid during the year				
ANTI-DEFAMATION LEAGUE MO/SOUTHERN IL PROGRAM 10420 OLD OLIVE, SUITE 208 ST. LOUIS, MO 63141	N/A	501(C)(3)	CHARITABLE	1,000.
CHILD LAB SCHOOL C/O BONNIE PAULSMEYER 5500 COUNTRY RIDGE DRIVE CHESTERFIELD, MO 63017	N/A	501(C)(3)	CHARITABLE	2,000.
GIANT STEPS 7281 SARAH STREET MAPLEWOOD, MO 63143	N/A	501(C)(3)	CHARITABLE	500.
HILLEL WASHINGTON UNIVERSITY 6300 FORSYTH CLAYTON, MO 63105	N/A	501(C)(3)	CHARITABLE	1,000.
JCCA C/O LYNN WITTELS 2 MILLSTONE CAMPUS DRIVE ST. LOUIS, MO 63146	N/A	501(C)(3)	CHARITABLE	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	185,700.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3.	
4 Dividends and interest from securities			14	120,302.	
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	137,071.	
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.		257,376.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 257,376.

(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: [signature] Date: 11-6-13 Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Kell Lewis	Kell Lewis	11/5/13		P00121247

Firm's name ▶ STONE CARLIE AND COMPANY, LLC — Firm's EIN ▶ 43-0642511

Firm's address ▶ 101 S HANLEY ROAD, SUITE 800 ST LOUIS, MO 63105 — Phone no. 314-889-1100

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	AMERICAN EXPRESS		01/13/11	07/24/12
b	ASTRAZENECA PLC 5.4%12FSMR		01/18/11	07/25/12
c	NUCOR CORP		01/13/11	10/01/12
d	TYCO		01/13/11	07/12/12
e	ALBEMARLE CORP		06/27/01	11/06/12
f	DUKE ENERGY CORP NEW CASH IN LIEU		02/27/08	07/03/12
g	OMNICOM GROUP		06/27/01	11/06/12
h	SOUTHERN CO		02/11/03	11/06/12
i				
j				
k				
l				
m				
n				
o				

	(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	30,304.		32,140.	<1,836.>
b	30,157.		32,307.	<2,150.>
c	30,000.		31,907.	<1,907.>
d	32,382.		32,145.	237.
e	56,431.		880.	55,551.
f	23.		19.	4.
g	76,906.		3,950.	72,956.
h	43,522.		29,306.	14,216.
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<1,836.>
b				<2,150.>
c				<1,907.>
d				237.
e				55,551.
f				4.
g				72,956.
h				14,216.
i				
j				
k				
l				
m				
n				
o				

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	137,071.
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

223591
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JEWISH FAMILY & CHILDREN'S SERVICE 10950 SCHUETZ ROAD ST. LOUIS, MO 63141	N/A	501(C)(3)	CHARITABLE	10,000.
LIFT FOR LIFE 1731 S. BROADWAY ST. LOUIS, MO 63104	N/A	501(C)(3)	CHARITABLE	10,000.
LOGOS SCHOOL 9137 OLD BONHOMME OLIVETTE, MO 63132	N/A	501(C)(3)	CHARITABLE	23,200.
MAR-VISTA SCHOOL 765 KINGMAN SANTA MONICA, CA 90402	N/A	501(C)(3)	CHARITABLE	5,000.
NATIONAL COUNCIL OF JEWISH WOMEN 8350 DELCREST DRIVE ST. LOUIS, MO 63124	N/A	501(C)(3)	CHARITABLE	2,000.
PLANNED PARENTHOOD OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001	N/A	501(C)(3)	CHARITABLE	1,000.
PLANNED PARENTHOOD ST. LOUIS REGION 4251 FOREST PARK AVENUE ST. LOUIS, MO 63108	N/A	501(C)(3)	CHARITABLE	5,000.
RANIER AUDUBON SOCIETY C/O SUZANNE KROMM 4819 49TH AVE., SW SEATTLE, WA 98116-4322	N/A	501(C)(3)	CHARITABLE	2,000.
B'NAI BRITH FOUNDATION 7TH FLOOR 2020 K STREET NW WASHINGTON, DC 20006	N/A	501(C)(3)	CHARITABLE	1,000.
SHAARE ZEDEK CONGREGATION 829 N. HANLEY ROAD ST. LOUIS, MO 63130	N/A	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				176,200.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SHERWOOD FOREST CAMP 2708 SUTTON MAPLEWOOD, MO 63143	N/A	501(C)(3)	CHARITABLE	2,000.
SIERRA CLUB EASTERN MO GROUP 7164 MANCHESTER ST. LOUIS, MO 63143	N/A	501(C)(3)	CHARITABLE	500.
SIMON WESENTHAL CENTER 1399 ROXBY DRIVE LOS ANGELES, CA 90035	N/A	501(C)(3)	CHARITABLE	500.
ST. LOUIS JOURNALISM REVIEW 8380 OLIVE UNIVERSITY CITY, MO 63132	N/A	501(C)(3)	CHARITABLE	5,000.
THE NATIONAL JEWISH FEDERATION 12 MILLSTONE CAMPUS DRIVE ST. LOUIS, MO 63146	N/A	501(C)(3)	CHARITABLE	10,000.
THE WYMAN CENTER 600 KIWANIS DRIVE EUREKA, MO 63025	N/A	501(C)(3)	CHARITABLE	20,400.
UNITED WAY 910 NORTH 11TH STREET ST. LOUIS, MO 63101	N/A	501(C)(3)	CHARITABLE	10,000.
UNIVERSITY OF MASSACHUSETTS C/O BONNIE ZIMA DOWD 121 PRESIDENTS DRIVE AMHURST, MA 01003	N/A	501(C)(3)	CHARITABLE	25,000.
US HOLOCAUST MUSEUM PO BOX 90988 WASHINGTON, DC 20098	N/A	501(C)(3)	CHARITABLE	1,000.
WORLD JEWISH CONGRESS 501 MADISON AVENUE NEW YORK, NY 10022	N/A	501(C)(3)	CHARITABLE	1,000.
Total from continuation sheets				

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BARNES-JEWISH HOSPITAL 1 BARNES-JEWISH HOSPITAL PLAZA ST LOUIS, MO 63110	N/A	501(C)(3)	CHARITABLE	25,000.
WOMAN'S PLACE P.O. BOX 190639 ST LOUIS, MO 63119	N/A	501(C)(3)	CHARITABLE	500.
HOPE COMMUNITY CHURCH 16 GAYLORD ST. AMHERST, MA 01002	N/A	501(C)(3)	CHARITABLE	500.
JOE'S PLACE 7910 MANCHESTER MAPLEWOOD, MO 63143	N/A	501(C)(3)	CHARITABLE	500.
MAPLEWOOD KIWANAS 2731 SUTTON BLVD #200 MAPLEWOOD, MO 63017	N/A	501(C)(3)	CHARITABLE	100.
SALVATION ARMY 1130 HAMPTON AVE ST LOUIS, MO 63139	N/A	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

223631
05-01-12

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

SOURCE	AMOUNT
PNC BANK	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB ACCR INT PURCHASED	<1,543.>	0.	<1,543.>
CHARLES SCHWAB ACCR INT PURCHASED C/O P/Y	<159.>	0.	<159.>
CHARLES SCHWAB DIV	1.	0.	1.
CHARLES SCHWAB INT	35,920.	0.	35,920.
EDWARD JONES DIV	69,211.	0.	69,211.
EDWARD JONES INT	13,944.	0.	13,944.
EDWARD JONES OID	2,928.	0.	2,928.
TOTAL TO FM 990-PF, PART I, LN 4	120,302.	0.	120,302.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	4,825.	2,412.		2,413.
TO FORM 990-PF, PG 1, LN 16B	4,825.	2,412.		2,413.

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
ADVISOR FEES	2,967.	1,484.		1,483.
PROFESSIONAL STUDY ON CHARITIES	10,000.	0.		10,000.
TO FORM 990-PF, PG 1, LN 16C	12,967.	1,484.		11,483.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	462.	231.		231.
FEDERAL INCOME TAX	4,100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,562.	231.		231.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	25.	25.		0.
TO FORM 990-PF, PG 1, LN 23	25.	25.		0.

FORM 990-PF — CORPORATE STOCK — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK SEE ATTACHED	679,145.	1,849,833.
TOTAL TO FORM 990-PF, PART II, LINE 10B	679,145.	1,849,833.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS SEE ATTACHED	921,696.	921,770.
TOTAL TO FORM 990-PF, PART II, LINE 10C	921,696.	921,770.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS SEE ATTACHED	COST	126,693.	133,598.
TOTAL TO FORM 990-PF, PART II, LINE 13		126,693.	133,598.

FORM 990-PF	OTHER ASSETS	STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	243.	237.	237.
PREPAID INTEREST	0.	59.	59.
TO FORM 990-PF, PART II, LINE 15	243.	296.	296.

Florence Heiman Private Foundation
EDWARD JONES

Description	12/31/2012 Book Value	12/31/2012 FMV
Corporate Bond		
CITIGROUP Inc	19,540 95	21,041 80
Verizon Communications	25,449 95	29,337 50
American Intl Group Inc	24,819 95	28,713 00
JPMorgan Chase & Co	50,789 95	59,859 50
NEW PLAN RALTY TRUST ME	33,468 75	33,600 00
OID INTEREST	1,871 42	
OID INTEREST 2010	2,030 70	
OID INTEREST 2011	2,436 00	
OID INTEREST 2012	2,927 75	
Ohio Power Company SR Note	49,765.00	48,849 60
General Electric Cap Corp Sr N	25,963 45	26,000 00
TOTAL CORPORATE BONDS	**239,063.87**	**247,401.40**
Stocks		
ALBEMARLE CORPORATION	880 00	62,120 00
AT&T Inc	4,668 00	33,710 00
Atmos Energy Corp	21,394 95	28,096 00
BANK NEW YORK INC	12,100 00	58,184 80
Bank of America	29,960 51	8,127 00
BP Amoco PLC Sponsored AD	19,589 45	20,820 00
Centurytel Inc	32,608 83	39,120 00
CHEVRON TEXACO CORP	92,045 83	216,280 00
CLOROX CO	6,911 00	172,213 44
Duke Energy Corp	18,648 90	21,245 40
ELI LILY & CO	56,343 73	73,980 00
EMERSON ELECTRIC CO	2,666 67	211,840 00
EXXON MOBIL CORP	26,952 95	173,100 00
INTEL CORP	43,433 10	41,240 00
JOHNSON & JOHNSON	373 00	73,044 20

2

Florence Heiman Private Foundation EDWARD JONES		
Description	***12/31/2012 Book Value***	***12/31/2012 FMV***
MICROSOFT CORP	33,791 84	26,709 70
Monsanto (New) Spun of Pharn	142 56	64,551 30
OMNICOM GROUP INC	4,937 22	99,920 00
PFIZER INC	1,567 46	50,158 60
REGIONS FINANCIAL CORP	30,219 93	6,816 28
Southern Co	49,484 60	59,934 00
US BANCORP NEW	1,798 96 32,414 73	63,880 00
Vectron Corp	43,715 90	58,800 00
WALGREEEN CO	4,270 00	81,422 00
WELLS FARGO & CO NEW	78,681 19	75,161 82
WINDSTREAM CORP	4,639 94	4,272 48
DUKE REALTY CORP	24,901 70	25,086 00
	679,142.95	**1,849,833.02**
Mutual Funds		
American Balanced Fund Cl A	70,558 64	
2009 Activity	1,566 74	
12/31/09 Balance	72,125 38	
2010 Activity	1,411 26	
12/31/10 Balance	73,536 64	
2011 Activity	1,602 06	
12/31/11 Balance	75,138 70	
2012 Activity	1,554 45	
12/31/12 Balance	76,693 15	84,443 47
Lord Abbett Bond Debenture	50,000.00	49,154 59
	126,693.15	**133,598.06**

Income Summary

Income Summary	This Period: Federally Tax-Exempt	This Period: Federally Taxable	Year to Date: Federally Tax-Exempt	Year to Date: Federally Taxable
Money Funds Dividends	0.00	0.00	0.00	0.61
Corporate Bond and Other Interest	0.00	3,564.00	0.00	35,920.31
Total Income	0.00	3,564.00	0.00	35,920.92
Accrued Interest Paid[4]	0.00	0.00	0.00	(1,601.65)

[4]Certain accrued interest paid on taxable bonds may be deductible, consult your tax advisor

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield
SCHWAB US TREAS MONEY FD SWUXX	8,500.4300	1 0000	8,500.43	0 01%
Total Money Market Funds [Sweep]			8,500.43	
Total Money Market Funds [Sweep]			8,500.43	

Investment Detail - Fixed Income

Corporate Bonds	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
AGILENT TECH INC 3.2%22	30,000.0000	100.2453	30,073.59		(478.21)	960.00
NOTES DUE 10/01/22	30,000.0000	101.8393	30,551.80	10/02/12	(478 21)	2 98%
CALLABLE 07/01/22 AT 100 00000						
CUSIP. 00846UAH4						
MOODY'S· N/A S&P BBB+						*Accrued Interest: 288.00*

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
AMERICAN EXPRES 8.125%19	**22,000.0000**	**135.3574**	**29,778.63**		**(299.69)**	**1,787.50**
NOTES DUE 05/20/19	22,000.0000	136.7196	30,078.32	07/24/12	(299.69)	2.27%
CUSIP 025816BB4						
MOODY'S· A3 S&P· BBB+						*Accrued Interest: 203.58*
ANHEUSER BUSCH 4.625%15	**30,000.0000**	**108.1041**	**32,431.23**		**147.53**	**1,387.50**
NT DUE 02/01/15	30,000.0000	107.6123	32,283.70	01/18/11	147.53	2 62%
CALLABLE						
CUSIP 035229CR2						
MOODY'S A3 S&P A						*Accrued Interest: 578.13*
AT&T INC 5.625%16	**30,000.0000**	**114.8912**	**34,467.36**		**491.06**	**1,687.50**
NOTES DUE 06/15/16	30,000.0000	113.2543	33,976.30	01/13/11	491.06	2.95%
CALLABLE						
CUSIP 78387GAL7						
MOODY'S A2 S&P A-						*Accrued Interest: 75.00*
AVON PRODS INC 6.5%19	**30,000.0000**	**109.4558**	**32,836.74**		**(2,151.16)**	**1,950.00**
NOTES DUE 03/01/19	30,000.0000	116.6263	34,987.90	01/13/11	(2,151.16)	4.07%
CALLABLE						
CUSIP 054303AW2						
MOODY'S Baa1 S&P BBB-						*Accrued Interest: 650.00*
BANK OF AMERICA 5.625%16	**30,000.0000**	**112.4134**	**33,724.02**		**1,752.92**	**1,687.50**
NOTES DUE 10/14/16	30,000.0000	106.5703	31,971.10	01/18/11	1,752 92	4.31%
CUSIP 060505CS1						
MOODY'S Baa2 S&P· A-						*Accrued Interest: 360.94*

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
BERKSHIRE HATHAWA 5.4%18	**30,000.0000**	**120.2955**	**36,088.65**		**2,814.05**	**1,620.00**
NOTES DUE 05/15/18	30,000.0000	110.9153	33,274.60	01/13/11	2,814.05	3.68%
CALLABLE						
CUSIP 084664BE0						
MOODY'S. Aa2 S&P. AA+						*Accrued Interest: 207.00*
CATERPILLAR FIN 6.125%14	**30,000.0000**	**106.2941**	**31,888.23**		**(2,093.77)**	**1,837.50**
NOTES DUE 02/17/14	30,000 0000	113.2733	33,982.00	01/13/11	(2,093 77)	1 68%
CUSIP 14912L4F5						
MOODY'S A2 S&P· A						*Accrued Interest: 683.96*
CISCO SYSTEMS 5.5%16	**30,000.0000**	**114.3735**	**34,312.05**		**(28.45)**	**1,650.00**
NOTES DUE 02/22/16	30,000 0000	114 4683	34,340 50	01/13/11	(28 45)	2.45%
CALLABLE						
CUSIP 17275RAC6						
MOODY'S. A1 S&P A+						*Accrued Interest: 591.25*
CITIGROUP INC 6.01%15	**30,000.0000**	**109.1839**	**32,755.17**		**(407.83)**	**1,803.00**
NOTES DUE 01/15/15	30,000 0000	110.5433	33,163.00	01/13/11	(407.83)	3.17%
CUSIP 172967FA4						
MOODY'S Baa2 S&P A-						*Accrued Interest: 80.13*
COMCAST CABLE C 7.125%13	**30,000.0000**	**102.9871**	**30,896.13**		**(2,846.77)**	**2,137.50**
NOTES DUE 06/15/13	30,000.0000	112.4763	33,742.90	01/13/11	(2,846.77)	1.80%
CALLABLE						
CUSIP· 20029PAN9						
MOODY'S Baa1 S&P BBB+						*Accrued Interest: 95.00*
GE CAPTAL 5.4%13	**30,000.0000**	**103.6563**	**31,096.89**		**(1,763.71)**	**1,620.00**
NOTES DUE 09/20/13	30,000.0000	109.5353	32,860.60	01/18/11	(1,763 71)	1.72%
CUSIP 36962G3F9						
MOODY'S A1 S&P. AA+						*Accrued Interest: 454.50*

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
GOLDMAN SACHS 5.125%15	**30,000.0000**	**107.4384**	**32,231.52**		**(258.88)**	**1,537.50**
NOTES DUE 01/15/15	30,000.0000	108.3013	32,490.40	01/13/11	(258 88)	2.90%
CUSIP 38141GEA8						
MOODY'S A3 S&P. A-						*Accrued Interest: 708.96*
JOHNSON CNTRL INC 5%20	**27,000.0000**	**113.2700**	**30,582.90**		**(298.24)**	**1,350.00**
NOTES DUE 03/30/20	27,000.0000	114.3745	30,881.14	07/17/12	(298.24)	2.90%
CALLABLE						
CUSIP 478366AU1						
MOODY'S Baa1 S&P BBB+						*Accrued Interest: 341.25*
JPMORGAN CHASE 5.125%14	**30,000.0000**	**106.2588**	**31,877.64**		**(374.26)**	**1,537.50**
NOTES DUE 09/15/14	30,000.0000	107.5063	32,251 90	01/13/11	(374.26)	2.94%
CUSIP 46625HBV1						
MOODY'S A3 S&P A-						*Accrued Interest: 452.71*
KINDER MORGAN ENER 5%13	**30,000.0000**	**103.9355**	**31,180.65**		**(1,551.55)**	**1,500.00**
NOTES DUE 12/15/13	30,000 0000	109.1073	32,732.20	01/18/11	(1,551 55)	1 76%
CALLABLE						
CUSIP 494550AR7						
MOODY'S Baa2 S&P· BBB						*Accrued Interest: 66.67*
KROGER CO 5.5%13	**30,000.0000**	**100.3850**	**30,115.50**		**(2,461.90)**	**1,650.00**
NOTES DUE 02/01/13	30,000.0000	108.5913	32,577.40	01/13/11	(2,461.90)	1.20%
CALLABLE						
CUSIP: 501044CE9						
MOODY'S. Baa2 S&P· BBB						*Accrued Interest: 687.50*

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

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charles SCHWAB
INSTITUTIONAL

Brokerage Trust Account of
ISAAC E YOUNG TTEE
FLORENCE HEIMAN CRT
U/A DTD 05/16/1997

Account Number
8057-7306

Statement Period
December 1-31, 2012

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par / Units Purchased	Market Price / Cost Per Unit	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
LOCKHEED MARTIN 3.35%21	**29,000.0000**	**105.8691**	**30,702.04**		**(217.53)**	**971.50**
NOTES DUE 09/15/21	29,000 0000	106.6192	30,919.57	07/25/12	(217.53)	2 53%
CALLABLE						
CUSIP 539830AY5						
MOODY'S Baa1 S&P A-						***Accrued Interest: 286.05***
LOCKHEED MARTIN 7.65%16	**20,000.0000**	**121.0623**	**24,212.46**		**(504.74)**	**1,530.00**
DEB DUE 05/01/16	20,000.0000	123.5860	24,717.20	02/08/12	(504.74)	1 81%
CUSIP 539830AE9						
MOODY'S Baa1 S&P. A-						***Accrued Interest: 255.00***
VERIZON WIRELESS 8.5%18	**30,000.0000**	**137.5805**	**41,274.15**		**1,839.95**	**2,550.00**
NOTES DUE 11/15/18	30,000.0000	131.4473	39,434.20	01/13/11	1,839 95	3 81%
CALLABLE						
CUSIP 92344SAK6						
MOODY'S A2 S&P A-						***Accrued Interest: 325.83***
WELLS FARGO 3.625%15	**30,000.0000**	**106.1446**	**31,843.38**		**427.88**	**1,087.50**
MED TRM NT DUE 04/15/15	30,000.0000	104.7183	31,415.50	01/13/11	427.88	2.44%
CUSIP 94974BEU0						
MOODY'S A2 S&P. A+						***Accrued Interest: 229.58***
Total Corporate Bonds	608,000.0000		[illegible]		[illegible]	33,842.00
		Total Cost Basis	[illegible]			
			FMV			***Total Accrued Interest for Corporate Bonds: 7,621.04***
Total Fixed Income	608,000.0000		[illegible]		[illegible]	33,842.00
		Total Cost Basis	[illegible]			

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

● If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions FLORENCE HEIMAN CHARITABLE REMAINDER TRUST	Employer identification number (EIN) or 90-0122117
	Number, street, and room or suite no If a P.O box, see instructions. 7409 MANCHESTER ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ST. LOUIS, MO 63143	

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

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

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

● The books are in the care of ▶ ISAAC YOUNG 7409 MANCHESTER ROAD - ST. LOUIS, MO 63143

Telephone No.▶ 314-781-3122 FAX No ▶

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER NECESSARY INFORMATION TO COMPLETE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 4,663.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 4,663.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ TRUSTEE Date ▶

223842
01-21-13