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

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

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

Wentworth Foundation 107 SE Grand Ave Portland, OR 97214		A Employer identification number 93-6024043						
		B Telephone number (see the instructions) 503-232-2000						
G Check all that apply: <table style="display: inline-table; vertical-align: top; margin-right: 20px;"> <tr><td><input type="checkbox"/> Initial return</td></tr> <tr><td><input type="checkbox"/> Final return</td></tr> <tr><td><input type="checkbox"/> Address change</td></tr> </table> <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Name change</td></tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Final return	<input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Amended return	<input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return								
<input type="checkbox"/> Final return								
<input type="checkbox"/> Address change								
<input type="checkbox"/> Initial return of a former public charity								
<input type="checkbox"/> Amended return								
<input type="checkbox"/> Name change								
H Check type of organization <table style="display: inline-table; vertical-align: top; margin-right: 20px;"> <tr><td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td></tr> <tr><td><input type="checkbox"/> Section 501(c)(3) exempt private foundation</td></tr> <tr><td><input checked="" type="checkbox"/> Other taxable private foundation</td></tr> </table>		<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Section 501(c)(3) exempt private foundation	<input checked="" type="checkbox"/> Other taxable private foundation	D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>			
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust								
<input type="checkbox"/> Section 501(c)(3) exempt private foundation								
<input checked="" type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 1,358,136.	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	36,899.	36,899.	36,899.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	88,339.			
b Gross sales price for all assets on line 6a	562,721.			
7 Capital gain net income (from Part IV, line 2)		88,339.		
8 Net short-term capital gain			1,957.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (attach sch)				
11 Other income (attach schedule)				
12 (Total. Add lines 1 through 11)	125,238.	125,238.	38,856.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	9,325.	9,325.		
c Other prof fees (attach sch) See St 2	6,105.	6,105.		
17 Interest				
18 Taxes (attach schedule) (see instrs) See Stm 3	255.	255.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 4	364.	37.	327.	327.
24 Total operating and administrative expenses. Add lines 13 through 23	16,049.	15,722.	327.	327.
25 Contributions, gifts, grants paid Stmt 5	54,350.			54,350.
26 Total expenses and disbursements. Add lines 24 and 25	70,399.	15,722.	327.	54,677.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	54,839.			
b Net investment income (if negative, enter -0-).		109,516.		
c Adjusted net income (if negative, enter -0-)			38,529.	

SCANNED JUL 12 2013

REVENUE

ADMINISTRATIVE AND EXPENSES

pu

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	17,217.	23,059.	23,059.
	2 Savings and temporary cash investments	25,071.	46,724.	46,724.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	1,047,251.	1,055,338.	1,288,353.
	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)				
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)	1,089,539.	1,125,121.	1,358,136.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,089,539.	1,125,121.	
30 Total net assets or fund balances (see instructions)	1,089,539.	1,125,121.		
31 Total liabilities and net assets/fund balances (see instructions)	1,089,539.	1,125,121.		

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	1,089,539.
2 Enter amount from Part I, line 27a.	2	54,839.
3 Other increases not included in line 2 (itemize) <u>See Statement 6</u>	3	16.
4 Add lines 1, 2, and 3	4	1,144,394.
5 Decreases not included in line 2 (itemize) <u>See Statement 7</u>	5	19,273.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,125,121.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a sch attached Charles Schwab	P	Various	Various
b sch attached Charles Schwab	P	Various	Various
c sch attached RBC	P	Various	Various
d Charles Schwab Capital Gain Distributions	P	Various	12/31/12
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 18,946.		16,989.	1,957.
b 435,487.		391,370.	44,117.
c 106,771.		66,023.	40,748.
d 1,517.			1,517.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			1,957.
b			44,117.
c			40,748.
d			1,517.
e			

2 Capital gain net income or (net capital loss)	[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	88,339.
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	1,957.

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) N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If 'Yes,' the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,190.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,190.
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	2,190.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	1,307.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	1,315.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7		2,622.
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		432.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 432. Refunded	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation... ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ... ▶ N/A		
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 <i>General Instruction G</i> ? <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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ <u>Maurice R. Williams</u> Telephone no ▶ <u>503-228-5277</u> Located at ▶ <u>230 NW 10th Ave Portland OR</u> ZIP + 4 ▶ <u>97209</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 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 ▶	16	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
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <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)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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)?

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?

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

5b	N/A	
6b		X
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 (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
GREGORY T. WENTWORTH 107 S.E. GRAND AVE. PORTLAND, OR 97214	PRESIDENT 0	0.	0.	0.
SCOTT WENTWORTH 650 Sand Ave EUGENE, OR 97401	VICE-PRESIDE 0	0.	0.	0.
MAURICE R WILLIAMS 230 N.W. TENTH AVE. PORTLAND, OR 97209	SECRETARY 0	0.	0.	0.
ROBERT C WENTWORTH 107 S.E. GRAND AVE. PORTLAND, OR 97214	TREASURER 0	0.	0.	0.

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

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

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

0

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	1,167,802.
b Average of monthly cash balances	1 b	56,036.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,223,838.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,223,838.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	18,358.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,205,480.
6 Minimum investment return. Enter 5% of line 5	6	60,274.

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	60,274.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	2,190.
b Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	2,190.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	58,084.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	58,084.
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	58,084.

Part XII **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	54,677.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	54,677.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	54,677.

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				58,084.
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	6,590.			
c From 2009	11,083.			
d From 2010				
e From 2011				
f Total of lines 3a through e.	17,673.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 54,677.				
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.				54,677.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	3,407.			3,407.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	14,266.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions.		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instructions.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	14,266.			
10 Analysis of line 9.				
a Excess from 2008	3,183.			
b Excess from 2009	11,083.			
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	(d) 2009	
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.

See Statement 8

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

See Statement for Line 2a

c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

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

Wentworth Foundation

93-6024043

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PROFESSIONAL FEES	\$ 9,325.	\$ 9,325.		
Total	<u>\$ 9,325.</u>	<u>\$ 9,325.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Chinook Capital	\$ 6,052.	\$ 6,052.		
RBC Investment Fees	53.	53.		
Total	<u>\$ 6,105.</u>	<u>\$ 6,105.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foriegn Taxes (127 +9)	\$ 136.	\$ 136.		
STATE OF OREGON DEPT OF JUSTICE .	119.	119.		
Total	<u>\$ 255.</u>	<u>\$ 255.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Charges	\$ 14.	\$ 2.	\$ 12.	\$ 12.
Daily Journal of Commerce	45.	5.	40.	40.
Foundation Meeting	305.	30.	275.	275.
Total	<u>\$ 364.</u>	<u>\$ 37.</u>	<u>\$ 327.</u>	<u>\$ 327.</u>

Wentworth Foundation

93-6024043

Statement 5
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Cash Grants and Allocations

Class of Activity:

Donee's Name:

SCHEDULE ATTACHED

Donee's Address:

Relationship of Donee:

Organizational Status of Donee:

Amount Given:

\$ 54,350.

Total \$ 54,350.

Statement 6
Form 990-PF, Part III, Line 3
Other Increases

Non taxable distributions

Total \$ 16.

Statement 7
Form 990-PF, Part III, Line 5
Other Decreases

Valuation Adjustments on Investments Held

Total \$ 19,273.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name:

Care Of:

Street Address:

City, State, Zip Code:

Telephone:

E-Mail Address:

Form and Content:

Submission Deadlines: N/A

Restrictions on Awards:

2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method: Tax Lot Optimizer™

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
COLUMBIA DIVIDEND OPPTY CL Z: CDOZX	574.0530	multiple	12/31/12	\$5,000.00	\$4,962.61	\$37.39
Security Subtotal				\$5,000.00	\$4,962.61	\$37.39
ISHARES TR S&P 100 INDEXES & P 100 INDEX: OEF	67.0000	03/14/11	02/01/12	\$4,012.03	\$3,916.51	\$95.52
Security Subtotal				\$4,012.03	\$3,916.51	\$95.52
PIMCO LOW DURATION FUND INSTL CL: PTLDX	168.6990	multiple	03/29/12	\$1,755.05	\$1,774.88	(\$19.83)
Security Subtotal				\$1,755.05	\$1,774.88	(\$19.83)
VISA INC CL A CLASS A: V	80.0000	05/02/11	02/01/12	\$8,179.09	\$6,335.28	\$1,843.81
Security Subtotal				\$8,179.09	\$6,335.28	\$1,843.81
Total Short-Term				\$18,946.17	\$16,989.28	\$1,956.89
Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ACCENTURE PLC CL A F: ACN	52.0000	01/18/08	02/01/12	\$3,007.43	\$1,758.50 ^a	\$1,248.93
Security Subtotal				\$3,007.43	\$1,758.50	\$1,248.93

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

2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: Tax Lot Optimizer™

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
TIVISION BLIZZARD INC: ATVI	1,012.0000	02/05/09	10/24/12	\$11,192.18	\$9,825.02 ^a	\$1,367.16
Security Subtotal				\$11,192.18	\$9,825.02	\$1,367.16
ALLERGAN INC: AGN	45.0000	05/14/08	02/01/12	\$3,946.27	\$2,339.69 ^a	\$1,606.58
ALLERGAN INC: AGN	197.0000	05/14/08	05/18/12	\$17,552.06	\$10,242.65 ^a	\$7,309.41
Security Subtotal				\$21,498.33	\$12,582.34	\$8,915.99
BUFFALO SMALL GAP FUND: BUF SX	133.1460	multiple	03/29/12	\$3,800.00	\$2,186.96 ^a	\$1,613.04
Security Subtotal				\$3,800.00	\$2,186.96	\$1,613.04
CELGENE CORP: CELG	41.0000	05/22/09	02/01/12	\$3,020.55	\$1,636.80 ^a	\$1,383.75
Security Subtotal				\$3,020.55	\$1,636.80	\$1,383.75
EXPRESS SCRIPTS HLDG CO: ESRX	0.3800	03/21/07	04/04/12	\$21.63	\$16.33 ^a	\$5.30
Security Subtotal				\$21.63	\$16.33	\$5.30
GILEAD SCIENCES INC: GILD	81.0000	08/29/07	02/01/12	\$3,955.45	\$2,888.75 ^a	\$1,066.70
Security Subtotal				\$3,955.45	\$2,888.75	\$1,066.70
INTEL CORP: INTC	87.0000	05/31/02	02/01/12	\$2,321.50	\$2,453.44 ^a	(\$131.94)

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

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2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: Tax Lot Optimizer™

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
INTEL CORP: INTC	93.0000	05/31/02	02/01/12	\$2,481.59	\$2,622.64 ^a	(\$141.05)
INTEL CORP: INTC	7.0000	05/12/04	02/01/12	\$186.79	\$189.94 ^a	(\$3.15)
INTEL CORP: INTC	250.0000	06/04/99	10/11/12	\$5,443.05	\$6,601.76 ^a	(\$1,158.71)
INTEL CORP: INTC	193.0000	05/12/04	10/11/12	\$4,202.04	\$5,236.81 ^a	(\$1,034.77)
INTEL CORP: INTC	245.0000	12/14/06	10/11/12	\$5,334.19	\$5,132.41 ^a	\$201.78
Security Subtotal				\$19,969.16	\$22,237.00	(\$2,267.84)
ISHARES TR BARCLAYS BONDBARCLAYS 1-3 YEAR CREDITBOND FUND: CSJ	66.0000	03/18/10	03/29/12	\$6,934.61	\$6,901.24 ^a	\$33.37
ISHARES TR BARCLAYS BONDBARCLAYS 1-3 YEAR CREDITBOND FUND: CSJ	100.0000	03/18/10	03/29/12	\$10,506.98	\$10,456.42 ^a	\$50.56
ISHARES TR BARCLAYS BONDBARCLAYS 1-3 YEAR CREDITBOND FUND: CSJ	100.0000	03/18/10	03/29/12	\$10,506.98	\$10,456.43 ^a	\$50.55
ISHARES TR BARCLAYS BONDBARCLAYS 1-3 YEAR CREDITBOND FUND: CSJ	200.0000	03/18/10	03/29/12	\$21,013.95	\$20,912.85 ^a	\$101.10

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



2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: Tax Lot Optimizer™

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SHARES TR BARCLAYS BONDBARCLAYS 1-3 YEAR CREDITBOND FUND: CSJ	202.0000	08/20/10	03/29/12	\$21,224.10	\$21,171.17 ^a	\$52.93
Security Subtotal				\$70,186.62	\$69,898.11	\$288.51
ISHARES TR DJ US INDL US INDUSTRIAL SECTR INDX: IYJ	269.0000	08/13/09	03/29/12	\$18,922.07	\$12,860.67 ^a	\$6,061.40
Security Subtotal				\$18,922.07	\$12,860.67	\$6,061.40
ISHARES TR S&P 100 INDEXES & P 100 INDEX: OEF	33.0000	03/14/11	03/29/12	\$2,091.39	\$1,929.02	\$162.37
ISHARES TR S&P 100 INDEXES & P 100 INDEX: OEF	100.0000	03/14/11	03/29/12	\$6,337.53	\$5,845.53	\$492.00
ISHARES TR S&P 100 INDEXES & P 100 INDEX: F	101.0000	03/14/11	03/29/12	\$6,400.91	\$5,903.98	\$496.93
Security Subtotal				\$14,829.83	\$13,678.53	\$1,151.30
L-3 COMMUNICATIONS HLDGS: LLL	212.0000	06/06/03	05/18/12	\$14,290.92	\$9,395.82 ^a	\$4,895.10
Security Subtotal				\$14,290.92	\$9,395.82	\$4,895.10
MEDCOHEALTH SOLUTIONSXXXGASH/STOCK MERGER EFF 04/02/12: 58405U102	298.0000	03/21/07	04/03/12	\$8,582.40	\$0.00 ^a	\$8,582.40
Security Subtotal				\$8,582.40	\$0.00	\$8,582.40

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.
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2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: Tax Lot Optimizer™

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MONSANTO CO NEW DEL: MON	48.0000	10/22/08	02/01/12	\$3,993.25	\$3,658.40 ^a	\$334.85
Security Subtotal				\$3,993.25	\$3,658.40	\$334.85
NORTHERN SMALL CAP VALUE FUND: NOSGX	348.7670	multiple	03/29/12	\$5,800.00	\$4,660.49 ^a	\$1,139.51
Security Subtotal				\$5,800.00	\$4,660.49	\$1,139.51
OAKMARK INTL FD CLASS I: OAKIX	360.5620	multiple	03/29/12	\$6,930.00	\$8,627.89 ^a	(\$1,697.89)
Security Subtotal				\$6,930.00	\$8,627.89	(\$1,697.89)
PIMCO LOW DURATION FUND INSTL CL: PTLDX	7,361.2390	multiple	03/29/12	\$76,581.65	\$77,018.83 ^a	(\$437.18)
Security Subtotal				\$76,581.65	\$77,018.83	(\$437.18)
JUALCOMM INC: QCOM	67.0000	11/02/09	02/01/12	\$3,978.53	\$2,785.83 ^a	\$1,192.70
Security Subtotal				\$3,978.53	\$2,785.83	\$1,192.70
STAPLES INC: SPLS	805.0000	05/12/05	05/18/12	\$10,511.38	\$15,810.48 ^a	(\$5,299.10)
Security Subtotal				\$10,511.38	\$15,810.48	(\$5,299.10)
STRYKER CORP: SYK	340.0000	12/12/08	10/24/12	\$17,800.92	\$13,617.30 ^a	\$4,183.62
Security Subtotal				\$17,800.92	\$13,617.30	\$4,183.62

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

2012 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: Tax Lot Optimizer™

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
INGUARD BOND INDEX FUNDSHORT TERM BOND ETF: BSV	906.0000	08/20/10	03/29/12	\$73,348.10	\$73,893.50 ^a	(\$545.40)
Security Subtotal				\$73,348.10	\$73,893.50	(\$545.40)
VARIAN MEDICAL SYSTEMS: VAR	46.0000	07/25/07	02/01/12	\$3,042.21	\$1,964.22 ^a	\$1,077.99
Security Subtotal				\$3,042.21	\$1,964.22	\$1,077.99
VISA INC CL A CLASS A: V	200.0000	05/02/11	11/01/12	\$28,723.95	\$15,838.19	\$12,885.76
Security Subtotal				\$28,723.95	\$15,838.19	\$12,885.76
WILLIAM BLAIR INTL GWTH FD CL I: BIGIX	532.4530	multiple	03/29/12	\$11,500.00	\$14,530.32 ^a	(\$3,030.32)
Security Subtotal				\$11,500.00	\$14,530.32	(\$3,030.32)
Total Long-Term				\$435,486.56	\$391,370.28	\$44,116.28
Total Realized Gain or (Loss)				\$454,432.73	\$408,359.56	\$46,073.17

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

WENTWORTH FOUNDATION
2910 SW BENNINGTON DRIVE
PORTLAND OR 97205-5805

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RECIPIENT'S ACCOUNT NUMBER
312-13511

Schedule of Realized Gains and Losses

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less; "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients; the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

Please see Form 1099-B for information reported to the IRS.

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
800.000	AT&T INC SYMBOL: T, CUSIP: 00206R102	<input checked="" type="checkbox"/>	03/05/10	09/25/12	30,395.53	20,397.57	9,997.96
700.000	EXXON MOBIL CORP SYMBOL: XOM, CUSIP: 30231G102	<input checked="" type="checkbox"/>	05/06/01	08/08/12	61,375.25	30,625.00	30,750.25
15,000.000	NATIONSBANK CORP MEDIUM TERM SR NOTES 7.230% DUE 08/15/2012 ORIGINAL COST: 16,558.65, PREMIUM AMORTIZED: 1,558.65, ORIGINAL PRICE: 110.351 SYMBOL: XOM, CUSIP: 63858REN7	<input checked="" type="checkbox"/>	03/29/10	08/15/12	15,000.00	15,000.00	0.00
Long-Term Subtotal					106,770.78		40,748.21
Total Gains and Losses					106,770.78		40,748.21
Short-Term							0.00
Long-Term							40,748.21
Term Unknown							0.00



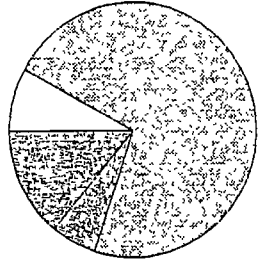
**ACCOUNT STATEMENT
2012 ANNUAL STATEMENT
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ASSET ALLOCATION SUMMARY

	CURRENT VALUE	PERCENT
<input type="checkbox"/> RBC Bank Deposit Program	\$39,826.75	8%
<input type="checkbox"/> Cash and money market	243.20	0%
<input type="checkbox"/> US equities	359,771.95	72%
<input type="checkbox"/> International equities	30,093.50	6%
<input type="checkbox"/> Taxable fixed income	72,793.10	14%
Current account value	\$502,728.50	100%



Mutual funds are included in the above categories. Funds that invest in more than one category are reported as "Mixed Assets".

The cash and money market figure is net of debits including any RBC Express Credit (margin) debit, if applicable.

Deposits in the RBC Bank Deposit Program are not covered by SIPC. Please see page 4 for more information.

INVESTMENT OBJECTIVE / RISK TOLERANCE

The investment objective for this account is Growth Moderate Risk
The risk tolerance for this account is: Moderate Risk
If your investment objective or risk tolerance for this account is not listed, or if your investment needs have changed, please discuss with your Financial Advisor. Please see "About Your Investment Objective / Profile and Risk Tolerance" on page 2 for further information.

GAIN/LOSS SUMMARY

Total realized gain or loss	\$40,746.87
Short-term gain or loss	0.00
Long-term gain or loss	40,746.87
Unrealized gain or loss	\$109,785.85

Gain/loss information is presented only for selected securities. Gain/loss information, if presented, includes only the securities for which we have original cost information. If you know the original cost of securities not purchased at RBC but included in your statement under "Asset Detail" and marked as N/A, please contact your Financial Advisor. Please see "About Your Statement" on page 2 for further information.

ACTIVITY SUMMARY

Total account value last year	Cash activity	\$496,578.36
Beginning balance		20,049.96
Money coming into your account		
Sales proceeds/redemptions		106,770.78
Interest		4,037.57
Dividends		13,780.06
Total		124,588.41
Money going out of your account		
Funds to purchase securities		-69,389.29
Cash withdrawals		-35,000.00
Fees		-52.50
Taxes withheld		-126.63
Total		-104,568.42
Ending balance		40,069.95
Net change cash activity		\$20,019.99
Beginning value of priced securities	Change in security value	476,528.40
Securities purchased		69,389.29
Securities sold/redeemed		-106,770.78
Change in value of priced securities		23,511.64
Ending value of priced securities		462,658.55
Net change in securities value		-\$13,869.85
Total account value as of December 31, 2012		\$502,728.50

MAURICE R WILLIAMS CPA PC
230 NW TENTH AVE

Account number:
312-13511
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ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

* The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvested. Additionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) listed individually, reinvested dividends and capital gains distributions consolidated, and the cost of reinvested dividends and capital gains distributions included.

RBC BANK DEPOSIT PROGRAM

Deposits in the RBC Bank Deposit Program, with the exception of amounts classified as "Pending Deposits," are held by the Program Banks, not RBC Capital Markets. They are not covered by SIPC. Balances classified as "Pending Deposits" are scheduled to be deposited in the Program Banks on the business day following the statement date, and thus, these deposits are covered by SIPC until such time as they are deposited in the Program Banks. Deposit information is included on this statement solely as a service to our clients. All balance and transaction information is provided by the Program Banks. RBC Capital Markets is not responsible for the accuracy of this information. Deposits are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 per depositor at each bank subject to certain limitations. This means that your funds in excess of \$250,000 in the same insurable capacity at any single Program Bank are not insured. FDIC insurance coverage amounts are subject to the combined total of all deposits at a specific Program Bank including deposits held by the Program Bank outside of this account. Please refer to the RBC Bank Deposit Program Disclosure Statement and our website at www.rbcumconnect.com for more details, including the current aggregate FDIC deposit insurance amount available through the Program. For questions concerning bank balances, please contact your Financial Advisor.

DESCRIPTION	BANK BALANCE	CURRENT BALANCE	PREVIOUS YEAR-END STATEMENT BALANCE	YTD INCOME
RBC BANK DEPOSIT PROGRAM NOT SIPC COVERED		\$39,826.75	\$20,013.96	\$3.05
DEPOSITS ARE HELD AT: Branch Banking & Trust Co	Lumberton, NC			
TOTAL RBC BANK DEPOSIT PROGRAM		\$39,826.75		\$3.05

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	MARKET PRICE	MARKET VALUE	PREVIOUS YEAR-END STATEMENT MARKET VALUE			
CASH			\$243.20				
TOTAL CASH AND MONEY MARKET			\$243.20				
US EQUITIES							
DESCRIPTION	SYMBOL/CUSIP	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
DOW CHEMICAL CO.	DOW	\$32.329	\$22,630.58	09/26/12	\$20,871.45	\$1,759.13	\$896.00
ELI LILLY & CO	LLY	\$49.320	\$29,592.00	03/11/10	\$21,645.45	\$7,946.55	\$1,176.00
EXXON MOBIL CORP	XOM	\$86.550	\$216,375.00	05/06/01	\$109,375.00	\$107,000.00	\$5,700.00
FRONTIER COMMUNICATIONS CORP	FTR	\$4.280	\$821.76	07/25/05	\$1,377.29	-\$555.53	\$76.80
					\$552.18	-\$244.02	

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ACCOUNT STATEMENT
2012 ANNUAL STATEMENT
DUPLICATE COPY

Account number
312-13511
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US EQUITIES (continued)	DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
			120.000				\$825.11	-\$371.51	
	GENERAL ELECTRIC CO	GE	1,200.000	\$20.990	\$25,188.00	03/05/10	\$25,064.21	\$123.79	\$912.00
	INTEL CORP	INTC	600.000	\$20.620	\$12,372.00	05/03/11	\$10,660.50	\$1,711.50	\$540.00
	INTERNATIONAL PAPER CO	IP	325.000	\$39.840	\$12,948.00	07/20/06	\$10,335.00	\$2,613.00	\$390.00
	JPMORGAN CHASE & CO	JPM	300.000	\$43.969	\$13,190.73	07/25/05	\$10,681.25	\$2,509.48	\$360.00
	MICROSOFT CORP	MSFT	400.000	\$26.710	\$10,683.88	07/25/05	\$10,339.21	\$344.67	\$368.00
	US BANCORP DEL COM NEW	USB	500.000	\$31.940	\$15,970.00	07/25/07	\$15,535.11	\$434.89	\$390.00
	TOTAL US EQUITIES				\$359,771.95		\$235,884.47	\$123,887.48	\$10,808.80

INTERNATIONAL EQUITIES	DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
	TELEFONICA SA SPONSORED ADR	TEF	923.684	\$13.490	\$12,460.50	05/03/11	\$23,944.79	-\$11,484.29	\$1,530.54
			900.000			Reinvest	\$23,675.77	-\$11,534.77	
	VODAFONE GROUP PLC SPONSORED ADR NEW	VOD	23.684				\$269.02	\$50.48	
			700.000	\$25.190	\$17,633.00	04/28/11	\$20,639.00	-\$3,006.00	\$1,050.00
	TOTAL INTERNATIONAL EQUITIES				\$30,093.50		\$44,583.79	-\$14,490.29	\$2,580.54

Chinook Capital Management LLC
PORTFOLIO APPRAISAL

Wentworth Foundation
9318-8801 (Schwab)
 December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Pct. Assets
CONSERVATIVE GROWTH									
Materials & Processing									
10-22-08	212 0000	MONSANTO COMPANY	74 00	15,687 42	94.65	20,065 80	4,378 38	27 91	2 4
Capital Goods									
05-18-12	155 0000	CATERPILLAR INC	88 93	13,783 78	89 61	13,889.32	105 54	0 77	1 7
Conglomerates									
09-19-06	999 0000	GENERAL ELECTRIC	28.06	28,029 74	20 99	20,969.01	-7,060 73	-25 19	2 5
Consumer Cyclical									
05-18-12	210 0000	COACH INC	66.75	14,017 33	55 51	11,657 10	-2,360.23	-16 84	1 4
10-24-12	320 0000	STARBUCKS CORP	45 43	14,539.15	53 63	17,161 60	2,622 45	18 04	2 1
08-11-11	330 0000	TARGET CORP	48 29	15,935 07	59 17	19,526 10	3,591 03	22 54	2 3
Consumer Discretionary									
11-01-12	22.0000	PRICELINE.COM INC	584.02	12,848 41	620 39	13,648 58	800 17	6.23	1.6
05-18-12	600 0000	ROYAL CARIBBEAN CRUISE LI	23 40	14,038.23	34 00	20,400 00	6,361 77	45 32	2 5
Energy									
12-13-11	296 0000	CAMERON INTL	52 87	15,648 46	56 46	16,712 16	1,063 70	6.80	2 0
Financial Services									
10-21-11	68 0000	BLACKROCK INC	154 78	10,525 22	206 71	14,056 28	3,531 06	33 55	1 7
12-13-11	520 0000	CITIGROUP INC	30.35	15,784.15	39 56	20,571.20	4,787 05	30 33	2.5
08-23-10	157 0000	INTERCONTINENTAL EXCH	97 14	15,250 97	123 81	19,438.17	4,187.20	27 46	2 3
01-31-08	390 0000	JP MORGAN CHASE	44.37	17,304 36	43 97	17,147 95	-156 41	-0 90	2 1
Healthcare									
05-22-09	243 0000	CELGENE CORP	39 92	9,701 02	78 47	19,068 21	9,367 19	96 56	2 3
10-24-12	165 0000	EDWARDS LIFESCIENCES	86.41	14,258 41	90 17	14,878 05	619 64	4 35	1 8
04-03-12	241 0000	EXPRESS SCRIPTS HOLDING C	55.50	13,375.50	54 00	13,014 00	-361 50	-2 70	1 6
08-29-07	368 0000	GILEAD SCIENCES	35 66	13,124 18	73 45	27,029 60	13,905.42	105 95	3 2
08-08-11	838 0000	HOLOGIC INC	15 47	12,961 69	20 01	16,768 46	3,806.77	29 37	2 0
08-06-04	350 0000	THERMO FISHER SCIENTIFIC	28.35	9,923.08	63 78	22,323 00	12,399 92	124 96	2 7
07-25-07	263 0000	VARIAN MED SYS	42 70	11,230 19	70 24	18,473 12	7,242 93	64 50	2 2
Services									
01-14-08	298 0000	ACCENTURE PLC	33 70	10,041 83	66.50	19,817 00	9,775 17	97 34	2 4
11-22-10	570 0000	ALLSCRIPTS HEALTHCARE	17.95	10,231 84	9 42	5,369 40	-4,862 44	-47.52	0 6
Technology									
02-01-10	492 0000	BROADCOM CORP	29 84	14,683 12	33 21	16,339 32	1,656 20	11.28	2 0
11-12-10	626 0000	CREE INC	35 55	22,255 48	33 98	21,271.48	-984 00	-4 42	2 6
10-11-12	551 0000	EMC CORP	26 04	14,345 95	25 30	13,940 30	-405 65	-2 83	1 7
08-22-11	1,095 0000	NVIDIA CORP	12 78	13,991.54	12 26	13,424 70	-566 84	-4 05	1 6
11-02-09	314 0000	QUALCOMM INC	41.58	13,055 99	61 86	19,423 91	6,367 93	48 77	2 3
Transportation									
08-11-11	1,750.0000	SOUTHWEST AIRLINES CO	8 48	14,843 40	10 24	17,920.00	3,076 60	20.73	2 2
				401,415 51		484,303 82	82,888 32		58 2
EQUITY MODEL MUTUAL FUNDS									
Large Cap									
03-29-12	976 1510	V K COMSTOCK LG VAL FND	16 80	16,400 00	17 81	17,385 25	985 25	6 01	2 1
Small Cap									
12-31-08	488.4280	BUFFALO SM GWTH FND	15 38	7,511 15	28 17	13,759 02	6,247.87	83 18	1 7
12-31-08	818.8530	NORTHERN SM VAL FND	10.56	8,650 76	16 41	13,437.38	4,786.62	55 33	1 6
International									
12-13-07	512 1400	OAKMARK INTL VAL FND	4 49	2,300 00	20 93	10,719 09	8,419 09	366.05	1 3
01-24-06	460.9680	W B INTL GROWTH FND	15 05	6,935 86	22.94	10,574.61	3,638 74	52 46	1 3

Chinook Capital Management LLC
PORTFOLIO APPRAISAL

Wentworth Foundation
9318-8801 (Schwab)
 December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	Pct G/L	Pct. Assets
Emerging									
03-29-12	3,814.0720	WASATCH EMG MKT INTL FND	2.59	9,870.00	2.81	10,717.54	847.54	8.59	1.3
Asset Allocation									
03-29-12	2,370.0190	COLUMBIA DIVIDEND FND	8.52	20,199.35	8.71	20,642.87	443.51	2.20	2.5
				71,867.12		97,235.75	25,368.63		11.7
FIXED INCOME FUNDS									
03-29-12	4,149.3330	BAIRD CORE BOND FND	10.65	44,200.00	11.27	46,762.98	2,562.98	5.80	5.6
03-29-12	3,991.0260	OSTERWEIS STRAT INC FND	11.07	44,200.00	11.65	46,495.45	2,295.45	5.19	5.6
03-29-12	3,967.5610	PIMCO DIV INCOME FND	11.14	44,200.00	12.24	48,562.95	4,362.95	9.87	5.8
03-29-12	2,345.4150	PIMCO GLOBAL BOND FND	9.42	22,100.00	10.02	23,501.06	1,401.06	6.34	2.8
03-29-12	2,158.0690	SCOUT CORE PLUS BOND FND	30.72	66,300.00	32.69	70,547.28	4,247.28	6.41	8.5
				221,000.00		235,869.72	14,869.72		28.3
EQUITY MODEL ETFS									
Energy									
03-29-12	116.0000	S&P ETF ENERGY FND	70.54	8,182.64	71.42	8,284.72	102.08	1.25	1.0
				8,182.64		8,284.72	102.08		1.0
CASH AND EQUIVALENTS									
		CASH BALANCE		20,796.60		20,796.60			2.5
		MONEY MKT MMP		-14,142.24		-14,142.24			-1.7
				6,654.36		6,654.36			0.8
TOTAL PORTFOLIO				709,119.63		832,348.37	123,228.74	17.38	100.0

**Ezell Foundation
2012 Contributions**

Name	Memo	Amount
B-Word Worldwide, Inc	2012 Contribution	500 00
Backline	2012 Contribution	250 00
Basic Rights Oregon	Operating Support 2012	1,000.00
Broadway Rose Theatre Company	2012 Contribution	750 00
Cardinal Football	2012 Contribution	500 00
Chess For Success	2012 Contribution	250 00
Children's Book Bank	2012 Contribution	500 00
Focus On Youth	2012 Contribution	1,000.00
Freshwater Trust	2012 Contribution	250.00
Friends Of Forest Park	2012 Contribution	250 00
Friends of Hoyt Abortium	2012 Contribution	250 00
Friends of Outdoor School	2012 Contribution	1,500 00
Grantmakers Of Oregon And Southwest Washi	2012 Support	500 00
Grantmakers Of Oregon And Southwest Washi	2012 Contribution	500.00
Growing Gardens	2012 Contribution	1,000 00
Guide Dogs For The Blind	2012 Contribution	250.00
Hand2Mouth Theatre	2012 Contribution	500 00
Hands On Greater Portland		500.00
Hands On Greater Portland	2012 Contribution	500.00
King School PTA		1,000.00
La Pine Park & Recreation	On behalf of team Free Range Lovin	600 00
Living Yoga	2012 Contribution	500.00
Minds Matter	2012 Contribution	500.00
North By Northeast Community Health Center	2012 Contribution	1,000.00
Northwest Mother's Milk Bank	VOID. 2012 Contribution	0 00
Northwest Mother's Milk Bank	2012 Contribution	750 00
OPB	2012 Contribution	1,000.00
Open Meadow	2012 Contribution	500 00
Oregon Active Foundation	2012 Contribution	250 00
Oregon Meadows Alternative Schools	VOID. 2012 Contribution	0 00
Our House	In memory of Dan Callaway	250.00
PCC Foundation	VOID WWG Neonatal Nursing Scholarship	0.00
Peninsula Children's Center	2012 Contribution	1,000.00
Planned Parenthood	2012 Contribution	1,000.00
Portland Women's Foundation	On behalf of Megan Wentworth	250 00
Project Pooch	2012 Contribution	1,000 00
Rafael House Of Portland	2012 Contribution	250 00
Rose Haven	2012 Contribution	250 00
Rosemary Anderson School (OIC)	2012 Contribution	500.00
SMART	2012 Contribution	1,000.00
The Animal Shelter Of Wood River Valley	2012 Contribution	250.00
Youth Villages	Kelly Wentworth-Town Club Bridge Tournament	250.00
Total Contributions		22,850.00

**Wentworth Foundation
2012 Contributions**

Name	Memo	Amount
Beaver Athletic Student Fund	ID #10030406	1,000.00
Blanchet House	2012 Contribution	1,000.00
Boys And Girls Clubs	2012 Contribution	2,500.00
Camp Howard		1,000.00
Catholic Charities	2012 Contribution	1,000.00
Central Catholic High School	2012 Contribution	1,000.00
CYO Spartans Team - Region 13 Football	VOID	0.00
CYO Spartans Team - Region 13 Football		500.00
De La Salle North Catholic High School	2012 Contribution	1,000.00
Duck Athletic Fund	Patron #14162	3,200.00
Eugene Mission	2012 Contribution	1,000.00
Jesuit High School	2012 Contribution	1,000.00
Jesuit High School Alumni Food Drive	2012 Contribution	1,000.00
King School PTA		1,000.00
Loaves & Fishes Centers	VOID: 2012 Spring Luncheon	0.00
Loaves & Fishes Centers	2012 Spring Luncheon	500.00
Loaves & Fishes Centers	2012 Contribution	500.00
MJNEC Foundation	2012 Contribution	500.00
Oregon Humane Society		1,000.00
Oregon State C W. Wentworth Scholarship	2012 Contribution	2,000.00
PCC Foundation	1/2 of the 2013 WWG Nursing Scholarship	2,500.00
Police Activities League	2012 Contribution	1,000.00
Portland State Athletic Foundation	2012 Contribution	500.00
SMART	2012 Contribution	500.00
St. Andrew Nativity School	2012 Contribution	2,000.00
St. Cecilia Catholic Church	In memory of Mary Lou Glasgow	300.00
Store to Door	2012 Contribution	1,000.00
University Of Oregon Lundquist Schl.	2012 Contribution	1,000.00
University Of Portland School of Business	2012 Contribution	1,000.00
WSU Foundation College Of Business & Econ	2012 Contribution	1,000.00
Total Contributions		31,500.00