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

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 **20**

Name of foundation **LARUE FOUNDATION** I/AG 20
 -102301135420
 Number and street (or P. O. box number if mail is not delivered to street address) Room/suite
RALPH HIGGINS, TRUSTEE 2500 KEY CENTER
 City or town, state, and ZIP code
CLEVELAND, OH 44114

A Employer identification number
 95-6193293

B Telephone number (see instructions)
 216- 515-1617

C If exemption application is pending, check here

D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

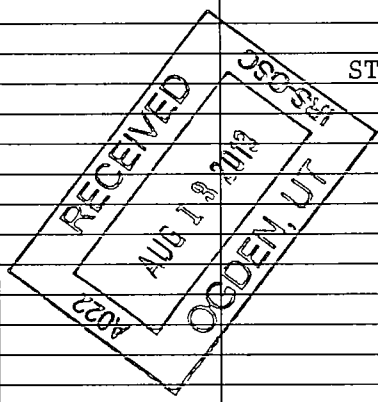
G Check all that apply
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 751,417.**

J Accounting method. Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	20,347.	20,347.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	44,593.			
b	Gross sales price for all assets on line 6a 427,568.				
7	Capital gain net income (from Part IV, line 2)		44,593.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	64,940.	64,940.		
13	Compensation of officers, directors, trustees, etc.	NONE	NONE		NONE
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 2	6,442.	NONE	NONE	6,442.
b	Accounting fees (attach schedule) STMT 3	750.	750.	NONE	NONE
c	Other professional fees (attach schedule) STMT 4	9,105.	9,105.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	454.	304.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 6	561.	4.		547.
24	Total operating and administrative expenses. Add lines 13 through 23	17,312.	10,163.	NONE	6,989.
25	Contributions, gifts, grants paid	35,000.			35,000.
26	Total expenses and disbursements. Add lines 24 and 25	52,312.	10,163.	NONE	41,989.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	12,628.			
b	Net investment income (if negative, enter -0-)		54,777.		
c	Adjusted net income (if negative, enter -0-)				



ENVELOPE DATE AUG 12 2013 POSTMARK DATE

SCANNED AUG 22 2013

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (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	3,141.	5,464.	5,464.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	507,513.	206,558.	372,547.
	c	Investments - corporate bonds (attach schedule)	48,867.		
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 8		360,126.	373,406.	
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)	559,521.	572,148.	751,417.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)		NONE		
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	556,380.	566,684.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,141.	5,464.	
30	Total net assets or fund balances (see instructions)	559,521.	572,148.		
31	Total liabilities and net assets/fund balances (see instructions)	559,521.	572,148.		

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)	1 559,521.
2	Enter amount from Part I, line 27a	2 12,628.
3	Other increases not included in line 2 (itemize)	3
4	Add lines 1, 2, and 3	4 572,149.
5	Decreases not included in line 2 (itemize) ROUNDING	5 1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 572,148.

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 PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 427,568.		382,975.	44,593.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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				
a			44,593.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	44,593.	
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		

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	44,778.	803,762.	0.055711
2010	51,166.	761,227.	0.067215
2009	44,642.	712,988.	0.062613
2008	49,531.	876,420.	0.056515
2007	56,383.	984,068.	0.057296
2 Total of line 1, column (d)			2 0.299350
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.059870
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 755,878.
5 Multiply line 4 by line 3			5 45,254.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 548.
7 Add lines 5 and 6			7 45,802.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 41,989.

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

Table with 11 rows for excise tax calculations. Line 1: 1,096. Line 2: 2. Line 3: 1,096. Line 4: NONE. Line 5: 1,096. Line 6: Credits/Payments (6a: 156, 6b: NONE, 6c: 940, 6d:). Line 7: 1,096. Line 8: 8. Line 9: 9. Line 10: 10. Line 11: NONE Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns: Question, Yes, No. 1a: X. 1b: X. 1c: X. 2: X. 3: X. 4a: X. 4b: X. 5: X. 6: X. 7: X. 8a: OH CA. 8b: X. 9: X. 10: 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? 13 X
Website address N/A
14 The books are in care of SEE STATEMENT 9 Telephone no Located at ZIP+4
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No 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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b
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 X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
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 X
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b X

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)? 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? 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 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? 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
MADELEINE H PARKER 160 BARTON AVENUE, PALM BEACH, FL 33480-6112	DIRECTOR/PRESIDE 1	-0-	-0-	-0-
DOLORES M LYON 2 BRATENAHL PLACE, UNITS 10E & F, BRATENAHL, OH 44108	DIRECTOR/VICE PR 1	-0-	-0-	-0-
RALPH P HIGGINS, JR 2500 KEY CENTER 127 PUBLIC SQUARE, CLEVELAND, OH 44111	DIRECTOR/TREASCR 1	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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

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

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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	767,389.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	767,389.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	767,389.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,511.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	755,878.
6	Minimum investment return. Enter 5% of line 5	6	37,794.

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	37,794.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,096.
2b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,096.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	36,698.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	36,698.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	36,698.

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	41,989.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	41,989.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	41,989.

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				36,698.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	7,310.			
b From 2008	6,114.			
c From 2009	9,371.			
d From 2010	13,567.			
e From 2011	4,744.			
f Total of lines 3a through e	41,106.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>41,989.</u>				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				36,698.
e Remaining amount distributed out of corpus	5,291.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	46,397.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	7,310.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	39,087.			
10 Analysis of line 9				
a Excess from 2008	6,114.			
b Excess from 2009	9,371.			
c Excess from 2010	13,567.			
d Excess from 2011	4,744.			
e Excess from 2012	5,291.			

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

NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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).)

N/A

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.

N/A

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
<i>a Paid during the year</i>				
THE FRIENDS OF UFFIZI GALLERY, INC. 205 WORTH AVENUE, SUITE 201 PALM BEACH FL 33	NONE	PUBLIC	SUPPORT OF ARTS	5,000.
HOSPICE OF WESTERN RESERVE 300 EAST 185TH STREET CLEVELAND OH 44119	NONE	PUBLIC	SUPPORT OF HEALTH AND SOCIAL WELFARE	10,000.
PROVIDENCE HOUSE 2037 WEST 32ND STREET CLEVELAND OH 44113-401	NONE	PUBLIC	SUPPORT OF SOCIAL WELFARE	5,000.
HOSPICE OF PALM BEACH COUNTY 5300 EAST AVE WEST PALM BEACH FL 33407	NONE	PUBLIC	SUPPORT OF HEALTH AND SOCIAL WELFARE	10,000.
NEW HOPE CHARITIES 626 NORTH DIXIE HIGHWAY WEST PALM BEACH FL 3	NONE	PUBLIC	SUPPORT OF SOCIAL WELFARE	5,000.
Total				3a 35,000.
<i>b Approved for future payment</i>				
Total				3b

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: George P. Wagoner, Date: 8/21/13, Title: TREASURER.

Paid Preparer Use Only Print/Type preparer's name: KAREN L KLEIN, Preparer's signature: Karen L Klein, Date: 4-25-13, Firm's name: KEYBANK N.A., Firm's address: 4900 TIEDEMAN RD. BROOKLYN, OH 44144, Firm's EIN: 34-0797057.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	20,347.	20,347.
TOTAL	20,347.	20,347.

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	6,442.			6,442.
TOTALS	6,442.	NONE	NONE	6,442.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	750.			
TOTALS	750.	750.	NONE	NONE

LARUE FOUNDATION

I/AG 20

95-6193293

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER PROFESSIONAL FEES	9,105.	9,105.
TOTALS	9,105.	9,105.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TAXES	454.	304.
TOTALS	454.	304.

LARUE FOUNDATION

I/AG 20

95-6193293

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER EXPENSES	561.	4.	547.
TOTALS	561.	4.	547.

LARUE FOUNDATION

I/AG 20

95-6193293

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION

CORPORATE STOCK-SEE ATTACHED

ENDING
BOOK VALUE

ENDING
FMV

206,558.

372,547.

TOTALS

206,558.

372,547.

=====

=====

LARUE FOUNDATION

I/AG 20

95-6193293

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS	C	89,635.	101,501.
FIXED INCOME FUNDS	C	270,491.	271,905.
TOTALS		360,126.	373,406.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: RALPH P HIGGINS

ADDRESS: 2500 KEY CENTER 127 PUBLIC SQUARE
CLEVELAND, OH 44114-1230

TELEPHONE NUMBER: (216)515-1617

CHARITABLE TRUSTS HOLDINGS REPORT

3K-RG-OFF-ACCOUNT
 20-10-230-1135420 LARUE FOUNDATION
 FISCAL YEAR CODE 1231 AS OF 12-31-2012

TAX ANALYST/NAME
 576 K KLEIN

216-813-4561

REPORT TAC-CRR41
 RUN DATE 2013-01-16
 BUS DATE 2013-01-15
 PAGE 1009
 SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
008882532	INVESCO INTERNATIONAL GROWTH FD OPEN-END FUND CL Y	25,165.48	0.00	17,890.17	871.381 MF
032511107	ANADARKO PETE CORP COM	29,724.00	0.00	10,534.00	400.000
053015103	AUTOMATIC DATA PROCESSING INC COM	11,386.00	0.00	6,256.25	200.000
064149107	BANK OF NOVA SCOTIA FGN COM	17,364.00	0.00	16,463.94	300.000
088606108	BHP BILLITON LTD SPONS ADR	23,526.00	0.00	13,833.00	300.000
125896100	CHS ENERGY CORP COM	24,380.00	0.00	23,399.90	1,000.000
149123101	CATERPILLAR INC DEL COM	35,843.40	0.00	10,382.00	400.000
166764100	CHEVRON CORP COM	21,628.00	0.00	9,679.00	200.000
17275R102	CISCO SYS INC COM	11,789.64	0.00	9,948.00	600.000
20825C104	CONOCOPHILLIPS COM	23,196.00	0.00	8,344.46	400.000
230001406	CULLEN HIGH DIVIDEND EQUITY FUND OPEN-END FUND CL I	12,962.68	0.00	13,000.00	933.238 MF
26441C204	DUKE ENERGY CORP COM NEW	2,105.40	0.00	2,572.14	33.000
3140000W1	FEDERATED PRIME OBLIGATIONS FD INSTITUTIONAL SHARES	7.83	5,455.78	5,463.61	5,463.61
458140100	INTEL CORP COM	10,310.00	0.00	16,239.40	500.000
464287242	ISHARES IBOXX \$INVESTMENT BD FD CLOSED-END FUND	55,655.40	0.00	53,907.55	460.000 MF
464288513	ISHARES IBOXX \$ HIGH YIELD CORP CLOSED-END FUND	16,336.25	0.00	16,309.98	175.000 MF
464288588	ISHARES BARCLAYS MBS BOND FUND CLOSED-END FUND	107,234.07	0.00	107,821.95	993.000
464288661	ISHARES BARCLAYS 3-7 YR TREAS BD	26,861.96	0.00	26,868.46	218.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
 RUN DATE 2013-01-16
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 PAGE 1010
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TAX ANALYST/NAME
 576 K KLEIN
 216-813-4561

I/AG

OFF-ACCOUNT ACCOUNT NAME
 230-1135420 LARUE FOUNDATION
 YEAR CODE 1231 AS OF 12-31-2012

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	CLOSED-END FUND				
464288687	ISHARES S&P US PREFERRED STOCK CLOSED-END FUND	16,085.72	0.00	16,191.24	486.000
464289511	ISHARES 10+ YEAR CREDIT BOND CLOSED-END FUND	18,111.63	0.00	17,911.87	289.000
478160104	JOHNSON & JOHNSON COM	14,020.00	0.00	10,680.00	200.000
4812A1142	JPMORGAN US EQUITY FUND OPEN-END FUND INSTL CL	26,314.37	0.00	26,678.88	2,343.221 MF
494368103	KIMBERLY CLARK CORP COM	8,443.00	0.00	6,302.36	100.000
594918104	MICROSOFT CORP COM	13,354.85	0.00	18,110.90	500.000
65339F101	NEXTERA ENERGY INC COM	27,676.00	0.00	13,390.00	400.000
68381K408	OPPENHEIMER SR FLOATING RATE FD OPEN-END FUND CL Y	16,530.01	0.00	16,470.67	1,996.378 FIF
68389X105	ORACLE CORP COM	13,328.00	0.00	12,025.00	400.000
701094104	PARKER HANNIFIN CORP COM	38,277.00	0.00	1,062.00	450.000
713448108	PEPSICO INC COM	13,686.00	0.00	8,852.00	200.000
718546104	PHILLIPS 66 COM	10,620.00	0.00	2,479.54	200.000
74005P104	PRAXAIR INC COM	21,890.00	0.00	6,004.00	200.000
76882K306	RIVERPARK/WEDGEWOOD FUND OPEN-END FUND INSTL CL	13,145.40	0.00	13,041.00	949.812 MF
800208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	15,090.02	0.00	15,009.46	1,131.186 FIF
922042858	VANGUARD FTSE EMERGING MKTS ETF CLOSED-END FUND	23,912.61	0.00	19,024.78	537.000 MF

23,749.826
 Cash 5463.81
 Corp Stock 206,557.89
 Fido Inc 40,270,491.18
 MF 89,634.83

572,147.51
 TAX Cost

745,960.72

5,455.78

*** TOTAL ***
 5463.81
 372,547.29
 271,905.06
 101,500.54

FMY Cash
 Corp Stock
 Fido Inc Faj
 MF

751,411.60