

### See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



## ECANNED JUN 1 9 2013

Form 990-PF

Department of the Treasury

Internal Revenue Service

**Return of Private Foundation** 

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

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

OMB No 1545-0052
2012
Open to Public Inspection

Fo	cale	endar year 2012 or tax year beginning	2/1/2012 , aı	nd ending	1/	31/2013	
Na	me of	foundation	<del>-</del>		A E	mployer identification nu	mber
1 10	E 10	ALTER E CHAR				84-6017	080
		and street (or P O box number if mail is not delivered to street add	dress)	Room/suite	ВТ	elephone number (see inst	
		argo Bank N A - 101N Independence Mall E MAC				(888) 730-	4933
		wn, state, and ZIP code	11012-002		C If	exemption application is pe	
			PA	19106-2112	" "	exemption application is pe	ending, check here
	Cho	P	I return of a former p		n 1	Foreign organizations, che	ack here
G	Cite		nded return	dollo charity			
			nded return ie change		2.	Foreign organizations med check here and attach cor	
					ł	check here and attach cor	inputation P
Н		ck type of organization X Section 501(c)(3) exer				private foundation status w	
<u></u>		tion 4947(a)(1) nonexempt charitable trust C			ur	ider section 507(b)(1)(A), o	heck here
- 1		market value of all assets at end J Accounting r		ı 🔲 Accrual	1	the foundation is in a 60-m	
		ear (from Part II, col (c),			ur	ider section 507(b)(1)(B), c	theck here
	_	16) ▶ \$ 1,272,121 (Part I, column (c	i) must be on cash bas	is)	L	<del></del>	(d) Disbursements
Ρē	rt I	Analysis of Revenue and Expenses (The total of	(a) Revenue and	(b) Net investm	ent	(c) Adjusted net	for charitable
		amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )	expenses per books	ıncome		ıncome	purposes
							(cash basis only)
	1	Contributions, gifts, grants, etc , received (attach schedule)	}			\$ 2.0	3 (2 ) 3 (4 ) 3 (4 ) 3 (4 ) 4
	2	Check ► X If the foundation is not required to attach Sch B	· · · · · · · · · · · · · · · · · · ·	· .		•	- ५ % व्यवस्थिति । राज्यसम्बद्धिः
	3	Interest on savings and temporary cash investments	40.000	20	2004		**************************************
	4	Dividends and interest from securities	42,380	30	3,364		1 (2) (2) (3) (1)
	١	Gross rents	1			·	2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
e	ا ا	Net rental income or (loss)	44,170			•	- 12545M
eu	0 6	Net gain or (loss) from sale of assets not on line 10 O Gross sales price for all assets on line 6a 334,690					4 127.4
Revenue	7	O Gross sales price for all assets on line 6a 334,690 Capital gain net income (from Part IV, line 2)			1,170		### ### ### ### ### ### ### ### ### ##
œ	8	Net short-term capital gain			<del>, 170</del>		1 0 m 4 3/3
	9	Income modifications					13.50
	1	Gross sales less returns and allowances	,			¢ 1 *	126.03.4
	l.	Less Cost of goods sold	, .		٥	۰٬۰	F 100 100 100 100 100 100 100 100 100 10
		Gross profit or (loss) (attach schedule)		,			र अध्यान
	11	Other income (attach schedule)	-777		-777		
	12	Total. Add lines 1 through 11	85,773	8.	1,757	0	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
<u></u>	13	Compensation of officers, directors, trustees, etc	16,160		2,120		4,040
Expenses	14	Other employee salaries and wages	, , , , , , , , , , , , , , , , , , , ,				
e	15	Pension plans, employee benefits					
α×	16 a	Legal fees (attach schedule)					
	l i	Accounting fees (attach schedule)	1,112				1,112
.≧	(	Other professional fees (attach schedule)					
īa	17	Interest . RECEIVED					
isi	18	Taxes (attach schedule) (see instructions)	2,085		562		
Ë	19	Depreciation (attach schedule) and depletion					<u> </u>
þ	20	(0)					
<b>Q</b>	21	Travel, confer <u>ences, and meetings</u>					
ä	22	Printing and publication DEN. UT	<del></del>				
0	23	Other expenses-(attach-schedulé)	38		38		
Operating and Administrative	24	Total operating and administrative expenses.				_	
673		Add lines 13 through 23	19,395	12	2,720	0	
ă	25	Contributions, gifts, grants paid .	50,000			<u> </u>	50,000
_	20	Total expenses and disbursements. Add lines 24 and 25	69,395	1;	2,720	. 0	55,152
	27	Subtract line 26 from line 12		5			3
	1	Excess of revenue over expenses and disbursements	16,378	i	0.00		~ v
		Net investment income (if negative, enter -0-)		6	9,037	<u> </u>	* A 10 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	I 1	C Adjusted net income (if negative, enter -0-)				1 0	

For Paperwork Reduction Act Notice, see instructions.

MP

Form	Form 990-PF (2012) LIPE, WALTER E CHAR 84-6017080									
Part II Balance Sheets Attached schedules and amounts in the description column Beginning of year End of year										
Ра	πu	should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value					
	1	Cashnon-interest-bearing								
	2	Savings and temporary cash investments	18,006	79,203	79,203					
	3	Accounts receivable								
	-	Less allowance for doubtful accounts								
	4	Pledges receivable								
	~	Less allowance for doubtful accounts		<del></del>						
	5	Grants receivable	1							
	6	Receivables due from officers, directors, trustees, and other		·						
	ľ									
	,	disqualified persons (attach schedule) (see instructions)	<del></del>							
	7	Other notes and loans receivable (attach schedule)								
	١.	Less allowance for doubtful accounts								
Assets	8	Inventories for sale or use								
ŠŠ	9	Prepaid expenses and deferred charges		<u></u>						
ĕ	10 a	Investments—U.S. and state government obligations (attach schedule)			<del> </del>					
	t	Investments—corporate stock (attach schedule)								
	C	Investments—corporate bonds (attach schedule)								
	11	Investments—land, buildings, and equipment basis								
		Less accumulated depreciation (attach schedule)								
	12	Investments—mortgage loans .								
	13	Investments—other (attach schedule)	1,029,874	980,980	1,192,918					
	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)	1,047,880	1,060,183	1,272,121					
	17		1,047,060	1,000,103	<u>۱٫۷۱</u> ۷٫۱۷۱ ۱ م					
		Accounts payable and accrued expenses .								
es	18	Grants payable	<del></del>		2,00					
Liabilities	19	Deferred revenue			·, .					
<u> </u>	20	Loans from officers, directors, trustees, and other disqualified persons								
<u>.e</u>	21	Mortgages and other notes payable (attach schedule)								
	22	Other liabilities (describe								
	23	Total liabilities (add lines 17 through 22)	0	0	, i.e.					
		Foundations that follow SFAS 117, check here								
ĕ		and complete lines 24 through 26 and lines 30 and 31.			/s/ * v					
alances	24	Unrestricted								
ä	25	Temporarily restricted .			T .					
<u>m</u>	26	Permanently restricted			1.4					
Net Assets or Fund		Foundations that do not follow SFAS 117, check here.								
Ī		and complete lines 27 through 31.			,					
ō	27	Capital stock, trust principal, or current funds	1,047,880	1,060,183	4					
S	28	Paid-in or capital surplus, or land, bldg , and equipment fund	1,047,000	1,000,100						
Se	29	Retained earnings, accumulated income, endowment, or other funds			* *					
As	30	Total net assets or fund balances (see instructions)	1,047,880	1 060 183						
<u>;</u>	31	Total liabilities and net assets/fund balances (see	1,041,000	1,060,183	,					
ž	"	instructions)	4 047 000	4 000 400	`, •					
0	I. → 1111		1,047,880	1,060,183						
	rt III	Analysis of Changes in Net Assets or Fund Balances	20 (must "	<del></del>						
7		net assets or fund balances at beginning of year—Part II, column (a), line	30 (must agree with							
_		f-year figure reported on prior year's return)		. 1	1,047,880					
_		amount from Part I, line 27a		2	16,378 4,063					
3 Other increases not included in line 2 (itemize) ► PARTNERSHIP INCOME ADJUSTMENT 3										
4		nes 1, 2, and 3		4	1,068,321					
5		eases not included in line 2 (itemize) ► See Attached Statement		5	8,138					
6	Total	net assets or fund balances at end of year (line 4 minus line 5)—Part II, co	olumn (b), line 30	6	1,060,183					

	LTER E CHAR					84-	6017080	Page 3
Part IV Capital Gains an	d Losses for Tax on Inve	estment	<u>Incon</u>					
	e kınd(s) of property sold (e g , real es se, or common stock, 200 shs MLC (			(b) How acquired P—Purchase D—Donation		Date acquired io , day, yr )	( <b>d)</b> Date (mo , da	
1a See Attached Statement				B Bondion				_
b See Attached Statement								
c See Attached Statement								
d See Attached Statement								
e See Attached Statement								
(e) Gross sales price	(f) Depreciation allowed (or allowable)		<del>-</del>	other basis nse of sale			or (loss) ) minus (g)	
a								0
b								0
С								0
d		<u> </u>						0
<u>e</u>		L			<u> </u>			0
Complete only for assets show	ving gain in column (h) and owne	d by the f	oundatio	n on 12/31/69	4		(h) gain minu	
(ı) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69			s of col (ı) (ı), ıf any		col (k), but not Losses (fr	less than -0-) om col (h))	or
а								0
b					ļ			0
С								0
d					<u> </u>			0
е	6.16			41 1 7			<del></del>	0
2 Capital gain net income or	(net capital loss) { If (loss)	, enter -0	- ın Par	t I, line 7 t I, line 7	2			44,170
3 Net short-term capital gain								
<del>-</del>	line 8, column (c) (see instrue	ctions). If	f (loss),	enter -0-				
ın Part I, line 8				J	3			0
Part V Qualification Und	der Section 4940(e) for R	<u>educed</u>	Tax o	<u>n Net Investm</u>	ent In	come		
(For optional use by domestic	private foundations subject to	the sect	ion 494	0(a) tax on net i	nvestn	nent income)		
If section 4940(d)(2) applies, le	eave this part blank							
								71
Was the foundation liable for the					tne ba	se perioa?	Yes [	K] NO
If "Yes," the foundation does no								
· ·	ount in each column for each	year, se	e the in	structions before	makii	ng any entries	(d)	
(a) Base period years	(b)	,		(c)		Dist	ribution ratio	
Calendar year (or tax year beginning			et value c	of noncharitable-use a		(col (b)	divided by col	
2011		9,747			4,991			048378
2010		9,677			7,215			049027
2009		9,149			2,118			061079
2008		4,902		1,29	9,913			057621
2007						<del></del>		000000
2 Total of line 1, column (d)						2	(	216105
3 Average distribution ratio for					у			
the number of years the fo	undation has been in existend	ce if less	than 5	years .	ļ	3	(	054026
4 Enter the net value of nonc	charitable-use assets for 2012	2 from Pa	art X, lin	e5	ļ	4	1	,226,597
5 Multiply line 4 by line 3 .						5		66,268
					•			
6 Enter 1% of net investmen	t income (1% of Part I, line 27	(b) .	• •	•		6		690
7 Add lines 5 and 6			•			7		66,958
8 Enter qualifying distribution						8	<del> </del>	55,152
If line 8 is equal to or great the Part VI instructions.	ter than line 7, check the box	in Part V	ı, iine 1	p, and complete	tnat p	aπ using a 19	% tax rate	>ee

Form	om 990-PF (2012) LIPE, WALTER E CHAR 84-60									
₽a	rt VI	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), o	r 4948	-see	instruc	tions	i)			
1 a	Exempt opera	ating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line	1 )					4		
		g or determination letter(attach copy of letter if necessary—see instructions					:.	ر برب برب		
b	Domestic fou	indations that meet the section 4940(e) requirements in Part V, check	7	1	ļ	1	<u>,381</u>			
		and enter 1% of Part I, line 27b						ا. " با		
C		nestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%	,					لمسا		
2	of Part I, line	ection 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2			o			
3	Add lines 1 a	• • • • • • • • • • • • • • • • • • • •		3		1	,381			
4		icome) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4			,00.			
5	-	on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5		1	,381			
6										
a	a 2012 estimated tax payments and 2011 overpayment credited to 2012 6a 1,134									
t	Exempt foreign	gn organizations—tax withheld at source 6b		1						
C	: Tax paid with	n application for extension of time to file (Form 8868)		1		•		, ,		
C	Backup withh	holding erroneously withheld . 6d .	<u> </u>	ļ	:					
7		and payments Add lines 6a through 6d		7	ļ	1	,134			
8		enalty for underpayment of estimated tax. Check here if Form 2220 is attached		8_	-		247			
9		he total of lines 5 and 8 is more than line 7, enter amount owed .		10	1		247			
10		nt. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.  Nount of line 10 to be Credited to 2013 estimated tax	Idad <b>D</b>	11			0			
	-	atements Regarding Activities	lucu	<u> </u>	1		U	L		
		:					Yes	No		
1 8	•	ex year, did the foundation attempt to influence any national, state, or local legislation or did it			ŀ	1a	163	X		
	•	r intervene in any political campaign?			ŀ	ıa.		<del>  ^-</del>		
	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see									
Instructions for the definition)?  If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials										
published or distributed by the foundation in connection with the activities										
c Did the foundation file Form 1120-POL for this year?										
c	Enter the am	nount (if any) of tax on political expenditures (section 4955) imposed during the year				1	٠	13		
		foundation ▶ \$ (2) On foundation managers ▶ \$					٤`	3-		
•	Enter the rein	mbursement (if any) paid by the foundation during the year for political expenditure tax impose	d					, ,		
_		n managers  \$				<u></u>		التريب		
2		ndation engaged in any activities that have not previously been reported to the IRS?			}	2		X		
•	-	ch a detailed description of the activities	Inn				1	, (2)		
3		ndation made any changes, not previously reported to the IRS, in its governing instrument, artic tion, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	ies		ļ	3	تناسس	X		
4:	•	dation have unrelated business gross income of \$1,000 or more during the year?			ŀ	4a		x		
		it filed a tax return on Form 990-T for this year?			ľ	4b	N/A	<u> </u>		
5	•	liquidation, termination, dissolution, or substantial contraction during the year?			ľ	5		Х		
		ch the statement required by General Instruction T						1,11		
6	Are the requi	irements of section 508(e) (relating to sections 4941 through 4945) satisfied either						, ,		
	<ul> <li>By langua</li> </ul>	age in the governing instrument, or			l			t		
	By state le	egislation that effectively amends the governing instrument so that no mandatory directions					<u> </u>			
_		with the state law remain in the governing instrument?				6	X	ļ		
7		dation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, o	ol (c),	and P	art XV	_7_	X			
8 8		ates to which the foundation reports or with which it is registered (see instructions)						٠.		
	CO	rue "Weel" to line 7, here the foundation furnished a copy of Earm 000 DE to the Atternoy						, ,		
		r is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney designate) of each state as required by General Instruction G? If "No," attach explanation				 8b		بمت		
9		ation claiming status as a private operating foundation within the meaning of section 4942(j)(3)				<u> </u>	<del>  ^</del> -	أحد.		
•		) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)?	"Yes."							
	complete Part XIV .									
10	· · · · · · · · · · · · · · · · · · ·	sons become substantial contributors during the tax year? If "Yes," attach a schedule listing						X		
	their names and addresses									

Form	990-PF (2012) LIPE, WALTER E CHAR	17080	Р	age 5
	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		Х
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		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ► N/A			
14	The books are in care of ► WELLS FARGO BANK N.A.  Telephone no ► 888-730-49			
15	Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-211 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here	2		• [
40	and enter the amount of tax-exempt interest received or accrued during the year  15 N/A		Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority	16	res	X
	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.	10		<u>,</u>
Pa	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			l
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	T	Yes	No
1a	During the year did the foundation (either directly or indirectly)			,
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes X No			Ι,
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			3 ,
	a disqualified person? Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		<u>`</u> g'	٠.
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . X Yes No	`	, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,	,,
	(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)?		′	
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			, ř.
	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 X No			73
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations	Ì		4.2
-	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here			<i>.</i> :, :
С	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))	•		
а	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?			
	If "Yes," list the years 20, 20, 20	1		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2)	1		: .
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		N/A	
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	2b	INA	1
·	20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes X No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation			l : .
	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		<u>                                     </u>	, , , , , , , , , , , , , , , , , , ,
_	if the foundation had excess business holdings in 2012 )	3b	N/A	
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	<del> </del> -	X
	parpose that has not been territore norm jeopardy before the motivation of the tax year beginning in 20 12.	1 70	1	. ^

Form **990-PF** (2012)

	1990-PF (2012) LIPE, WALTER E CHAR								17080		age U
Pa	rt VII-B Statements Regarding Activitie	es fo	r Which Form	1 47	20 May Be Re	equir	ed (continued)				
5a	Dunng the year did the foundation pay or incur any	amou	int to				r	<u></u>			_
	(1) Carry on propaganda, or otherwise attempt to	o influ	ence legislation (	secti	on 4945(e))?		Yes	X No			1
	(2) Influence the outcome of any specific public e			955),	or to carry		<del></del>				1
	on, directly or indirectly, any voter registration	n drive	? .				Yes	X No		^	. !
	(3) Provide a grant to an individual for travel, stu-	dy, or	other similar puri	pose	·s? .		Yes	X No			-
	(4) Provide a grant to an organization other than								2.7.		.
	in section 509(a)(1), (2), or (3), or section 494						Yes	X No	ا خرا		
	(5) Provide for any purpose other than religious, educational purposes, or for the prevention o				-		· Tyes	—			· .
h	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in										1.
~	Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?									N/A	
	Organizations relying on a current notice regarding disaster assistance check here									<b>X</b>	, )
С											
•	tax because it maintained expenditure responsibility for the grant?								11.2	×	•
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)									_	,
6a	a Did the foundation, during the year, receive any funds, directly or indirectly, to pay										4
_	premiums on a personal benefit contract?										
b	Did the foundation, during the year, pay premiums,	, dırec	tly or indirectly, o	nap	personal benefit o	contrac		_	6b		X
	If "Yes" to 6b, file Form 8870						Yes	X No	٠	37,	
	At any time during the tax year, was the foundation If "Yes," did the foundation receive any proceeds o	-	•						7b	N/A	<u>-</u>
								Daid Er			
	art VIII Information About Officers, and Contractors	Dire	ectors, truste	:es,	roundation	IVIAIIC	igers, migniy	raiu Li	прюує	:65,	
1	List all officers, directors, trustees, founda	ation	managers and	l the	air compansati	ion (s	ee instructions	:1			
	List all officers, directors, trustees, founda		Title, and average		) Compensation		(d) Contributions to		- \		
	(a) Name and address	l ` ′h	ours per week		not paid, enter	en	nployee benefit plan	5   `	e) Expens other allo		
1//0	lls Fargo Bank, N A	Trus				and	deferred compensat	1011			
	N Independence Mall E MACY1372-062 Phi	liius	4 00		16,160			1			
101	14 Midependence Mail E MAO 1 1072-002 1 Mil	<u> </u>	+ 00		10,100						
								İ			
										_	
		<u> </u>							=-		
2	Compensation of five highest-paid employ enter "NONE."	yees	(other than the	ose	included on li	ne 1—	-see instructio	ns). If no	one,		
10	) Name and address of each employee paid more than \$50,	000	(b) Title, and avera		(c) Compensation	<b>n</b>	(d) Contributions employee benef	it (	e) Expens	e accou	unt,
(a	wante and address of each employee paid more than \$50,	,000	devoted to position		(c) compensation	"	plans and deferre compensation	d	other all	owance	s
NO	NE .	$\dashv$		$\neg$			- Compensation				
: 2 2.	//F										
											_
_								_			
To	tal number of other employees paid over \$50,0	000						<b>•</b>			0
									Form <b>99</b>	U-PF	(2012)

Form 990-PF (2012) LIPE, WALTER E CHAR		54-6017080 Page 7
Part VIII Information About Officers, Directors, Trustees, Fo	undation Managers, Highly Paid	l Employees,
and Contractors (continued)		
3 Five highest-paid independent contractors for professional services (see in	structions). If none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services .	<b>&gt;</b>	
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct chantable activities during the tax year. Include relevant stathe number of organizations and other beneficianes served, conferences convened, research papers.		Expenses
1 NONE		
2		
		<del></del>
3		
4		
Part IX-B Summary of Program-Related Investments (see ins	tructions)	
Describe the two largest program-related investments made by the foundation during the tax year		Amount
1 NONE		
2		
All other program-related investments. See instructions	_	
3 NONE	-	
Total. Add lines 1 through 3	<b>•</b>	
rotai. Add inies i tillough o	<u> </u>	

Form **990-PF** (2012)

Pai	TX Minimum Investment Return (All domestic foundations must complete this part. Foreign see instructions.)	foundati	
1	Fair market value of assets not used (or held for use) directly in carrying out chantable, etc.		
	purposes		
а	Average monthly fair market value of securities .	1a	1,214,144
b	Average of monthly cash balances	1b	31,132
С	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,245,276
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,245,276
4	Cash deemed held for chantable activities Enter 1 ½ % of line 3 (for greater amount, see		
	instructions)	4	18,679
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,226,597
6	Minimum investment return. Enter 5% of line 5	6	61,330
Par	t 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	61,330
2a	Tax on investment income for 2012 from Part VI, line 5	1	
b	Income tax for 2012 (This does not include the tax from Part VI)	1	
С	Add lines 2a and 2b	2c	1,381
3	Distributable amount before adjustments Subtract line 2c from line 1	3	59,949
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	59,949
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,		
	ine 1	7	59,949
Par	t XII Qualifying Distributions (see instructions)		,
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	55,152
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 chantable, etc.,		·
	purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	<u> </u>
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	55,152
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	55,152
-	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the four	ndation	
	qualifies for the section 4940(e) reduction of tax in those years		

LIPE, WALTER E CHAR

Form 990-PF (2012)

84-6017080

Page 9

	1 990-PF (2012) LIPE, WALTER E CHAR		and Dard VIII A	augation (1)	84-601	7080 Page 10 <b>N/A</b>
	t XIV Private Operating Foundations (s			question 9)		IN/A
	If the foundation has received a ruling or determina foundation, and the ruling is effective for 2012, enter	er the date of the ru	ılıng	<b>•</b>		
	Check box to indicate whether the foundation is a p	private operating fo	undation described	ın section	4942(j)(3) oi	4942(J)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(e) Total
	investment return from Part X for each	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
	year listed			_		0
	85% of line 2a			<del> </del>		0
С	Qualifying distributions from Part XII, line 4 for each year listed					0
d	Amounts included in line 2c not used directly				_	
u	for active conduct of exempt activities				·	0
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 a	Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test—enter					
<b>"</b>	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
С	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income					0
Pa	art XV Supplementary Information (Cor assets at any time during the ye Information Regarding Foundation Manag	ar—see instru		undation had \$5	,000 or more in	
·	List any managers of the foundation who have cor before the close of any tax year (but only if they ha	tributed more than	2% of the total con re than \$5,000) (Se	tributions received by se section 507(d)(2))	the foundation	
	ONE					
	List any managers of the foundation who own 10% ownership of a partnership or other entity) of which	or more of the stone the stone of the foundation ha	s a 10% or greater	(or an equally large p	ortion of the	
2	NE Information Regarding Contribution, Gran	t. Gift. Loan. Sc	holarship, etc., I	Programs:		
	Check here X if the foundation only makes unsolicited requests for funds. If the foundation may other conditions, complete items 2a, b, c, and d	contributions to pr	eselected charitable	e organizations and d		
8	The name, address, and telephone number or e-m	nail of the person to	whom applications	should be addressed	d	
ī	The form in which applications should be submitted	d and information a	and materials they s	should include	·	
	Any submission deadlines					
_	Any restrictions or limitations on awards, such as factors	by geographical are	eas, chantable field	s, kinds of institutions	, or other	

Page 11

Part XV Supplementary Information (co	ntinued)			
3 Grants and Contributions Paid Durin	g the Year or Approved	for Future	Payment	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
Name and address (home or business)  a Paid during the year See Attached Statement	or substantial contributor	recipient		
Total		<u> </u>	▶ 38	50,000
b Approved for future payment NONE				
Total			▶ 31	

t XVI-A Analysis of Income-Producing Act er gross amounts unless otherwise indicated.	Unrelated bus	ness income	Excluded by section	n 512, 513, or 514	(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exem function income
Program service revenue.					
a b					
c					
d					
e					
f					
g Fees and contracts from government agencies			<u> </u>		
Membership dues and assessments .			<b>↓</b>		
Interest on savings and temporary cash investments					
Dividends and interest from securities .			14	42,380	
Net rental income or (loss) from real estate			ļ		
a Debt-financed property			<u></u>		
b Not debt-financed property			<del> </del>		
Net rental income or (loss) from personal property					
Other investment income	_		10	44.470	<u> </u>
Gain or (loss) from sales of assets other than inventory			18	44,170	
Net income or (loss) from special events					<u> </u>
Gross profit or (loss) from sales of inventory			<del>                                     </del>	-777	
Other revenue a	_			-111	
b	-		<del>                                     </del>		
^					
d	_				
de			0	85,773	
d			0 .	85,773 13_	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )					
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations ) rt XVI-B Relationship of Activities to the Ad		of Exempt F	urposes	13	
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade No. Explain below how each activity for which income	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Add e No. Explain below how each activity for which income the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) worksheet in line 13 instructions to verify calculations) t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
Subtotal Add columns (b), (d), and (e)  Total. Add line 12, columns (b), (d), and (e) worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exempt	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
Subtotal Add columns (b), (d), and (e)  Total. Add line 12, columns (b), (d), and (e) worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exempt	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) worksheet in line 13 instructions to verify calculations) t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7
d e Subtotal Add columns (b), (d), and (e) Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculations )  t XVI-B Relationship of Activities to the Ade e No. Explain below how each activity for which incort the accomplishment of the foundation's exemption	me is reported in colu	of Exempt F	Purposes  (VI-A contributed in	13	85,7

Form 990-	PF (201	2) LIPE, WALT	ER E CHAR						84-6017	7080	Pag	e 13
Part X	/II Ir	nformation Reg	arding Trans	sfers To	and Trans	actions a	nd Rel	ationships Wi	th Noncharit	able		
		xempt Organiza								<del>,</del>		
in s		ganization directly 501(c) of the Code							to political		Yes ੈਂ	No
_			foundation to	a nanaha	ritable ovem	nt organiza	tion of			7 /		
	Cash	from the reporting	ioundation to	a noncha	mable exem	pt organiza	lion or			1a(1)		
٠,,		assets			•	•		•		1a(2)		X
\_,		sactions								15,57		
		of assets to a none	charitable exe	mpt orgai	nizatıon					1b(1)		X
(2)	Purcha	ases of assets fror	n a noncharita	ble exem	ipt organizat	ion				1b(2)		Х
(3) Rental of facilities, equipment, or other assets										1b(3)		X
(4)	Reimb	oursement arrange	ments	•	•		•			1b(4)		X
		or loan guarantee			·					1b(5)	<u> </u>	X
		mance of services		-	_					1b(6)	<u> </u>	X
	_	facilities, equipme	_		-					1c	<u></u>	X.
valu	ie of th	ver to any of the ab ne goods, other as ny transaction or s	sets, or service	es given l	by the report	ing foundati	on If th	e foundation rec	eived less than	fair ma	arket	
(a) Line r	10	(b) Amount involved	(c) Name o	of nonchanta	able exempt orga	anızatıon	(d) De	scription of transfers,	transactions, and s	hanng ar	rangem	ents
			Not Applicable	le			ļ					
		<del></del>	ļ			<del></del>						<u>.                                    </u>
	$\dashv$						-					
	+		-				<del> </del>			<u> </u>		
	$\dashv$						<del> </del>					-
	_			<del></del>								
•					<del></del>							
									-			
	+						<u> </u>					
	+						1					
	+						<del> </del>					
			-				<del> </del>					
des	cribed	ndation directly or in section 501(c) on omplete the follow	of the Code (of							Yes 🛚	] No	
	(	a) Name of organization	1		(b) Type of o	rganization		(c)	Description of relati	onship		
			-									
	Under	penalties of perjury, I declare	that I have examined	this return, inc	luding accompanyin	g schedules and s	statements.	and to the best of my kno	wledge and belief, it is to	ue.		
Sian	correct,	and complete Declaration of	f preparer (other than	taxpayer) is ba	ased on all informati	on of which prepa	irer has any	knowledge	14			
Sign Here	<u> </u>	In 15 Loute SVP W			6/4/2013	SVP We	ells Farg	o Bank N A	May the IRS with the prep instructions)?	are <u>r sh</u> ov	vn b <u>elo</u>	
	Sign	nature of officer or truste		Da		Title		I n-4-		Lozur		
Paid		Print/Type preparer's n	iame	Preparer's				Date	Check X if	PTIN		
Prepa	rer	JOSEPH J CAST	RIANO		lee	=->		6/4/2013	self-employed	P0125	1603	
Use C			ricewaterhouse	eCoopers	, LLP					3-4008		
<u> </u>	, iii y		00 GRANT ST			, PA 15219	-2777			-355-60		

LIPE, WALTER E CHAR			_	04-00	17000 Page	<u>1 of 3 </u>
Continuation of Part XV, L	ine 3a (990-PF) -	Gran	its and Cont	ributions Pai		
Recipient(s) paid during the year						
Name						
BRAIN INJURY ASSOCIATION OF	COLORADO, INC					
Street						
4200 W CONEJOS PL #524 City		State	Zip Code	Foreign Cour	ntry.	
DENVER		CO	80204	l oreign cour	.u y	
Relationship	Foundation Status	;		•		
NONE	501(c)(3) PUBLIC (	CHARIT	Υ		_	
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT		<del></del>	-		_l	2,000
Name						
KARIS COMMUNITY EMPOWERME	NT PROGRAM			· · · · ·		
Street 1361 DETROIT ST						
City		State	Zip Code	Foreign Cour	ntry	
DENVER		СО	80206	0.0.9 001.	,	
Relationship	Foundation Status			-		
NONE	501(c)(3) PUBLIC (	CHARIT	Y		11:-	
Purpose of grant/contribution					Amount	0.000
GENERAL SUPPORT GRANT				<del></del>		2,000
Name						
DELORES PROJECT - STEPS FOR	STABILITY PROGRAM	<u>/I</u>				
Street P O BOX 1406						
City		State	Zip Code	Foreign Cour	ntrv	
DENVER		co	80201-1406	l oreign coun	y	
Relationship	Foundation Status	;				
NONE	501(c)(3) PUBLIC (	CHARIT	Υ			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT	<del></del>			<del> </del>	_L	1,000
Name						
FATHER WOODY'S HAVEN OF HO	PE				<del> </del>	
Street 1101 W 7TH AVE						
City		State	Zip Code	Foreign Cour	ntrv	
DENVER		СО	80204	l orong oou.	,	
Relationship	Foundation Status		- "-			_
NONE	501(c)(3) PUBLIC (	CHARIT	Υ			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount	4 000
	<del></del>				. <b>L</b>	4,000
Name						
MARIA DROSTE SERVICES OF CO Street	LORADO, INC	<del></del>				
1355 S COLORADO BLVD #100						
City		State	Zip Code	Foreign Cour	ntry	
DENVER		<u>co</u>	80222			
Relationship	Foundation Status					
NONE	501(c)(3) PUBLIC (	CHARIT	Y		T	
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount	2 222
						3,000
Name						
HOWARD DENTAL CENTER				·		
Street 1420 OGDEN STREET						
City	<del></del>	State	Zip Code	Foreign Cour	ntrv	<del></del>
DENVER		CO	80218	3.3.3.	· y	
Relationship	Foundation Status	;				
NONE	501(c)(3) PUBLIC (	CHARIT	Y			
Purpose of grant/contribution					Amount	4 000
GENERAL SUPPORT GRANT					1	4.000

LIPE, WALTER E CHAR				84-601		<u> 2 of 3 </u>
Continuation of Part XV, Li	ne 3a (990-PF) -	Gran	<u>ts and Contr</u>	<u>ributions Paid</u>	I During the	e Year
Recipient(s) paid during the year						
Name						
THE LISTEN FOUNDATION						
Street						
6950 E. BELLEVIEW AVE						
City		State	Zip Code	Foreign Coun	try	
GREENWOOD VILLAGE			80111		<b>,</b>	
Relationship	Foundation Status					
NONE	501(c)(3) PUBLIC C	HARIT	<i>(</i>			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT						3,000
Name						
PROJECT ANGEL HEART						
Street						
4950 WASHINGTON ST						
City	<del></del>	State	Zip Code	Foreign Coun	try	
DENVER			80216		•	
Relationship	Foundation Status					
NONE	501(c)(3) PUBLIC C		<b>(</b>			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT						4,000
Name						
BAYAUD ENTERPRISES INC						
Street						
333 W BAYQUD AVE.						
City	<del></del>	State	Zip Code	Foreign Coun	trv	
DENVER		СО	80223	Table 1		
Relationship	Foundation Status		• · · · · · · · · · · · · · · · · · · ·			
NONE	501(c)(3) PUBLIC C	HARIT	1			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT						3,000
Name						
HOPE CENTER, INC.						
Street				, , ,	<del></del>	
3400 ELIZABETH ST						
City	-	State	Zip Code	Foreign Coun	try	
DENVER		co	80203			
Relationship	Foundation Status	}				_
NONE	501(c)(3) PUBLIC (	HARIT	<u> </u>			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT			_		<u> </u>	1,000
Name						
THE DENVER HOSPICE						
Street	-					
501 SO CHERRY STREET SUITE 70	00					
City		State	Zip Code	Foreign Coun	itry	
DENVER		co	80246-1328	_	_	
Relationship	Foundation Status	;				
NONE	501(c)(3) PUBLIC (	CHARIT	Υ			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT					<u> </u>	3,000
Name						
CENTER FOR HEARING, SPEECH,	AND LANGUAGE					
Street					•	
4280 HALE PARKWAY						
City		State	Zip Code	Foreign Coun	itry	
DENVER		co	80220			
Relationship	Foundation Status	3				
NONE	501(c)(3) PUBLIC (	CHARIT	Υ		•	
Purpose of grant/contribution			<del></del> -		Amount	_ <b>_</b>
GENERAL SUPPORT GRANT					1	3 000

LIPE, WALTER E CHAR				84-6017		
Continuation of Part XV, L	ine 3a (990-PF) -	Gran	ts and Cont	ributions Paid	During th	<u>e Year</u>
Recipient(s) paid during the year			<u> </u>			
Name						
DENVER AREA YOUTH SERVICES						
Street						
1530 W 13TH AVE						
City		State	Zip Code	Foreign Count	try	
DENVER		co	80204			
Relationship	Foundation Status					
NONE	501(c)(3) PUBLIC C	HARIT	Υ			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT						3,000
Name						
JEWISH FAMILY SERVICE OF COLO	ORADO					
Street	510100			·		
3201 S TAMARAC DR						
City		State	Zip Code	Foreign Count	try	
DENVER		co	80231			
Relationship	Foundation Status	3				
NONE	501(c)(3) PUBLIC C	HARIT	Υ			
Purpose of grant/contribution					Amount	
GENERAL SUPPORT GRANT						3,000
Name						
CATHOLIC CHARITIES						
Street						
4045 PECOS STREET						
City		State	Zip Code	Foreign Coun	try	
DENVER		co	80211			
Relationship	Foundation Status	;				
NONE	501(c)(3) PUBLIC C	CHARIT	Υ		T-	
Purpose of grant/contribution					Amount	4 000
GENERAL SUPPORT GRANT			_			1,000
Name						
COLORADO CENTER FOR THE BLI	IND					
Street						
2233 W SHEPPERD AVE						
City			Zip Code	Foreign Coun	try	
LITTLETON		<u> co</u>	80120	i		
Relationship	Foundation Status					
NONE	501(c)(3) PUBLIC (	CHARIT	Y		TAmaunt	
Purpose of grant/contribution					Amount	3,000
GENERAL SUPPORT GRANT			<del> </del>		1	3,000
Name						
CHARG RESOURCE CENTER						
Street						
920 EMERSON STREET		T	<del></del>	1= : -		
City			Zip Code	Foreign Coun	try	
DENVER	Foundation Status	CO	80203			
Relationship			v			
NONE Purpose of grant/contribution	501(c)(3) PUBLIC (	SHARII	<u>T</u>		Amount	
GENERAL SUPPORT GRANT					Amount	3,000
GENERAL SUFFORT GRAINT					<del></del>	3,000
Name						
ROCKY MOUNTAIN MULTIPLE SCL	_EROSIS		<del> </del>		<del></del>	
Street						
8845 WAGNER STREET		C4-4-	Zin Code	Faustan Occur	<b>A</b>	
City			Zip Code	Foreign Coun	ury	
WESTMINSTER Bolationship	Foundation Status	<u>  co</u>	80031			
Relationship NONE	501(c)(3) PUBLIC (		<b>v</b>			
Purpose of grant/contribution	TOO LONG IS OBLIC (	<u>SUMINI</u>	•		Amount	
GENERAL SUPPORT GRANT					1	4,000

# 6/4/2013 12 13.41 PM - 0101556301 - 1807 - WWS - LIPE, WALTER E CHAR

Inventory
Than
Other
Assets
5
Sale
from
/Loss
aj.
ΐ
990-PF)
9
Ë
Ξ.
Par

Valuation Method ments Depreciation Adjustments Depreciation Adjustments Depreciation Adjustments Depreciation Depreciatio			, and						Totals	Gross		Cost, Other Basis and Expe	Cost, Other Basis and Expenses	Net Gain or Loss	E S
Control   Cont		Long Term CG Distributions						Ö	apital Gains/Losses Other sales		334,69		1 1		44,170
Mainter   Comment   Comm	heck "X" o include	STOLL BITT CG DISTRIBUTIONS				Date		Date	Gross Sales		Valuation	Expense of Sale and Cost of Improve-	Contraction	Admetmonta	Net Gain
Marit Lingston   Mari	> Part ×	Description DEERE & CO	244199105	Purchaser	- I - i	4/7/2011	Merido	3/16/2012	1,637	Omer Day	11			H	
Marie   Mari	×	WALT DISNEY CO	254687106			3/8/2007		3/16/2012	1,082						386
MATCHESTON   MAT	1	WALT DISNEY CO	25468/106			3/8/2007		102/2012	2.372					0	799
Marche Parks   Marc		WALT DISNEY CO	254687106			7/27/2005		10/2/2012	206					0	102
Control Cont	×	DOMINION RES INC VA	25746U109			3/20/2006		10/4/2012	10,706						3,509
MARCH LASS   CONSCIUND   CATACOL	×	E M C CORP MASS	268648102			7/13/2004		3/16/2012	1,293						24
	××	APLAC INC	- 1			477/2004		6772012	4,916					0	1,687
Marie Role	(×	ABBOTT LABS	1			4/7/2004		8/8/2012	1,322					0	515
Column   C	×	ABBOTT LABS				4772004		11/8/2012	4,152					0	1,529
Column   C	×	APPLE INC				10/13/2008		3/16/2012	5,845						2,774
March Range   1973-2019   1971-2029   19	×	APPLE INC				10/13/2008		10000001	3,29,						2,755
Matter   M	××	APPLE INC				10/13/2008		11/26/2012	1,176					0	998
A STATIANTICAL PLANE   CANADA   CANAD	×	APPLE INC				11/21/2008		11/26/2012	1 764					0	1,518
Page Ball Control Marie Data	×	ASTRAZENECA PLC 5 400%				9/19/2007		9/15/2012	20,000						-561
Page 19   1   1   1   1   1   1   1   1   1	×	3HP BILLITON LIMITED - ADR	1			12/8/2010		10/2/2012	5,13:						919
	×	3HP BILLITON LIMITED - ADR	- 1			4772011		102/2012	1,37						756
CATCHILLIAND CAT	×	BHP BILLITON LIMITED - ADR	- 1			10/2/2011		110/2/2012	1/17						205
CONDOCOMES   CON	< >	HEVBON CORP 3 950%	1			2027/2009		12/28/2012	26.025					0	890
CONDOCTION LIGHTIS OF STREET, COTA BY AND S	×	CHEVRON CORP				1/20/2004		10/2/2012	2,937					0	1,873
COORDINATION OF STATEMENT   COORDINATION   COORDINATION OF STATEMENT   COORDINATION OF STATEMET	×	CONOCOPHILLIPS	ĺΙ			10/24/2006		6/22/2012	5,300						570
R. M. CUMPLANDER         S. M. CUMPLANDER<	×	COSTCO WHOLESALE COR 5	- 1			3/19/2007		3/15/2012	25,001					0	1.536
EXCOLAGING MACRIANGE MAC	×,	E M C CORP MASS	- 1			7/13/2004		11/26/2012	2.463					0	1.387
EXCONAME INTO CORP 12   1344400   1776201   176201   12	××	EM C CORP MASS	i			7/24/1990		3/16/2012	2,155					0	1,839
YER PORTE IN MIT OCORE 51         319AAA0000         RASZOROS         TITSOLOS         25.872         0         0           GENERAL RICECTOR         310AA0000         BASTIREZO         310A BORDANIA         310A BORDANIA         0         <	×	EXXON MOBIL CORPORATION	1 1			7/24/1990		11/26/2012	2,205						1,893
CENTRAL MILLS INCO         SERVICIO         SERVICIO         SERVICIO         SERVICIO         SERVICIO         CONTRALE STATEMENTO         CONTRALE STATEMENTO         CONTRALE STATEMENTO         CONTRALE STATEMENTO         CONTRALE STATEMENTO         CONTRALE STATEMENTO         SERVICIO         SERVICIO         CONTRALE STATEMENTO         SERVICIO         SERVICIO         SERVICIO         SERVICIO         SERVICIO         SERVICIO         CONTRALE STATEMENTO         SERVICIO         S	i	FED HOME LN MTG CORP 5 1	1			8/6/2003		7/15/2012	25,000						-572
STATESTAND   STA		GENERAL ELECTRIC CO	- 1			9/3/1992		8/21/2012	1,04						418
CHOME DEPOTING         478280 bit seption         4515         P           COME DEPOTING         478280 bit seption         4515         F         F         P           COME DEPOTING         478705812         3.68         1.78         P         P           COME DEPOTING         437076812         3.28         1.71         P         P           COME DEPOTING         437076812         3.28         1.71         P         P           COME DEPOTING         437076812         3.28         1.72         P         P           COME DEPOTING         437076812         3.28         1.28         S         S         D         P           NATEL CORP         ASSENTINGS         43827070         1.78         2.25         1.78         P         P           NATEL CORP         ASSENTINGS         43827070         1.78         2.25         1.78         P         P           NITERATIONAL BISINESSA         ASSENTINGS         4382707         1.28         9.43         P         P         P           SIAMESON LANGO         ASSENTINGS         ASSENTING         1.78         9.41         P         P         P           SIAMESON LANGO         ASSENTINGS         ASSENTI	1	CENERAL MILLS INC	- 1			3/8/2007		3/16/2012	6,136					0	-3,775
		1EWLETT PACKARD CO	428236103			3/20/2006		9/12/2012	4,502					0	-4,013
HOME DEPOT INC		HOME DEPOT INC	437076102			3/25/2009		3/16/2012	3,69					0	1,926
HOME GEOTI NG         4370/8102         3725/009         1/12/2012         3.599         3.599         1.02	×	HOME DEPOT INC	437076102			3/25/2009		8/21/2012	2,81;						1634
HAME LORPE         450 (100 to 100 to 10	×	HOME DEPOT INC	437076102			3/25/2009		10/2/2012	1,50						2 057
MYEL COORS         GENTRES         STECTOR	× >	HOME DEPOT INC	43/0/6102			9/9/1997		3/16/2012	1.385					0	186
MITERNATIONAL BUSINESS IN 48200101         JATIOLOGO         3/16/2012	\ \	NTEL CORP	1			1/28/1998		3/16/2012	1,385					0	382
INTERNATIONAL BUSINESS M 452200001   1702/2004   37/62/201   3 /61/201   3 /	×	NTERNATIONAL BUSINESS M	1 1			3/11/2002		3/16/2012	1,03					0	909
INTERNATIONAL BISTORY   444280101   1725/2014   1012/2012   5.994   8.379   9.456	×	INTERNATIONAL BUSINESS M				1/20/2004		3/16/2012	3 10						1,660
SHARES IR NUSSELL MIDCA   46428743   177287005   117287012   1299   9.436	×	INTERNATIONAL BUSINESS M	- 1			1/20/2004		10/2/2012	2,091						1,615
STATE OF THE PROPER DESCRIPTION OF AGAZETARRE OF AGAZETA	××	SHARES RUSSELL MIDCAP V	- 1			705/2005		102/2012	12 986					0	3,553
JOHNSON & JOHNSON         478160104         1020/1989         316/2012         1,531         1,531         0           RAPAT FODOS GROUP INC KRAPT FODOS GROUP INC SOUGGIGG         500760106         11/16/2009	\ \ ×	SHARES TR RUSSELL MIDCA	ı			7/25/2005		11/26/2012	5,59					0	1,482
KRAFT FOODS GROUP INC         500760106         12/16/2009         10/11/2012         15         98 4         99 4           MCAPLE FOODS GROUP INC         500760106         12/16/2009         1/16/2012         1/42         874         934         0         1           MCAPLE CORDS GROUP INC         580135101         1/16/2012         2.462         874         1/45         0         0         1           MCNDELEZ INTERNATIONAL         69207165         1/16/2009         1/16/2012         2.544         1/45         0	×	IOHNSON & JOHNSON				10/20/1999		3/16/2012	1,63					0	380
MCDOMALIDES CORPORTING         SECURATION SOUR SOUR SOUR SOUR SOUR SOUR SOUR SOUR	×	KRAFT FOODS GROUP INC	- 1			12/16/2009		10/11/2012	۲						523
MONDELEZ UNITATIONAL BOUNDAILS CURRY BY 17/15 BOUNDAILS CURRY BY 17/15 BOUNDAILS CURRY BY 17/15 BOUNDAILS BUT BY 17/15 BOUND	×	KRAFT FOODS GROUP INC	- 1			3000000		2/102/2/11	2 463					0	1,592
PHILLIPS 66         T185-6104	1	MCDONALUS CORP	- 1			12/16/2009		11/26/2012	2.54					0	789
PUBLIC SVC ENTERPRISE GF         744573166         37202006         3.16/2012         6,008         6,723         0         0           BANCA CONTRIBLES IN	1	PHILLIPS 66	1			10/24/2006		6/22/2012	1,674					0	265
BANCO COPER INDUSTRIES PLC IN COPER IN COPE	×	PUBLIC SVC ENTERPRISE GR				3/20/2006		3/16/2012	909					0	-715
TARGET CORP   STATE CORP   ST	×	BANCO SANTANDER	- 1			1/30/2007		10/2/2012	11,63					5	47
TARGEL CORP         5875%         8 F875%         8 F875%         8 F875%         8 F875%         9 C         0		TABLET CORP				17/1999		10/2/2012	1.260					0	705
TEAVELERS COMPANIES, INC TRAVELERS COMPANIES, INC COOD CRITICAL IND EATON CRITICAL IN	1	TARGET CORP 5 875% 3				4/17/2002		3/1/2012	25,000					0	432
TRAVELERS COMPANIES, INC.         69417E109         3/20/2006         10/21/2012         1,717         1,049         U         U         U         U         U         3           COOD CRINDLES PIC. NE.         G24140108         4/3/2008         11/30/2012         32         31         0         0         3           EATON CRIP PLC.         G29183103         11/30/2012         12/17/2012         32         31         0         0         -2           ASGI FINAL YES SALE         ASGI FINAL YES SALE         485         485         6         6         -2		TEVA PHARMACEUTICAL IND				10/14/2010		10/2/2012	2,66						828
COOPER INDUSTRIES PLC NR         G24140108         4/32/2012         0           EATON COMPLY TRANSME         G29183103         11/30/2012         32         32         0           ASGI FINAL YEAR SALE         485         485         6485         6485         6485		TRAVELERS COMPANIES, INC	- 1			3/20/2006		10/2/2012	171						3 505
ASGI FINAL YEAR SALE ASGI FINAL YEAR SALE ASGI K-1 LI LOSS		COOPER INDUSTRIES PLC NE	- 1			11/30/2012		12/17/2012	K					0	1
<u>ASGIK11LOSS</u> 485 — — — — — — — — — — — — — — — — — — —	1	ASGI FINAL YEAR SALE	t												-2,692
	Н	4SGI K-1 LT LOSS								485					485

Part I, Line 11 (990-PF) - Other Income

		-777	-777	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	ASGI K-1 PARTNERSHIP INCOME	352	352	
2	KINDER MORGAN K-1 PARTNERSHIP INCOME	-1,129	-1,129	

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

•	1,112	0		0 1,112
				Disbursements
	Revenue and			for Charitable
	Expenses per	Net Investment	Adjusted Net	Purposes
Description	Books	Income	Income	(Cash Basis Only)
1 ACCOUNTING FEES	1,112			1,112

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

•		2,085	562	0	. 0
		Revenue and Expenses	Net Investment	Adjusted	Disbursements for Charitable
1	Description	per Books	Income	Net Income	Purposes
1	FOREIGN TAX WITHHELD	562	562		<u> </u>
2	PY EXCISE TAX DUE	389			
3	ESTIMATED EXCISE PAYMENTS	1,134			
4					<u> </u>

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

•		38	38		0
	Description	Revenue and Expenses	Net Investment	Adjusted Net	Disbursements for Charitable
	Description	per Books	Income	Income	Purposes
1_1_	ADR FEES	2	2		
2	ASGI K-1 PARTNERSHIP EXPENSES	29	29		
3	KINDER MORGAN PARTNERSHIP EXPENSES	7	7		

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

		1,029,874	980,980	1,192,918
	Basis of	Book Value	Book Value	FMV
Asset Description	Valuation	Beg of Year	Beg of Year   End of Year   E	End of Year
1 OTHER INVESTMENTS		1,029,874	086'086	1,192,918

1 PY RETURN OF CAPITAL 2 COST BASIS ADJUSTMENT

3 Total

### Part III (990-PF) - Changes in Net Assets or Fund Balances Line 3 - Other increases not included in Part III, Line 2 1 PARTNERSHIP INCOME ADJUSTMENT 2 Total 2 4,063 Line 5 - Decreases not included in Part III, Line 2

238

6/4/2013 12 13 41 PM - 0101556301 - 1807 - WWS - LIPE, WALTER E CHAR

ix on Investment Income	
삅	
S fo	
Losses	
and	
Gains	
Capital	
님	
(990-PF	
Part IV	

S)	- P	Ta	3 6	18	98	02	3,509	8	2	289	515	81	<u>5</u> ];	-	Sis	8 8	15	2	8	श्र	છો		212	12	8	387	<u>@ </u>		712	: =	112	933	976	<u>ক্রা</u>	920	<u> </u>	6	[8]	9	87.8	250	182	잃	Θįε	202	(8	Ş	5		3 6	432	828	88	3,505	- G	3 5	<u>ē</u>
١	Gains Minus Excess of FMV Over Adjusted	Basis,or Losses	-								2							•	9	۲.	0		,	200				1	010		18.	4	-	1.0		7	000											0	9						0	7-	9
0	Excess of FMV	ľ					0		0																																																
0	Adjusted Basis as of	12/31/69					0	0	0	0	0	0	0	0 0					0	0	0				0	0					0		0	0					0			0	0				0	0				0	0	0			0
0	> 6	12/31/69		i .		0		0	0	0	0	0	0	0					0	0	٥				0		0	0				0	0	0	0		0	0	0	5 6		0	0	0			0	0	0		0	0	0	0			0
42,755		Gain or Loss	200																																				1,860												432					7,092	
290,520	Cost or Other Basis Plus	Expense of Sale	938	500	1 573	101	7,189	1 076	1 269	3,229	807	2,623	1,038	518	218	807	240 240	8 556	1,978	2 468	3,624	25 135	430	25 210	1,076	1,076	316	316	25 572	2 640	9110	8 515	1,768	1,178	289	1 203	266	528	1,441	25.00	8,379	4 108	1 251	6	838	1 745	1,409	6,723	12 575	268	24 588	3,526	1,049	4,035	31	787	16
0		Adjustments	5		5 6		0	0	0	O	0	0	0	0						0	0	0	5 0		0	0	0	0				0	0	0	0		0	0	0		5 0	0	0	0		0	0	0	0	0		0	0	0	5		
0	Depreciation	Allowed																																																							
333,275	Gross	Sales Price	1,637	790'1	626.6	208	10,708	2,906	1,293	4,916	1,322	4 152	5 845	3 283	3,274	1,176	40,70	5 137	1 370	1 712	3,829	26 025	2,937	25,000	2 612	2 463	2,155	2,209	25,000	3 967	3,007	4 502	3,694	2 812	1,509	3 235	1.389	1 034	3,101	2,090	9994	5 591	1,631	15	1,45/	2 544	1,674	800'9	11,635	315	25 000	2 668	1717	7,540	32		
	Date	Sok	3/16/2012	2102/91/	21/2012	100/2012	0/4/2012	3/16/2012	1/26/2012	6/7/2012	8/8/2012	11/8/2012	3/16/2012	8/21/2012	10/2/2012	1/26/2012	11/26/2012	3/13/2012	10/2/2012	10/2/2012	11/26/2012	2/28/2012	10/2/2012	2115/2012	8010012	11/26/2012	3/16/2012	1/26/2012	7/15/2012	2107/12/0	3/10/2012	9/12/2012	3/16/2012	8/21/2012	0.2/2012	1/26/2012	3/16/2012	3/16/2012	3/16/2012	10/2/2012	0/2/2012	1060012	3/16/2012	10/11/2012	11/26/2012	1060012	6/22/2012	3/16/2012	10/2/2012	10/2/2012	3/1/2012	0/2/2012	0/2/2012	11/30/2012	2/17/2012		Ī
	Date	- 1	4772011	- 1	H		3/20/2008	_	:		1 1	Н	Н		V13/2008	10/13/2008	200212	12/18/2007	+		10		1/20/2004	200000	÷	÷	-	T	8/6/2003	Т.	÷	4-			3/25/2009		+						10/20/1899		716/2009	716,2009	24/2006	3/20/2006	H	÷		/14/2010	3/20/2006	4/3/2008		$\dagger$	-
		Acquired	410	7	716	1/5	1		120	4	4	4	5	위	2	2	=	B		1	12	2	=	ء اح	3 6	1	12	7	80 0	7 .	2 6	, 6	- F	r.	ਨ	6	" -	6		-	-			12	216	715	10			8 '	4		6	4	=	+	
1,415		-1	244199105	254687106	204087100	254887106	25746U109	268648102	001055102	002824100	002824100	002824100	037833100	037833100	037833100	037833100	037833100	000000000	088606108	088606108	156700106	168751AH0	166764100	208250104	268648102	268648102	30231G102	30231G102	3134A4QD9	369604103	3/03/4104	428236103	437078102	437076102	437076102	437076102	458140100	1	Н	- 1	484287473	1	478160104	920	500760106	500207105	718546104	744573106	80281R300	87612E106	87612FAH9	881624209	89417E109	G24140108	G29183103		
Long Term CG Distributions Short Term CG Distributions		Description of Property Sold	1 DEERE & CO	2 WALT DISNEY CO	3 WALI DISNEY CO	WALL DISNEY CO	DOMINION RES INC VA	E M C CORP MASS		ABBOTT LABS	ABBOTT LABS	ABBOTT LABS		APPLE INC	14 APPLE INC	APPLE INC	APPLE INC	21/61/8	19 RHP RILLITON IMITED - ADR		CENTURYLINK, INC	CHEVRON CORP 3 950% 3/03/14	CHEVRON CORP	CONOCUPHILLIPS	E M C CORP MASS	27 E M C CORP MASS	EXXON MOBIL CORPORATION	29 EXXON MOBIL CORPORATION	FED HOME LN MTG CORP 5 125% 7/1	31 GENERAL ELECTRIC CO	GENERAL MILLS INC	HEWI ETT DACKARD CO	35 HOME DEPOT INC	38 HOME DEPOT INC	37 HOME DEPOT INC	38 HOME DEPOT INC	39 INTEL CORP	41 INTERNATIONAL BUSINESS MACHS CO	42 INTERNATIONAL BUSINESS MACHS CO	43 INTERNATIONAL BUSINESS MACHS CO	44 ISHARES RUSSELL MIDCAP VALUE	AS INHARES IN RUSSELL MIDCAP GROWN	JOHNSON & JOHNSON	KRAFT FOODS GROUP INC	KRAFT FOODS GROUP INC	1	PHILLIPS 66	PUBLIC SVC ENTERPRISE GROUP INC	BANCO SANTANDER	55 TARGET CORP	TARGET CORP 5 875% 3/01/12	58 TEVA PHARMACEUTICAL INDUSTRIES	TRAVELERS COMPANIES INC	COOPER INDUSTRIES PLC NEW IRELA	EATON CORP PLC	62 ASGI FINAL YEAR SALE	63 KINGER MORGAN K-1 SEC 1231 LOSS

6/4/2013 12 13 41 PM - 0101556301 - 1807 - WWS - LIPE, WALTER E CHAR

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

ज			_		_	_	 7
	Expense	Junt	_	ļ			
	Εχρ	Açç	•	•			
3	_	1	0				
		Benefits					
99		╛	9			_	
16,160		ensation	16,160				
		S					
	\vg Hrs	Title Per Week Compensation	8				
	1	ď	<b>型</b>				
		Ţ	TRUSTEE				
		Χ					
		Foreign Country			!		
		Foreig					
	_				1		
		7p Code	PA 19106-2112				
	L	tate 2	191				 _
	-	Ó	<u> </u>				
		Ċ	<u>s</u>				
		_	101N Independence Mail E MACY137 Philadelphia				
	H		CY137P				
			all E MA				
		Street	dence M				
			Indepen				
	_		101N				
	Check "X	Business	×		1		
	F		-		1		
			<				
		Name	Bank N				
			Wells Fargo Bank N A				
1			×	_	1		_

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

$\overline{}$		Date		Amount
1	Credit from prior year return		1	0
	First quarter estimated tax payment	6/11/2012	2	284
	Second quarter estimated tax payment	7/11/2012	3	284
	Third quarter estimated tax payment	10/10/2012	4	284
	Fourth quarter estimated tax payment .	1/9/2013	5	282
	Other payments .		6	0
7	Total		7 -	1,134

	ACCOUNT # 0101556301							
	EIN: 84-6017080							
Security Type	<u>CUSIP</u>	Asset Name	<u>FMV</u>	<u>Fed Cost</u>				
Cash			\$0.00	\$0.00				
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	\$76,525.64	\$76,525.64				
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	\$2,677.08	\$2 <u>,</u> 677.08				
TOTAL CASH & CASH	EQUIVALENT	<u>S</u>	\$79,202.72	\$79 <u>,</u> 202.72				
lah Cama Bamala	450200CNE	IDAA CORD 6 500% 10/15/12	\$26,072,00	\$25,718.00				
Invest - Corp Bonds	459200GN5	· · ·	\$26,072.00	\$25,718.00				
Invest - Corp Bonds		• •	\$25,989.50					
Invest - Corp Bonds	07385TAJ5	BEAR STEARNS & CO 5.700% 11/15/14	\$27,125.25	\$25,327.25				
Invest - Corp Bonds		GOLDMAN SACHS 5.250% 4/01/13	\$25,186.50	\$24,656.25				
Invest - Corp Bonds		J P MORGAN CHASE & 5.250% 5/01/15	\$27,108.00	\$25,039.50				
Invest - Corp Bonds		GENERAL ELEC CAP COR 3.500% 6/29/15	\$26,490.50	\$25,837.70				
Invest - Corp Bonds		TEXAS INSTRUMENTS IN 1.650% 8/03/19	\$24,844.00	\$25,148.25				
Invest - Corp Bonds		SHELL INTERNATIONAL 5.200% 3/22/17	\$58,092.00	\$49,919.00				
Invest - Corp Stock	001055102		\$10,612.00	\$10,151.08				
Invest - Corp Stock	037833100		\$6,832.35	\$1,231.65				
Invest - Corp Stock		CVS/CAREMARK CORPORATION	\$6,656.00	\$2,018.90				
Invest - Corp Stock		CISCO SYSTEMS INC	\$4,114.00	\$3,748.00				
Invest - Corp Stock		CITRIX SYS INC COM	\$7,316.00	\$6,198.19				
Invest - Corp Stock		DIAGEO PLC - ADR	\$5,965.00	\$5,004.00				
Invest - Corp Stock		WALT DISNEY CO	\$10,776.00	\$5,175.28				
Invest - Corp Stock		E M C CORP MASS	\$7,383.00	\$3,228.00				
Invest - Corp Stock	369604103		\$10,026.00	\$2,819.06				
Invest - Corp Stock		HOME DEPOT INC	\$8,365.00	\$2,946.25				
Invest - Corp Stock		INTEL CORP	\$8,416.00	\$7,777.62				
Invest - Corp Stock		INTERNATIONAL BUSINESS MACHS CORP	\$10,153.50	\$4,803.00				
Invest - Corp Stock		JOHNSON & JOHNSON	\$11,088.00	\$7,506.00				
Invest - Corp Stock	478366107	JOHNSON CONTROLS INC	\$777.25	\$995.46				
Invest - Corp Stock	580135101		\$9,529.00	\$3,479.00				
Invest - Corp Stock	594918104	MICROSOFT CORP	\$9,607.50	\$6,398.44				
Invest - Corp Stock	641069406		\$5,274.00	\$2,503.50				
Invest - Corp Stock		NOVARTIS AG - ADR	\$10,851.20	\$8,489.80				
Invest - Corp Stock		PEPSICO INC	\$9,106.25	\$4,793.50				
Invest - Corp Stock		SCHLUMBERGER LTD	\$11,707.50	\$7,820.06				
Invest - Corp Stock		TJX COS INC NEW	\$4,518.00	\$2,693.50				
Invest - Corp Stock		TOTAL S.A ADR	\$13,029.60	\$11,958.17				
Invest - Corp Stock		UNITED TECHNOLOGIES CORP	\$10,946.25	\$3,548.12				
Invest - Corp Stock		MCKESSON CORP	\$4,735.35	\$4,205.36				
Invest - Corp Stock		UNITED PARCEL SERVICE-CL B	\$7,929.00	\$6,431.16				
Invest - Corp Stock		EXXON MOBIL CORPORATION	\$6,747.75	\$947.02				
Invest - Corp Stock		TARGET CORP	\$9,061.50	\$4,163.81				
Invest - Corp Stock		JPMORGAN CHASE & CO	\$4,705.00	\$4,014.06				
Invest - Corp Stock		ANHEUSER-BUSCH INBEV SPN ADR	\$4,430.00	\$3,498.50				
Invest - Corp Stock		CHEVRON CORP	\$8,636.25	\$3,191.62				
Invest - Corp Stock	88579Y101		\$10,055.00	\$8,126.00				
Invest - Corp Stock		NEXTERA ENERGY INC	\$7,205.00	\$4,059.00				
Invest - Corp Stock	38259P508	GOOGLE INC	\$4,534.14	\$4,133.86				

50,182.32
80,979.60
40,000.00
25,000.00
30,000.00
25,000.00
19,997.98
\$5,016.10
50,000.00
37,590.98
42,323.43
21,262.14
11,781.59
25,000.00
36,775.38
22,575.00
16,144.91
49,838.92
30,000.00
18,933.75
11,194.27
\$6,500.85
6,678.52
51,344.75
3,789.11
6,294.00
\$2, \$6.