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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 03-01-2012 , and ending 02-28-2013




Name of foundation STEPHEN B COLLINS TRUST 430027011		A Employer identification number 03-6018226	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 477		B Telephone number (see instructions) (802) 860-5523	
City or town, state, and ZIP code CONCORD, NH 033020477		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,586,974		J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <input type="checkbox"/> (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	37,059	37,059		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	22,981			
	b Gross sales price for all assets on line 6a <u>448,739</u>				
	7 Capital gain net income (from Part IV , line 2)		22,981		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	60,040	60,040		
	13 Compensation of officers, directors, trustees, etc	15,116	15,116		0
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	575	575	0	0
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,892	370		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	32	32		
	24 Total operating and administrative expenses. Add lines 13 through 23	17,615	16,093	0	0
	25 Contributions, gifts, grants paid	75,586			75,586
	26 Total expenses and disbursements. Add lines 24 and 25	93,201	16,093	0	75,586
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-33,161			
	b Net investment income (if negative, enter -0-)		43,947		
	c Adjusted net income (if negative, enter -0-)			0	

Part II


Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	68,040	105,987
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0
	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 page 15 of the instructions)		
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments—U S and state government obligations (attach schedule)	294,796 	303,815
	b	Investments—corporate stock (attach schedule)	804,171 	737,714
	c	Investments—corporate bonds (attach schedule).	281,753 	268,078
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)		0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,448,760	1,415,594
	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)		
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		
	23	Total liabilities (add lines 17 through 22)		0
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds	1,448,760	1,415,594
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	Total net assets or fund balances (see page 17 of the instructions)	1,448,760	1,415,594
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,448,760	1,415,594

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,448,760
2	Enter amount from Part I, line 27a	2	-33,161
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,415,599
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,415,594

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
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	22,981
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 page 18 of 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	76,945	1,508,884	0 050995
2010	47,218	1,479,339	0 031918
2009	77,994	1,353,579	0 057621
2008	25,105	1,385,570	0 018119
2007	24,363	1,546,731	0 015751

2 Total of line 1, column (d).	2	0 174404
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 034881
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,512,852
5 Multiply line 4 by line 3.	5	52,770
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	439
7 Add lines 5 and 6.	7	53,209
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	75,586

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	439
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	439
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	439
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	770	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	770
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	331
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 331	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> VT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of	TD Bank NA	Telephone no	(802) 860-5523
	Located at	111 MAIN STREET BURLINGTON VT	ZIP +4	05401
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		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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" 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).			
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 page 20 of the instructions)?	1b		
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		No
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?			
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		No
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?			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
TD Bank NA	TRUSTEE	15,116		
111 Main Sreet Burlington, VT 05403	1			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
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	1,444,786
b	Average of monthly cash balances.	1b	91,104
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,535,890
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,535,890
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	23,038
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,512,852
6	Minimum investment return. Enter 5% of line 5.	6	75,643

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	75,643
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	439
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	439
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	75,204
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	75,204
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	75,204

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	75,586
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	75,586
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	439
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	75,147
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				75,204
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			53,577	
b Total for prior years 2010 , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				0
b From 2008.				0
c From 2009.				0
d From 2010.				0
e From 2011.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 75,586				
a Applied to 2011, but not more than line 2a			53,577	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				22,009
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				53,195
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008.				0
b Excess from 2009.				0
c Excess from 2010.				0
d Excess from 2011.				0
e Excess from 2012.				0

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

2

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

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

a

The name, address, and telephone number 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

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

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	37,056	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	22,984	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				60,040	
13	Total. Add line 12, columns (b), (d), and (e).					60,040

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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 or fiduciary) is based on all information of which preparer has any knowledge.

* * * * *

2013-05-02

* * * * *

Signature of officer or trustee

Date

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's Signature

Date _____

Check if self-employed ☐

PTIN

Firm's name

Firm's EIN Firm's address

Phone no

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
15000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-11	2012-03-16
5000 U S TREASURY NOTE 1 875% 08/31/2017 DTD 08/31/10		2010-11-09	2012-03-16
10000 U S TREASURY BOND 2 625% 08/15/2020 DTD 08/15/10		2010-12-03	2012-03-19
130 AMERICAN TOWER CORP COM		2011-11-03	2012-03-23
160 HEWLETT PACKARD CO		2010-11-29	2012-03-23
90 MARATHON OIL		2011-07-26	2012-03-23
130 ORACLE CORPORATION		2011-01-24	2012-03-23
100 HEWLETT PACKARD CO		2009-05-01	2012-03-26
60 HEWLETT PACKARD CO		2011-09-08	2012-03-26
70 ORACLE CORPORATION		2010-12-17	2012-03-26
40 ORACLE CORPORATION		2011-01-24	2012-03-26
10000 PEPSICO INC 3 100% 01/15/2015 DTD 01/14/10		2011-04-28	2012-03-28
10000 PEPSICO INC 3 100% 01/15/2015 DTD 01/14/10		2011-04-28	2012-03-28
40 ABBOTT LABS CO		2010-05-27	2012-04-12
30 AMERICAN EXPRESS CO		2010-11-29	2012-04-12
20 APACHE CORPORATION		2004-05-06	2012-04-12
50 ARCHER DANIELS MIDLAND CO		2011-03-03	2012-04-12
20 BED BATH & BEYOND INC		2011-11-03	2012-04-12
10 BERKSHIRE HATHAWAY INC DEL CL B NEW		2011-12-01	2012-04-12
30 BROADCOM CORP		2012-03-26	2012-04-12
50 CAPITAL ONE FINANCIAL CORP		2011-03-29	2012-04-12
30 CAPITAL ONE FINANCIAL CORP		2011-01-24	2012-04-12
20 CELGENE CORP		2012-04-12	2012-04-12
30 CHEVRONTEXACO CORP		2008-07-31	2012-04-12
100 CISCO SYSTEMS INC		2010-11-29	2012-04-12
20 COLGATE PALMOLIVE CO		2010-11-29	2012-04-12
40 DANAHER CORP		2011-04-26	2012-04-12
10 DIAGEO PLC ADR		2008-02-28	2012-04-12
60 WALT DISNEY CO		2010-12-16	2012-04-12
80 EMC CORPORATION/MASS		2010-11-29	2012-04-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
20 ECOLAB INC COM		2010-05-05	2012-04-12
30 EXXON MOBIL CORP COM		2010-11-29	2012-04-12
30 EXXON MOBIL CORP COM		2010-05-14	2012-04-12
40 FREEPORT-MCMORAN COPPER & GOCL B		2012-02-06	2012-04-12
40 GILEAD SCIENCES INC		2011-06-02	2012-04-12
60 HOME DEPOT INC		2010-11-29	2012-04-12
40 ILLINOIS TOOL WORKS		2010-11-29	2012-04-12
10 INTL BUSINESS MACHINES CORP		2011-04-25	2012-04-12
50 J P MORGAN CHASE & CO		2007-04-09	2012-04-12
30 JOHNSON & JOHNSON CO		2005-09-14	2012-04-12
20 L-3 COMMUNICATIONS HLDGS INC COM		2011-03-02	2012-04-12
70 MARATHON OIL		2011-07-26	2012-04-12
50 MERCK & CO INC NEW COM		2012-04-12	2012-04-12
20 METLIFE INC		2012-02-16	2012-04-12
90 MICROSOFT CORPORATION		2008-06-06	2012-04-12
20 NETAPP INC COM		2012-03-26	2012-04-12
10 NEXTERA ENERGY INC COM		2012-01-09	2012-04-12
40 ORACLE CORPORATION		2010-12-16	2012-04-12
30 PNC BANK CORP		2012-01-09	2012-04-12
30 PROCTER & GAMBLE CO		2003-09-23	2012-04-12
30 QUALCOMM INCORPORATED		2010-11-08	2012-04-12
50 SPECTRA ENERGY CORP		2012-01-09	2012-04-12
50 STARBUCKS CORP		2012-01-09	2012-04-12
30 SYSCO CORP COM		2011-07-26	2012-04-12
20 3M CO		2006-04-26	2012-04-12
10 3M CO		2006-04-26	2012-04-12
70 US BANCORP DEL NEW		2008-08-25	2012-04-12
10 UNION PACIFIC CORP		2012-02-06	2012-04-12
10 UNITED PARCEL SERVICE		2012-01-09	2012-04-12
10 UNITED TECHNOLOGIES		2005-12-02	2012-04-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
40 VERIZON COMMUNICATIONS		2010-11-29	2012-04-12
60 WELLS FARGO & CO NEW		2010-11-29	2012-04-12
30 YUM BRANDS INC		2007-08-07	2012-04-12
50 INVESCO LTD SHS		2012-03-23	2012-04-12
30 ACE LTD		2009-07-07	2012-04-12
30 CHECK POINT SOFTWARE TECH LTD		2011-07-26	2012-04-12
30 J P MORGAN CHASE & CO		2007-04-09	2012-05-02
140 METLIFE INC		2012-02-16	2012-05-02
100 SYSCO CORP COM		2011-07-26	2012-05-02
10000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-03-31	2012-05-03
110 SYSCO CORP COM		2011-07-26	2012-05-04
30 HOME DEPOT INC		2011-04-25	2012-05-10
100 MARATHON OIL		2011-07-26	2012-05-10
40 STARBUCKS CORP		2012-01-09	2012-05-10
100 MARATHON OIL		2011-06-07	2012-05-29
80 UNITED TECHNOLOGIES		2005-12-02	2012-05-29
260 INVESCO LTD SHS		2012-03-23	2012-05-29
80 PNC BANK CORP		2012-01-09	2012-06-15
50 STARBUCKS CORP		2011-09-08	2012-06-15
40 YUM BRANDS INC		2007-08-07	2012-06-15
10000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-11	2012-06-26
210 MARATHON OIL		2012-01-09	2012-07-09
20 MARATHON OIL		2011-06-07	2012-07-09
125 PROCTER & GAMBLE CO		2003-09-23	2012-07-09
20 PROCTER & GAMBLE CO		2011-05-06	2012-07-09
60 APACHE CORPORATION		2012-02-16	2012-07-13
50 APACHE CORPORATION		2004-05-06	2012-07-13
10 APACHE CORPORATION		2011-05-06	2012-07-13
170 NETAPP INC COM		2012-03-26	2012-07-13
50 STARBUCKS CORP		2011-09-08	2012-07-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
40 YUM BRANDS INC		2007-08-07	2012-07-13
13 ENGILITY HOLDINGS INC		2011-01-25	2012-08-03
50 GILEAD SCIENCES INC		2011-05-06	2012-08-03
15000 HEWLETT PACKARD CO 4 750% 06/02/2014 DTD 02/26/09		2010-12-15	2012-08-06
20000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-11	2012-08-08
5000 U S TREASURY BOND 2 625% 08/15/2020 DTD 08/15/10		2010-12-03	2012-08-20
10000 U S TREASURY BOND 2 625% 08/15/2020 DTD 08/15/10		2011-12-07	2012-08-20
15000 CONOCOPHILLIPS 4 750% 02/01/2014 DTD 02/03/09		2011-05-11	2012-08-21
20 DIAGEO PLC ADR		2010-11-29	2012-08-22
20 DIAGEO PLC ADR		2011-06-02	2012-08-22
10 HOME DEPOT INC		2011-04-25	2012-08-22
40 HOME DEPOT INC		2010-11-29	2012-08-22
80 L-3 COMMUNICATIONS HLDGS INC COM		2011-01-25	2012-08-22
5000 GE COMPANY 5 00% 02/01/2013 DTD 1/28/2003		2007-10-25	2012-09-06
20 ABBOTT LABS CO		2011-07-14	2012-09-13
30 COLGATE PALMOLIVE CO		2011-04-21	2012-09-13
40 ECOLAB INC COM		2011-06-15	2012-09-13
30 MERCK & CO INC NEW COM		2012-05-29	2012-09-13
20 NEXTERA ENERGY INC COM		2012-05-10	2012-09-13
30 VERIZON COMMUNICATIONS		2008-09-30	2012-09-13
334 ENGILITY HOLDINGS INC		2011-01-24	2012-09-14
100 ARCHER DANIELS MIDLAND CO		2011-03-03	2012-10-15
110 KRAFT FOODS GROUP INC		2012-08-22	2012-10-15
80 UNITED PARCEL SERVICE		2012-01-09	2012-10-15
20000 WAL-MART STORES 4 55% 5/1/2013 DTD 4/29/2003		2010-12-03	2012-10-25
30 ABBOTT LABS CO		2010-05-27	2012-12-03
50 ABBOTT LABS CO		2011-07-26	2012-12-03
20 WALT DISNEY CO		2010-11-29	2012-12-03
30 GILEAD SCIENCES INC		2011-04-26	2012-12-03
30 INTL BUSINESS MACHINES CORP		2011-04-25	2012-12-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
20 MICROSOFT CORPORATION		2008-06-06	2012-12-03
130 MICROSOFT CORPORATION		2011-07-26	2012-12-03
30 ABBVIE INC		2012-05-29	2013-01-15
120 ABBVIE INC		2010-11-29	2013-01-15
60 WALT DISNEY CO		2012-01-09	2013-02-04
50 HOME DEPOT INC		2008-06-06	2013-02-04
5000 FED HOME LN MTG 5 00% 01/30/2014 DTD 01/30/2004		2008-03-04	2013-02-22
5000 ONTARIO PROVINCE 2 950% 02/05/2015 DTD 02/05/10		2011-04-28	2013-02-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,609		15,840	-231
5,154		5,009	145
10,434		9,691	743
8,025		7,480	545
3,756		6,401	-2,645
2,924		2,990	-66
3,723		4,211	-488
2,368		3,703	-1,335
1,421		1,438	-17
2,020		2,225	-205
1,154		1,296	-142
10,636		10,470	166
10,637		10,470	167
2,388		1,907	481
1,736		1,313	423
1,898		847	1,051
1,550		1,857	-307
1,399		1,237	162
797		780	17
1,122		1,159	-37
2,714		2,599	115
1,633		1,455	178
1,573		1,580	-7
3,072		2,543	529
2,005		1,926	79
1,947		1,359	588
2,176		2,154	22
978		849	129
2,526		2,218	308
2,330		1,613	717

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,235		972	263
2,493		2,028	465
2,500		1,910	590
1,514		1,852	-338
1,832		1,654	178
3,034		1,846	1,188
2,262		1,880	382
2,046		1,679	367
2,241		2,446	-205
1,920		1,931	-11
1,392		1,578	-186
2,122		2,266	-144
1,911		1,892	19
725		768	-43
2,786		2,501	285
819		919	-100
624		588	36
1,143		1,222	-79
1,899		1,795	104
1,981		1,382	599
2,047		1,432	615
1,519		1,523	-4
3,012		2,329	683
882		938	-56
1,731		1,708	23
867		854	13
2,187		2,123	64
1,088		1,156	-68
794		732	62
810		548	262

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,498		1,241	257
2,025		1,581	444
2,123		954	1,169
1,263		1,312	-49
2,183		1,288	895
1,876		1,768	108
1,294		1,468	-174
4,994		5,375	-381
2,872		3,128	-256
10,380		10,514	-134
3,106		3,441	-335
1,515		1,125	390
2,685		3,206	-521
2,182		1,635	547
2,521		3,103	-582
5,967		4,381	1,586
5,676		6,825	-1,149
4,665		4,742	-77
2,609		1,949	660
2,582		1,272	1,310
10,336		10,560	-224
5,120		5,950	-830
488		615	-127
7,688		5,756	1,932
1,230		1,319	-89
4,988		6,172	-1,184
4,156		2,118	2,038
831		1,270	-439
4,862		7,765	-2,903
2,644		1,949	695

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,566		1,272	1,294
201		241	-40
2,905		2,045	860
15,885		16,369	-484
20,615		21,097	-482
5,437		4,846	591
10,874		10,658	216
15,874		16,375	-501
2,127		1,447	680
2,127		1,707	420
567		375	192
2,267		1,131	1,136
5,566		5,965	-399
5,091		5,036	55
1,359		1,064	295
3,113		2,426	687
2,583		2,198	385
1,321		1,126	195
1,353		1,300	53
1,354		902	452
5		6	-1
2,807		3,696	-889
5,196		4,570	626
5,802		5,859	-57
20,434		21,692	-1,258
1,937		1,430	507
3,228		2,634	594
992		731	261
2,261		1,186	1,075
5,685		5,036	649

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
531		556	-25
3,452		3,642	-190
1,023		967	56
4,094		2,965	1,129
3,261		2,395	866
3,349		1,371	1,978
5,224		5,350	-126
5,240		5,238	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-231
			145
			743
			545
			-2,645
			-66
			-488
			-1,335
			-17
			-205
			-142
			166
			167
			481
			423
			1,051
			-307
			162
			17
			-37
			115
			178
			-7
			529
			79
			588
			22
			129
			308
			717

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			263
			465
			590
			-338
			178
			1,188
			382
			367
			-205
			-11
			-186
			-144
			19
			-43
			285
			-100
			36
			-79
			104
			599
			615
			-4
			683
			-56
			23
			13
			64
			-68
			62
			262

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			257
			444
			1,169
			-49
			895
			108
			-174
			-381
			-256
			-134
			-335
			390
			-521
			547
			-582
			1,586
			-1,149
			-77
			660
			1,310
			-224
			-830
			-127
			1,932
			-89
			-1,184
			2,038
			-439
			-2,903
			695

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			1,294
			-40
			860
			-484
			-482
			591
			216
			-501
			680
			420
			192
			1,136
			-399
			55
			295
			687
			385
			195
			53
			452
			-1
			-889
			626
			-57
			-1,258
			507
			594
			261
			1,075
			649

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-25
			-190
			56
			1,129
			866
			1,978
			-126
			2

TY 2012 Accounting Fees Schedule

Name: STEPHEN B COLLINS TRUST 430027011

EIN: 03-6018226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	575	575		

TY 2012 Investments Corporate Bonds Schedule

Name: STEPHEN B COLLINS TRUST 430027011

EIN: 03-6018226

Name of Bond	End of Year Book Value	End of Year Fair Market Value
5000 AT&T INC 4.45%	5,389	5,652
10000 ANHEUSER-BUSCH 1.375%	10,109	10,082
15000 BNK OF NOVA SCOTIA 2.375	15,405	15,243
10000 BERKSHIRE HATHAWAY 5.40%	11,043	11,990
10000 CATERPILLAR FINL SE 2.05	10,307	10,382
5000 CISCO SYSTEMS INC 4.950%	5,461	5,918
15000 COCA COLA CO 1.500%	15,129	15,386
5000 COMCAST CORP 2.85%	4,988	5,018
15000 GEN ELEC CORP 5.625%	16,332	17,669
5000 GEN ELEC CAP CORP 1.625%	5,082	5,088
15000 JPMORGAN CHASE 6.00%	17,128	17,926
10000 ONTARIO PROVINCE 1.65%	9,933	9,973
15000 ONTARIO PROVINCE 2.950%	15,715	15,710
5000 PFIZER INC NOTES 5.35%	5,600	5,474
5000 PROVINCE OF QUEBEC 2.750%	4,986	5,197
5000 SBC COMMUNICATIONS 5.10%	5,509	5,335
5000 TOYOTA MOTOR CREDIT 2.00%	5,169	5,186
15000 WACHOVIA CORP 5.750%	16,949	17,900
10000 WAL-MART STORES INC 1.50	10,291	10,260
4767.870 FIDELITY HIGH INCOME	42,415	44,961
1337.514 VANGUARD INFLTN PRCT	35,138	37,959

**TY 2012 Investments Corporate
Stock Schedule**

Name: STEPHEN B COLLINS TRUST 430027011
EIN: 03-6018226

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 BED BATH & BEYOND INC	9,537	8,513
300 COMCAST CORP NEW CL A	9,958	11,937
240 WALT DISNEY CO	7,485	13,102
230 HOME DEPOT INC	6,107	15,755
130 STARBUCKS CORP	5,068	7,131
130 TJX COMPANIES INC	5,909	5,846
90 YUM BRANDS INC	4,253	5,893
210 ARCHER DANIELS MIDLAND CO	7,136	6,691
360 COCA COLA CO	13,875	13,939
130 COLGATE PALMOLIVE CO	9,812	14,876
80 DIAGEO PLC ADR	4,607	9,577
330 MONDELEZ INTERNATIONAL INC	8,454	9,121
220 WALGREEN CO	7,949	9,007
280 TRANSOCEAN LTD ZUG	13,060	14,644
145 CHEVRON CORPORATION	11,459	16,987
150 CONOCOPHILLIPS	8,257	8,693
190 EXXON MOBIL CORP	11,772	17,015
330 SPECTRA ENERGY CORP	9,855	9,583
140 ACE LTD	7,877	11,955
185 AMERICAN EXPRESS CO	4,946	11,498
100 BERKSHIRE HATHAWAY INC DEL	7,854	10,216
160 CAPITAL ONE FINANCIAL CORP	7,808	8,165
260 J P MORGAN CHASE & CO	12,501	12,719
90 PNC BANK CORP	4,985	5,615
420 US BANCORP DEL NEWQ	11,006	14,272
350 WELLS FARGO & CO NEW	5,740	12,278
300 ABBOTT LABS CO	8,618	10,137
130 CELGENE CORP	8,372	13,425
400 GILEAD SCIENCES INC	8,313	17,088
180 JOHNSON & JOHNSON CO	11,480	13,700

Name of Stock	End of Year Book Value	End of Year Fair Market Value
330 MERCK & CO INC NEW CO	11,891	14,101
330 PFIZER	8,316	9,032
70 WELLPOINT INC COM	4,947	4,353
250 DANAHER CORP SHS BEN INT	13,217	15,400
230 ILLINOIS TOOL WKS INC	9,825	14,145
40 PRECISION CASTPARTS CORP	6,617	7,464
145 3M CO	12,471	15,080
60 UNION PACIFIC CORP	6,074	8,227
250 CHECK POINT SOFTWARE TECH	13,964	13,128
240 BROADCOM CORP	9,133	8,182
610 CISCO SYSTEMS INC	10,093	12,722
120 COGNIZANT TECHNOLOGY SOLUT	8,150	9,212
500 EMC CORPORATION/MASS	6,850	11,505
60 INTL BUSINESS MACHINES CORP	9,936	12,050
395 MICROSOFT CORPORATION	8,529	10,981
400 ORACLE CORPORATION	12,200	13,696
230 QUALCOMM INCORPORATED	12,002	15,097
130 ECOLAB INC	6,673	9,952
300 FREEPORT-MCMORAN COOPER	13,167	9,576
280 VERIZON COMMUNICATIONS	9,099	13,028
180 NEXTERA ENERGY INC	10,965	12,937
3054.259 INVESCO INTERNATIONAL	80,785	91,475
642.772 BUFFALO SMALL CAP FD	15,594	19,097
1401.257 HARBOR INTERNATIONAL	79,045	88,826
682.976 HARTFORD MUT FDS INC	15,346	16,234
736.221 PERKINS MID CAP VALUE	15,814	16,749
801.768 ROYCE SPECIAL EQUITY F	15,899	17,887
420 SPDR GOLD TRUST	57,059	64,260

**TY 2012 Investments Government
Obligations Schedule****Name:** STEPHEN B COLLINS TRUST 430027011**EIN:** 03-6018226**US Government Securities - End of
Year Book Value:**

303,815

**US Government Securities - End of
Year Fair Market Value:**

308,904

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Other Decreases Schedule

Name: STEPHEN B COLLINS TRUST 430027011

EIN: 03-6018226

Description	Amount
ROUNDING ADJUSTMENT	5

TY 2012 Other Expenses Schedule

Name: STEPHEN B COLLINS TRUST 430027011

EIN: 03-6018226

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROBATE FEES	32	32		0

TY 2012 Taxes Schedule**Name:** STEPHEN B COLLINS TRUST 430027011**EIN:** 03-6018226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	770	0		0
FEDERAL ESTIMATES - INCOME	376	0		0
FEDERAL ESTIMATES - PRINCIPAL	376	0		0
FOREIGN TAXES ON QUALIFIED FOR	203	203		0
FOREIGN TAXES ON NONQUALIFIED	167	167		0