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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 04-01-2012 , and ending 03-31-2013

Name of foundation
TRIXIE PUFF CHARITABLE PRIVATE FDN

A Employer identification number
22-6866487

Number and street (or P O box number if mail is not delivered to street address) PO BOX 75000

Room/suite

B Telephone number (see instructions)
(313) 222-6297

City or town, state, and ZIP code
DETROIT, MI 482757874

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,492,502

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(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 ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	40,499	40,499		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	26,663			
b	Gross sales price for all assets on line 6a 191,184				
7	Capital gain net income (from Part IV, line 2)		26,663		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	76			
12	**Total.** Add lines 1 through 11	67,238	67,162		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	23,072	20,765		2,307
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)	900	450		450
c	Other professional fees (attach schedule)	35,558	35,558		0
17	Interest				0
18	Taxes (attach schedule) (see instructions)	646			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)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	60,176	56,773	0	2,757
25	Contributions, gifts, grants paid	118,000			118,000
26	**Total expenses and disbursements.** Add lines 24 and 25	178,176	56,773	0	120,757
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-110,938			
b	**Net investment income** (if negative, enter -0-)		10,389		
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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	2,612	2,787	2,787
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	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)			
b	Investments—corporate stock (attach schedule)	2,119,160	2,008,047	2,489,715
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)			0
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)	2,121,772	2,010,834	2,492,502
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	2,121,772	2,010,834	
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)	2,121,772	2,010,834	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,121,772	2,010,834	

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	2,121,772
2	Enter amount from Part I, line 27a	2	-110,938
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,010,834
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,010,834

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			**(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	
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**	26,663
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	102,000	2,368,503	0 043065
2010	163,146	2,328,056	0 070078
2009	234,900	1,214,397	0 193429
2008	252,818	814,833	0 31027
2007	276,618	1,275,870	0 216807

2	**Total** of line 1, column (d).	**2**	0 833649
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 16673
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	**4**	2,359,086
5	Multiply line 4 by line 3.	**5**	393,330
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	104
7	Add lines 5 and 6.	**7**	393,434
8	Enter qualifying distributions from Part XII, line 4.	**8**	120,757

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	208
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	208
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	208
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 361		
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	361
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	153
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 153	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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) ▶PA			
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	Yes	

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 ▶COMERICA BANK Telephone no ▶(877) 405-1091

Located at ▶101 NORTH MAIN STREET ANNARBOR MI ZIP +4 ▶48104

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	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 ▶ 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 ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.).*	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))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
COMERICA BANK PO BOX 75000 M/C 3300 DETROIT,MI 482753300	TRUSTEE 2	13,459		
PETER A SMITH 400 SOUTHPOINTE BLVD CANONSBURG,PA 15317	DIRECTOR 1	2,113		
LORETTA E STANA 678 STANA LANE RUFFS DALE,PA 15679	DIRECTOR 10	7,500		

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	2,391,288
b	Average of monthly cash balances	1b	3,723
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,395,011
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	2,395,011
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,925
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,359,086
6	**Minimum investment return.** Enter 5% of line 5	6	117,954

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	117,954
2a	Tax on investment income for 2012 from Part VI, line 5	2a	208		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	208
3	Distributable amount before adjustments Subtract line 2c from line 1			3	117,746
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	117,746
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	117,746

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	120,757
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	120,757
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	120,757

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				117,746
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. 215,388				
b From 2008. 212,240				
c From 2009. 174,423				
d From 2010. 46,817				
e From 2011. 0				
f Total of lines 3a through e.	648,868			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 120,757				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				117,746
e Remaining amount distributed out of corpus	3,011			
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	651,879			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	215,388			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	436,491			
10 Analysis of line 9				
a Excess from 2008. . . . 212,240				
b Excess from 2009. . . . 174,423				
c Excess from 2010. . . . 46,817				
d Excess from 2011. . . . 0				
e Excess from 2012. . . . 3,011				

Part XIV Private 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)

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

Part XV Supplementary Information (Complete this part only if the 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 or e-mail of the person to whom applications should be addressed

BEVERLY SUCHENEK
PO BOX 75000 M/C 3300
DETROIT,MI 482753300
(313) 222-6297

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

NO SPECIFIC FORM

c Any submission deadlines

NO DEADLINES ACTIVITIES SHOULD BE CONCENTRATED IN THE AREAS OF PREVENTION OF

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

CRUELTY TO CHILDREN OR ANIMALS, RELIGIOUS, CHARITABLE,SCIENTIFIC, LITERARY, EDUCATION, YOUTH DEVELOPMENT, MEDICAL RESEARCH AND CUMMUNITY DEVELOPMENT

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				118,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14		
4 Dividends and interest from securities. . . .			14	40,499	
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	26,663	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a OTHER REVENUE			14	76	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				67,238	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 67,238

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(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

****** | 2013-06-26 | ******

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
		2013-06-26		

Firm's name ▶ THOMSON REUTERS TAX & ACCOUNTING | Firm's EIN ▶

Firm's address ▶ 6135 TRUST DRIVE SUITE 118 HOLLAND, OH 43528 | Phone no (419) 861-2300

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)
27 119 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-05-15
416 438 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-06-06
93 007 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-07-06
21 587 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-08-15
375 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-08-21
24 185 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-09-18
14 862 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-11-16
437 141 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2012-11-19
14 103 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2013-02-15
408 916 PACE SELECT ADVISORS TR INTL EQUITY INVS		2009-11-17	2013-03-04
6 397 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-05-15
99 13 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-06-06
22 297 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-07-06
5 222 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-08-15
92 158 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-08-21
5 928 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-09-18
3 541 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-11-16
105 388 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2012-11-19
24 778 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2013-01-09
3 317 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2013-02-15
97 151 PACE SELECT ADVISORS TR INTL EMG MKT EQU		2009-11-17	2013-03-04
18 48 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-05-15
280 083 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-06-06
64 122 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-07-06
15 149 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-08-15
265 879 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-08-21
17 078 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-09-18
10 768 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-11-16
315 473 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2012-11-19
71 302 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2011-12-19	2013-01-09

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)
10 035 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2013-02-15
288 594 PACE SELECT ADVISORS TR LARGE CO GRW EQY		2009-11-17	2013-03-04
21 352 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-05-15
326 679 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-06-06
73 944 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-07-06
17 201 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-08-15
300 668 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-08-21
19 438 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-09-18
12 021 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-11-16
353 535 PACE SELECT ADVISORS TR LARGE CO VALUE E		2009-11-17	2012-11-19
81 228 PACE SELECT ADVISORS TR LARGE CO VALUE E		2011-12-19	2013-01-09
11 064 PACE SELECT ADVISORS TR LARGE CO VALUE E		2011-12-19	2013-02-15
319 311 PACE SELECT ADVISORS TR LARGE CO VALUE E		2011-12-19	2013-03-04
17 762 PACE SELECT ADVISORS TR INTL FIXED INCOM		2012-02-22	2012-05-15
117 088 PACE SELECT ADVISORS TR INTL FIXED INCOM		2009-11-17	2012-06-06
149 342 PACE SELECT ADVISORS TR INTL FIXED INCOM		2012-04-24	2012-06-06
62 444 PACE SELECT ADVISORS TR INTL FIXED INCOM		2011-12-22	2012-07-06
14 978 PACE SELECT ADVISORS TR INTL FIXED INCOM		2009-11-17	2012-08-15
263 158 PACE SELECT ADVISORS TR INTL FIXED INCOM		2009-11-17	2012-08-21
17 079 PACE SELECT ADVISORS TR INTL FIXED INCOM		2009-11-17	2012-09-18
10 151 PACE SELECT ADVISORS TR INTL FIXED INCOM		2012-09-20	2012-11-16
57 07 PACE SELECT ADVISORS TR INTL FIXED INCOM		2012-10-23	2012-11-19
245 698 PACE SELECT ADVISORS TR INTL FIXED INCOM		2009-11-17	2012-11-19
10 831 PACE SELECT ADVISORS TR INTL FIXED INCOM		2012-12-20	2013-02-15
132 263 PACE SELECT ADVISORS TR INTL FIXED INCOM		2012-08-22	2013-03-04
184 193 PACE SELECT ADVISORS TR INTL FIXED INCOM		2013-01-24	2013-03-04
7 063 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-05-15
108 434 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-06-06
24 334 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-07-06
5 829 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-08-15

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)
101 695 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-08-21
6 508 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-09-18
4 129 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-11-16
120 898 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2012-11-19
44 621 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2013-01-09
3 726 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2013-02-15
108 359 PACE SELECT ADVISORS TR SM/MD CO GRO EQT		2009-11-17	2013-03-04
7 067 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-12-17	2012-05-15
108 761 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-12-17	2012-06-06
24 504 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2012-07-06
5 859 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2012-08-15
102 215 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2012-08-21
6 536 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2012-09-18
4 032 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2012-11-16
118 177 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2012-11-19
22 812 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2011-12-19	2013-01-09
3 546 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2013-02-15
103 245 PACE SELECT ADVISORS TR SM/MD CO VAL EQT		2009-11-17	2013-03-04
15 313 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-04-20	2012-05-15
229 541 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-05-23	2012-06-06
53 03 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-06-22	2012-07-06
12 921 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-07-24	2012-08-15
28 54 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-07-24	2012-08-21
199 484 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-07-21	2012-08-21
15 102 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2010-12-21	2012-09-18
8 687 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-10-20	2012-11-16
260 518 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-10-20	2012-11-19
23 842 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-11-20	2013-01-09
9 364 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-11-20	2013-02-15
17 207 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2011-12-22	2013-03-04

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)
111 369 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-12-20	2013-03-04
93 835 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-08-22	2013-03-04
46 46 PACE SELECT ADVISORS TR STRATEGIC FXD IN		2012-02-22	2013-03-04
563 131 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-04-23
17 151 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-05-15
72 309 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-05-22	2012-06-06
185 539 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-06-06
59 94 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-07-06
592 719 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-07-24
14 579 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-07-24	2012-08-15
25 483 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-07-24	2012-08-21
231 596 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-08-21
17 05 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-09-18
537 322 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-10-24
71 828 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-09-20	2012-10-24
10 043 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-10-23	2012-11-16
28 518 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-10-23	2012-11-19
271 855 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2012-11-19
218 873 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-12-20	2013-01-24
123 658 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-06-21	2013-01-24
10 67 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-12-20	2013-02-15
155 675 PACE SELECT ADVISORS TR GOVT SECS FIXED		2009-11-17	2013-03-04
152 518 PACE SELECT ADVISORS TR GOVT SECS FIXED		2012-12-20	2013-03-04

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)
304		351	-47
4,560		5,397	-837
1,064		1,205	-141
258		280	-22
4,560		4,860	-300
304		313	-9
178		193	-15
5,320		5,665	-345
184		183	1
5,320		5,300	20
76		79	-3
1,140		1,218	-78
266		274	-8
65		64	1
1,140		1,133	7
76		73	3
44		44	
1,330		1,295	35
341		305	36
46		41	5
1,330		1,194	136
360		287	73
5,400		4,344	1,056
1,260		995	265
306		235	71
5,400		4,124	1,276
360		265	95
211		167	44
6,300		4,893	1,407
1,499		1,212	287

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)
218		156	62
6,300		4,476	1,824
360		319	41
5,400		4,881	519
1,260		1,105	155
306		257	49
5,400		4,492	908
360		290	70
210		180	30
6,300		5,282	1,018
1,536		1,248	288
218		170	48
6,300		4,905	1,395
200		203	-3
1,318		1,458	-140
1,682		1,694	-12
700		701	-1
170		186	-16
3,000		3,276	-276
200		213	-13
117		119	-2
660		665	-5
2,840		3,059	-219
121		126	-5
1,463		1,492	-29
2,037		2,125	-88
120		85	35
1,800		1,306	494
420		293	127
102		70	32

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)
1,800		1,224	576
120		78	42
70		50	20
2,100		1,456	644
828		537	291
73		45	28
2,100		1,305	795
120		96	24
1,800		1,470	330
420		331	89
102		79	23
1,800		1,380	420
120		88	32
70		54	16
2,100		1,595	505
438		311	127
73		48	25
2,100		1,394	706
230		216	14
3,450		3,249	201
805		764	41
196		198	-2
432		438	-6
3,018		2,819	199
230		212	18
134		127	7
4,025		3,675	350
357		367	-10
139		144	-5
258		249	9

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)
1,667		1,702	-35
1,405		1,417	-12
696		680	16
7,563		7,754	-191
230		236	-6
968		969	-1
2,483		2,555	-72
805		825	-20
7,978		8,162	-184
196		196	
342		343	-1
3,108		3,189	-81
230		235	-5
7,216		7,399	-183
965		966	-1
134		135	-1
382		383	-1
3,643		3,743	-100
2,858		2,879	-21
1,615		1,649	-34
139		140	-1
2,033		2,144	-111
1,992		2,000	-8

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	
			-47
			-837
			-141
			-22
			-300
			-9
			-15
			-345
			1
			20
			-3
			-78
			-8
			1
			7
			3
			35
			36
			5
			136
			73
			1,056
			265
			71
			1,276
			95
			44
			1,407
			287

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	
			62
			1,824
			41
			519
			155
			49
			908
			70
			30
			1,018
			288
			48
			1,395
			-3
			-140
			-12
			-1
			-16
			-276
			-13
			-2
			-5
			-219
			-5
			-29
			-88
			35
			494
			127
			32

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	
			576
			42
			20
			644
			291
			28
			795
			24
			330
			89
			23
			420
			32
			16
			505
			127
			25
			706
			14
			201
			41
			-2
			-6
			199
			18
			7
			350
			-10
			-5
			9

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	
			-35
			-12
			16
			-191
			-6
			-1
			-72
			-20
			-184
			-1
			-81
			-5
			-183
			-1
			-1
			-1
			-100
			-21
			-34
			-1
			-111
			-8

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ROSTRAVER PUBLIC LIBRARY 700 PLAZA DR BELLE VERNON, PA 15012	NONE	EXEMPT	DAILY OPERATIONS	1,000
ST JOHN THE BAPTIST SCHOOL 504 BROADWAY SCOTTDALE, PA 15683	NONE	EXEMPT	SUOPORT	5,000
ANIMAL FRIENDS OF CENTRAL WEST VIRGINIA 252 BREWER ROAD MORGANTOWN, WV 26508	NONE	EXEMPT	SUPPORT	9,000
GEIBEL MIDDLE SENIOR HIGH SCHOOL 611 E CRAWFORD AVENUE CONNELLSVILLE, PA 15425	NONE	EXEMPT	SUPPORT	5,000
CONN AREA CATHOLIC SCHOOL 110 N PROSPECT STREET CONNELLSVILLE, PA 15425	NONE	EXEMPT	SUPPORT	5,000
VERNA MONTESSORI SCHOOL 268 PRITTSTOWN ROAD MT PLEASANT, PA 15666	NONE	EXEMPT	SUPPORT	3,000
SCOTTDALE PUBLIC LIBRARY 106 SPRING STREET SCOTTDALE, PA 15683	NONE	EXEMPT	SUPPORT	1,000
SETON HILL UNIVERSITY 1 SETON HILL DRIVE GREENSBURG, PA 15601	NONE	EXEMPT	SUPPORT	5,000
ST SEBASTIAN SCHOOL 815 BROAD AVENUE BELLE VERNON, PA 15012	NONE	EXEMPT	SUPPORT	5,000
ST JAMES SCHOOL SR THEA BOWMAN CATHOLIC ACADEMY 721REBECCA AVENUE PITTSBURGH, PA 15221	NONE	EXEMPT	SUPPORT	5,000
SCOTTDALE COMMUNITY POOL 115 PIONEER WAY SCOTTDALE, PA 15683	NONE	EXEMPT	SUPPORT	1,000
PET ADOPTION LEAGUE 150 SPRING STREET YUKON, PA 15698	NONE	EXEMPT	SUPPORT	2,000
ST URSULA FOOD PANTRY PO BOX 18 PURSGLOVE, WV 26546	NONE	EXEMPT	SUPPORT	4,000
WEST NEWTON PUBLIC LIBRARY 124 WATER STREET WEST NEWTON, PA 15089	NONE	EXEMPT	SUPPORT	3,000
ST JOHN THE EVANGELIST REGIONAL CATHOLIC SCHOOL 52 JEFFERSON STREET UNIONTOWN, PA 15401	NONE	EXEMPT	SUPPORT	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FAYETTE COUNTY COMMUNITY ACTION AGENCY 108 N BEESON AVENUE UNIONTOWN,PA 15401	NONE	EXEMPT	SUPPORT	4,000
FRANCISCAN UNIVERSITY 1235 UNIVERSITY BOULEVARD STEUBENVILLE,OH 43952	NONE	EXEMPT	SUPPORT	5,000
GREATER PITTSBURG COMMUNITY FOOD BANK 1 NORTH LINDEN STREET DUQUESNE,PA 15110	NONE	EXEMPT	SUPPORT	2,000
TURKEYTOWN-SOUTH HUNTINGDON TOWNSHIP VOL FIRE DEPARTMENT 90 SUPERVISORS DRIVE WEST NEWTON,PA 15089	NONE	EXEMPT	SUPPORT	2,000
THE WAY INCORPORATED P O BOX 361 LATROBE,PA 15650	NONE	EXEMPT	SUPPORT	2,000
WESTMORELAND COMMUNITY FOOD BANK 100 DEVONSHIRE DRIVE DELMONT,PA 15626	NONE	EXEMPT	SUPPORT	2,000
ST RAPHAEL'S SCHOOL 1118 CHISLETT STREET PITTSBURG,PA 15206	NONE	EXEMPT	SUPPORT	8,000
CURA PERSONALIS 5704 ROLAND AVENUE BALTIMORE,MD 21210	NONE	EXEMPT	SUPPORT	5,000
VISITATION CHURCH 740 WALNUT STREET MT PLEASENT,PA 15666	NONE	EXEMPT	SUPPORT	2,000
YOUNG LIFE WESTMORELAND COUNTY 139 MANOR VIEW DRIVE MANOR,PA 156659735	NONE	EXEMPT	SUPPORT	1,000
CATHOLIC CHARITIES FREE HEALTH CARE CENTER 212 NINTH AVENUE PITTSBURGH,PA 15222	NONE	EXEMPT	SUPPORT	10,000
PLEASANT UNITY VOLUNTEER FIRE DEPARTMENT PO BOX 197 PLEASANT UNITY,PA 15676	NONE	EXEMPT	SUPPORT	1,000
EVERSON VOLUNTEER FIRE DEPARTMENT 114 JONES STREET EVERSON,PA 15631	NONE	EXEMPT	SUPPORT	1,000
SCOTTDALE POLICE DEPARTMENT 10 MT PLEASANT RD SCOTTDALE,PA 15683	NONE	EXEMPT	SUPPORT	2,000
ANIMAL RESCUE LEAGUE 6620 HAMILTON AVENUE PITTSBURGH,PA 15206	NONE	EXEMPT	SUPPORT	2,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MUTUAL VOLUNTEER FIRE DEPARTMENT 214 MUTUAL FIREHALL ROAD GREENSBURG,PA 15601	NONE	EXEMPT	SUPPORT	1,000
PATHWAYS FOUNDATION OF SOUTHWESTERN PENNSYLVANIA INC 190 N MAIN STREET SUITE 306 WASHINGTON,PA 15301	NONE	EXEMPT	SUPPORT	4,000
SCOTTSDALE VOLUNTEER FIRE DEPARTMENT PO BOX 73 SCOTTSDALE,PA 15683	NONE	EXEMPT	SUPPORT	1,000
ANIMAL FRIENDS OF NORTH CENTRAL WEST VIRGINIA 252 BREWER ROAD MORGANTOWN,WV 26508	NONE	EXEMPT	SUPPORT	4,000
Total . . . . ▶ **3a**				118,000

TY 2012 Investments Corporate Stock Schedule

Name: TRIXIE PUFF CHARITABLE PRIVATE FDN

EIN: 22-6866487

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS	2,008,047	2,489,715