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Form **990-PF**

# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning 04/01, 2012, and ending 03/31, 2013

Name of foundation JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO  
N.A. DBA ABBOT DOWNING, TTEE 485-11129700

A Employer identification number

41-6263553

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

Room/suite

B Telephone number (see instructions)

612- 667-3052

1525 W W.T. HARRIS BLVD. D1114-044

City or town, state, and ZIP code

CHARLOTTE, NC 28288

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col. (c), line

16) \$ 31,746,062.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is  
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the  
85% test, check here and attach  
computation ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐**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)
<b>Revenue</b>				
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	617,676.	617,676.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	943,356.			
b Gross sales price for all assets on line 6a	9,686,293.			
7 Capital gain net income (from Part IV, line 2)		943,356.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total Add lines 1 through 11	1,561,032.	1,561,032.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	221,644.	110,822.		110,822.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	21,296.	12,636.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT. 6	1,404.	1,324.		80.
24 Total operating and administrative expenses Add lines 13 through 23	244,344.	124,782.	NONE	110,902.
25 Contributions, gifts, grants paid	1,387,440.			1,387,440.
26 Total expenses and disbursements Add lines 24 and 25	1,631,784.	124,782.	NONE	1,498,342.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-70,752.			
b Net investment income (if negative, enter -0-)		1,436,250.		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing . . . . .	NONE	3,480.	3,480.
	2 Savings and temporary cash investments . . . . .	4,419,321.	3,003,320.	3,004,551.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .	4,159,533.	1,376,655.	1,568,740.
	b Investments - corporate stock (attach schedule) . . . . .	14,116,554.	15,752,412.	24,710,221.
	c Investments - corporate bonds (attach schedule) . . . . .		2,453,746.	2,459,070.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .			
	14 Land, buildings, and equipment basis Less accumulated depreciation ▶			
	15 Other assets (describe ▶) . . . . .			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	22,695,408.	22,589,613.	31,746,062.
Liabilities	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶) . . . . .			
	23 Total liabilities (add lines 17 through 22) . . . . .		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	22,695,408.	22,589,613.	
	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 instructions) . . . . .	22,695,408.	22,589,613.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	22,695,408.	22,589,613.	

## 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	22,695,408.
2 Enter amount from Part I, line 27a . . . . .	2	-70,752.
3 Other increases not included in line 2 (itemize) ▶ MUTUAL FUND INC POSTING CURR YEAR EFF PRIOR YEAR	3	199.
4 Add lines 1, 2, and 3 . . . . .	4	22,624,855.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	35,242.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	22,589,613.

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**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 9,686,293.		8,742,937.	943,356.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			943,356.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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	943,356.	
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.

(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	1,474,375.	28,509,244.	0.051716
2010	1,478,340.	27,909,143.	0.052970
2009	1,540,679.	26,962,949.	0.057141
2008	1,591,636.	28,834,012.	0.055200
2007			
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.217027
<b>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</b>			<b>3</b> 0.054257
<b>4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5</b>			<b>4</b> 29,060,863.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 1,576,755.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 14,363.
<b>7 Add lines 5 and 6</b>			<b>7</b> 1,591,118.
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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.			<b>8</b> 1,498,342.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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)		1	28,725.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	
3 Add lines 1 and 2 . . . . .		3	28,725.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	28,725.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	18,000.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	10,287.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	28,287.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	438.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> NONERefunded <input checked="" type="checkbox"/>	11		

**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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	X
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	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	X
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	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
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	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	10	X

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**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>WELLS FARGO NA DBA ABBOT DOWNING</u> Telephone no <u>(612) 667-3052</u> Located at <u>90 S 7TH STREET, MINNEAPOLIS, MN</u> ZIP+4 <u>55402</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>				

**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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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**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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**5b****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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

**6b****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? ☐ Yes ☒ No**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
JOANN E AALFS	TRUSTEE			
8 EDGEWOOD TERRACE, NORTHAMPTON, MA 01060	1	3,000.	-0-	-0-
MARVIN J PERTZIK	TRUSTEE			
2221 FORD PKWY STE 204, ST PAUL, MN 55116	1	44,000.		
WELLS FARGO NA DBA ABBOT DOWNING	TRUSTEE			
90 S 7TH STREET SUITE 5300, MINNEAPOLIS, MN 55479	4	174,644.		

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

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

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

NONE

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

**Part IX-A Summary of Direct Charitable Activities**

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

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

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

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**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	24,848,193.
b	Average of monthly cash balances	1b	4,655,221.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	<b>Total</b> (add lines 1a, b, and c)	1d	29,503,414.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	29,503,414.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	442,551.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,060,863.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	1,453,043.

**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	1,453,043.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	28,725.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,725.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,424,318.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,424,318.
6	Deduction from distributable amount (see instructions)	6	NONE
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,424,318.

**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	1,498,342.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	<b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,498,342.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	1,498,342.

**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 . . . . .				1,424,318.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .	NONE			
b From 2008 . . . . .	NONE			
c From 2009 . . . . .	NONE			
d From 2010 . . . . .	NONE			
e From 2011 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,498,342.				
a Applied to 2011, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2012 distributable amount . . . . .				1,424,318.
e Remaining amount distributed out of corpus . . . . .	74,024.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	74,024.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a . . . . .	74,024.			
10 Analysis of line 9				
a Excess from 2008 . . . . .	NONE			
b Excess from 2009 . . . . .	NONE			
c Excess from 2010 . . . . .	NONE			
d Excess from 2011 . . . . .	NONE			
e Excess from 2012 . . . . .	74,024.			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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 XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

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

c Any submission deadlines

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

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a</b> Paid during the year  SEE STATEMENT 22				1,387,440.
<b>Total</b> . . . . .			<b>3a</b>	1,387,440.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			<b>3b</b>	

## Enter gross amounts unless otherwise indicated

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		
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities . . . . .			14	617,676.		
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	943,356.		
<b>9</b> Net income or (loss) from special events . . . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .				1,561,032.		
<b>13</b> Total Add line 12, columns (b), (d), and (e) . . . . .				1,561,032.		

(See worksheet in line 13 instructions to verify calculations )

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 )
▼	

NOT APPLICABLE

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

- |          |   | Yes          | No |
|----------|---|--------------|----|
| <b>1</b> | 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?   |              |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of   |              |    |
|          | (1) Cash  | <b>1a(1)</b> | X  |
|          | (2) Other assets  | <b>1a(2)</b> | X  |
| <b>b</b> | Other transactions:   |              |    |
|          | (1) Sales of assets to a noncharitable exempt organization  | <b>1b(1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization  | <b>1b(2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets  | <b>1b(3)</b> | X  |
|          | (4) Reimbursement arrangements  | <b>1b(4)</b> | X  |
|          | (5) Loans or loan guarantees  | <b>1b(5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations  | <b>1b(6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | <b>1c</b>    | X  |
| <b>d</b> | 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

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 and correct. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign  
Here**

Wells Fargo Bank, N.A.  
Signature of officer or trustee

10/25/2013  
Date

Co-Trustee  
Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no			

Form **990-PF** (2012)

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABB LTD SPONSORED ADR	5,459.	5,459.
AFLAC INC COM	7,835.	7,835.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	7,615.	7,615.
ABBVIE INC	1,824.	1,824.
ALLISON TRANSMISSION HOLDINGS	524.	524.
AMERICAN EXPRESS CO COM	3,775.	3,775.
AMPHENOL CORP NEW CL A	1,666.	1,666.
APACHE CORP COM RTS EXP 01/31/2006	1,071.	1,071.
APPLE COMPUTER INC COM	3,996.	3,996.
ARBITRON INC	1,004.	1,004.
BAXTER INTL INC COM W/RIGHTS ATTACHED EX	6,504.	6,504.
BHP LIMITED SPONS ADR COM	8,885.	8,885.
BLACKROCK INC	5,481.	5,481.
C H ROBINSON WORLDWIDE INC	1,547.	1,547.
CNOOC LTD SPONSORED ADR	5,076.	5,076.
CSX CORP COM W/RTS EXP 6/8/2008	3,503.	3,503.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	516.	516.
CHEVRONTXACO CORP COM	11,592.	11,592.
COLGATE-PALMOLIVE CO COM	9,317.	9,317.
DENTSPLY INTL INC NEW COM	535.	535.
DIAGEO PLC SPONSORED ADR NEW	11,641.	11,641.
EBIX, INC.	1,330.	1,330.
EDISON INTL COM	11,336.	11,336.
FED HOME LN BK	1,500.	1,500.
FED HOME LN BK	5,000.	5,000.
FED HOME LN BK	78.	78.
FED NATL MTG ASSN	542.	542.
FED NATL MTG ASSN	4,869.	4,869.
VR FED NATL MTG ASSN	3,525.	3,525.
FED NATL MTG ASSN	2,813.	2,813.
GNC HOLDINGS INC	379.	379.
GENTEX CORP COM	3,200.	3,200.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GLOBAL PMTS INC COM W/RIGHTS ATTACHED EX	181.	181.
GOLDMAN SACHS GRP INC COM	2,947.	2,947.
GRACO INC COM W/RIGHTS ATTACHED EXP 3/29	1,911.	1,911.
HSBC HLDGS PLC SPONSORED ADR NEW	10,789.	10,789.
HARTE-HANKS INC. NEW COM	1,077.	1,077.
HEINZ H J CO COM	10,368.	10,368.
HONDA MTR LTD AMERN SHS	1,115.	1,115.
ILLINOIS TOOL WORKS INC COM	3,811.	3,811.
ISHARES SELECT DIVIDEND ETF	5,417.	5,417.
ISHARES 1-3 YEAR TREASURY BOND	262.	262.
ISHARES MSCI EAFE INDEX FD	3,491.	3,491.
ISHARES MSCI ALL COUNTRY ASIA	5,599.	5,599.
JP MORGAN CHASE & CO COM	3,384.	3,384.
JP MORGAN ALERIAN MLP INDEX EXCHANGE TRA	9,745.	9,745.
JOHNSON & JOHNSON COM	11,645.	11,645.
MCDONALDS CORP COM	5,777.	5,777.
MCKESSON HBOC INC COM	3,482.	3,482.
MICROSOFT CORP COM	9,216.	9,216.
MORNINGSTAR INC	587.	587.
NATIONAL PRESTO INDS INC	3,107.	3,107.
NESTLE S A SPONSORED ADR REPSTG REG SH	17,314.	17,314.
NIKE INC CL B COM	2,512.	2,512.
NORDSTROM INC COM	4,312.	4,312.
OCEANEERING INTL INC COMMON	1,266.	1,266.
PNC FINL SVCS GROUP INC COM W/RIGHTS ATT	5,128.	5,128.
PAYCHEX INC COM	15,201.	15,201.
PEPSICO INC COM	5,091.	5,091.
PERRIGO CO COM W/RTS EXP 04/10/2006	315.	315.
PRECISION CASTPARTS CORP COM W/RIGHTS AT	123.	123.
QUALCOMM INC COM W/RTS ATTACHED	4,906.	4,906.
REPUBLIC SVCS INC COM	1,642.	1,642.
ROCK-TENN CO CL A	1,454.	1,454.
SPDR TR UNIT SER 1	2,787.	2,787.
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## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
SPDR BARCLAYS CONVERTIBLE SECU	9,782.	9,782.
SPDR BARCLAYS HIGH YIELD BOND	5,781.	5,781.
SAP AG SPONSORED ADR	4,407.	4,407.
SCHLUMBERGER LTD COM	3,103.	3,103.
MFC SELECT SECTOR SPDR TR SHS BEN INT-MA	3,726.	3,726.
SECTO SPDR TRUST (ENERGY) SHARES OF BENE	3,740.	3,740.
SPECTRUM BRANDS HOLDINGS INC	543.	543.
STAPLES INC COM W/INVISIBLE RTS TO PUR S	8,278.	8,278.
STARWOOD HOTELS & RESORTS WORLDWIDE	4,044.	4,044.
STEEL DYNAMICS INC COM	3,001.	3,001.
TCF FINL CORP COM W/RIGHTS ATTACHED EXP	1,472.	1,472.
TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORE	9,190.	9,190.
TELEFONICA S A SPONSORED ADR	9,772.	9,772.
TEXAS INSTRS INC COM	4,627.	4,627.
THERMO ELECTRON CORP COM W/RTS ATTACHED	1,917.	1,917.
3M CO COM	14,815.	14,815.
TRANSDIGM GROUP INC	10,807.	10,807.
TRAVELERS COMPANIES, INC	32,200.	32,200.
UGI CORP NEW COM W/RTS ATTACHED EXP 04/2	3,111.	3,111.
US BANCORP DEL COM NEW W/RIGHTS ATTACHED	15,600.	15,600.
UNILEVER N V NEW YORK SHS NEW	600.	600.
UNITED PARCEL SERVICE CL B COM	3,280.	3,280.
U S TREAS INFL IND 2.000% 7/15/14	10,919.	10,919.
US TREASURY INFL 1.875% 7/15/15	20,241.	20,241.
US TREASURY NOTE 4.125% 8/31/12	9,797.	9,797.
UNITED STATES TREAS DTD 12/31/07 3.625%	17,763.	17,763.
US TREAS INFL INDEX 2.125% 1/15/19	9,923.	9,923.
UNITED TECHNOLOGIES CORP COM	5,265.	5,265.
V F CORP COM W/RTS ATTACHED EXP 01/25/20	4,945.	4,945.
VANGARD MSCI EMERGING MARKETS EFT	13,837.	13,837.
VODAFONE GROUP PLC SPONSORED ADR	18,270.	18,270.
WAL MART STORES INC COM	6,491.	6,491.
WASTE MGMT INC DEL COM	9,960.	9,960.
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## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WILEY JOHN & SONS INC CL A	1,412.	1,412.
WISDOMTREE JAPAN HEDGED	4,093.	4,093.
ACCENTURE PLC	4,314.	4,314.
RECKITT BENCKISER PLC GBP	12,066.	12,066.
TESCO PLC 5P	8,369.	8,369.
KOMATSU JPY 50.0	5,905.	5,905.
WF ADV CASH INVT MM-SVC 250 REBATE	10,194.	10,194.
BLACKROCK INSTL FUNDS T-FUND #60	216.	216.
-----	-----	-----
TOTAL	617,676.	617,676.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	10,096.	10,096.
FEDERAL ESTIMATES - PRINCIPAL	8,660.	
FOREIGN TAXES ON QUALIFIED FOR	1,666.	1,666.
FOREIGN TAXES ON NONQUALIFIED	874.	874.
	-----	-----
TOTALS	21,296.	12,636.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
RAMSEY PROBATE COURT - FILING	55.		55.
STATE OF MINNESOTA - FILING FE	25.		25.
ADR/TAX RECLAIM FEES	1,324.	1,324.	
TOTALS	1,404.	1,324.	80.
	=====	=====	=====

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
ISHARES BARCLAYS 1-3 YR TREAS		
FED HOME LN BK 12/29/14	14,867.	14,867.
US TREAS NOTES 8/31/12		
US TREAS NOTES 12/31/12		
US TREAS INFL INDX 7/15/14	280,950.	323,234.
US TREAS INFL INDX 7/15/15	563,950.	649,279.
US TREAS INFL INDX 1/15/19	264,673.	327,020.
SPDR BARCLAYS CAP CONV ETF	252,215.	254,340.
FED HOME LN BK 9/28/16		
FED NATL MTG ASSN 9/20/16		
FED NATL MTG ASSN 6/29/16		
SPDR BARCLAYS CAPITAL		
TOTALS	1,376,655.	1,568,740.
	=====	=====

JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO

41-6263553

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
ABBOT LABS	131,035.	187,726.
ACCENTURE PLC	89,621.	245,535.
AMERICAN EXPRESS	206,666.	317,264.
AMPHENOL CORP	177,069.	264,709.
APACHE CORP	131,027.	160,879.
APPLE INC	99,919.	198,312.
BAXTER INTL INC	148,208.	219,373.
BERKSHIRE HATHAWAY INC	163,843.	273,525.
BLACKROCK INC	120,077.	200,366.
CAPITAL ONE FINANCIAL CORP	145,060.	143,859.
FMC TECHNOLOGIES INC	116,157.	216,146.
GOLDMAN SACHES GROUP INC	216,613.	231,026.
ILLINOIS TOOL WORKS INC	134,059.	170,937.
INTERCONTINENTAL EXCHANGE INC	149,338.	192,260.
MCDONALDS CORP	126,257.	212,439.
MCKESSON CORP	127,212.	302,504.
MICROSOFT CORP	378,650.	406,563.
NIKE INC CL B	56,281.	167,352.
NORDSTROM INC	173,771.	241,742.
PEPSICO INC	145,862.	188,361.
PRECISION CASTPARTS CORP	96,123.	146,956.
QUALCOMM INC	234,755.	328,341.
SCHLUMBERGER LTD	278,441.	259,419.
STARWOOD HOTEL	154,023.	213,878.
TEXAS INSTRUMENTS INC	110,489.	130,318.
THERMO FISHER SCIENTIFIC	176,449.	269,321.
UNITED TECHNOLOGIES	85,887.	243,572.
V F CORP	43,017.	123,632.
ABB LTD ADR	133,118.	214,786.

FORM 990PF, PART II - CORPORATE STOCK  
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
AFLAC INC	230,250.	314,617.
ALLISON TRANSMISSION HOLDINGS	75,117.	89,773.
BHP BILLITON	85,125.	266,672.
CNOOC ADR	178,642.	198,777.
DIAGEO PCL ADR	337,550.	568,923.
HSBC ADR	274,051.	313,159.
KOMATSU JPY	212,656.	277,094.
NESTLE SA ADR	198,362.	576,281.
RECKITT BENCKISER	150,911.	431,634.
SAP AG ADR	200,663.	394,404.
TAIWAN SEMI CONDUCTOR	184,007.	388,580.
TELEFONICA SA ADR	150,850.	158,513.
TESCO PLC	142,810.	212,754.
TRANSOCEAN LTD	309,855.	268,373.
GLOBAL PMTS INC	88,708.	101,902.
GRACO INC	50,415.	90,817.
HARTE-HANKS COMM INC		
MARKEL HOLDINGS	48,126.	120,337.
METTLER TOLEDO INTL INC	24,312.	80,810.
MORNINGSTAR INC	35,096.	80,758.
NATIONAL PRESTO INDS		
NEUSTAR INC	45,805.	109,811.
OCEANEERING INTL INC	16,579.	99,084.
ORBITAL SCIENCES CORP	104,793.	131,150.
ROCK-TENN CO	67,152.	123,225.
STEEL DYNAMICS INC	79,580.	99,219.
STERICYCLE INC		
TRANSDIGM GROUP INC	65,449.	107,962.
UGI CORP	38,213.	68,526.

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	-ENDING FMV ---
VCA ANTECH INC	112,915.	110,051.
WILEY JOHN & SONS INC		
WRIGHT EXPRESS CORP		
ZEBRA TECHNOLOGIES CORP	48,408.	100,481.
CHEVRON CORP	360,614.	504,985.
COLGATE PALMOLIVE CO	203,504.	479,084.
CSX CORP	103,683.	155,785.
EDISON INTL		
ENERGIZER HOLDINGS INC		
FISERV INC		
HEINZ H J CO	389,578.	507,408.
JOHNSON & JOHNSON	266,476.	536,794.
LABORATORY CRP OF AMER		
LEUCADIA NATL CORP		
MOLSON COORS BREWING CO		
NORTHROP GRUMMAN CORP		
PAYCHEX INC		
PNC FINANCIAL SERVICES GROUP	409,348.	438,846.
STAPLES INC	328,788.	419,549.
TCF FINANCIAL	274,193.	290,422.
TRAVELERS COMPANIES	74,499.	94,787.
US BANCORP DEL	126,191.	1,473,325.
WAL MART STORES INC	69,797.	678,600.
WASTE MANAGEMENT INC	379,633.	458,932.
3M CO	313,496.	354,890.
HONDA MOTOR CO	49,721.	580,665.
VODAFONE GROUP PLC		
SPDR S & P 500 ETF	442,380.	443,580.
ISHARES MSCI ALL CTRY ASIA	226,138.	250,045.
	286,936.	301,426.



FORM 990PF, PART II - CORPORATE STOCK  
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
ISHARES MSCI EAFE	122,613.	124,271.
ISHARES MSCI JAPAN		
VANGUARD MSCI EMERG MKTS		
ISHARES DOW JONES SEL DIV		
ANSYS INC	327,335.	346,735.
CLOUD PEAK ENERGY INC	25,378.	83,211.
DENTSPLY INTL INC COM	47,591.	44,809.
EBIX INC	72,013.	91,925.
GENTEX CORP	98,087.	88,837.
GNC HOLDING INC	109,020.	119,039.
MASTEC INC COM	84,938.	89,323.
MEDNAX INC	75,611.	94,038.
OIL STATE INTERNATIONAL INC	58,056.	124,765.
SELECT COMFORT CORP	79,271.	100,657.
SPECTRUM BRAND HOLDING INC	15,554.	16,271.
TUPPERWARE BRANDS CORP	72,600.	100,787.
WEX INC	73,084.	92,857.
GILEAD SCIENCES INC	15,533.	92,709.
JP MORGAN	121,155.	147,946.
SYNTEL INC	181,982.	232,934.
UNITED PARCEL SERVICES - CL B	83,271.	96,419.
VAN GUARD FTSE EMERGING MARKET	266,030.	302,196.
WIDSON TREE JAPAN HEDGED EQ	295,853.	517,828.
AMEX ENERGY SELECT SPDR	274,065.	347,680.
AMEX MATERIAL SPDR	381,217.	407,415.
JP MORGAN ALERIAN MLP INDEX	281,717.	295,691.
C H ROBINSON WORLDWIDE INC	380,036.	427,967.
BIG LOTS INC		
ARBITRON INC		

JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO

41-6263553

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
PERRIGO CO		
REPUBLIC SERVICES INC CL A COM		
TOTALS	15,752,412. =====	24,710,221. =====

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SPDR BARCLAYS HIGH YIELD BOND		
FNMA 1.125 09/06/17	178,688.	181,295.
FNMA 1.625 08/28/19	500,610.	501,825.
FNMA 1.125 09/06/17	250,000.	250,248.
FHLB .25 01/16/15	1,000,000.	1,000,570.
FHLB SER 0000 02/22/23	274,698.	274,887.
	249,750.	250,245.
	-----	-----
TOTALS.	2,453,746.	2,459,070.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND INC POSTING NEXT YEAR EFF CURRENT YEAR	2,569.
DIASLLOWED WASH SALE UNADJUSTED COST	12.
TIPS OID INCOME ADJUSTMENT	32,661.
	-----
TOTAL	35,242.
	=====

RECIPIENT NAME:  
BENNINGTON COLLEGE  
ADDRESS:  
1 COLLEGE DR  
BENNINGTON, VT 05201  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
CAMP FIRE USA  
BOYS AND GIRLS  
ADDRESS:  
4601 MADISON AVE  
KANSAS CITY, MO 64112  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 52,275.

RECIPIENT NAME:  
VASSAR COLLEGE  
ATTN: DIRECTOR OF PLANNED GIVING  
ADDRESS:  
124 RAYMOND AVE BOX 14  
POUGHKEEPSIE, NY 12604  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

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RECIPIENT NAME:  
PRINCETON UNIVERSITY  
ADDRESS:  
330 ALEXANDER STREET  
PRINCETON, NJ 08544  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
PRESBYTERIAN CHURCH  
FOUNDATION  
ADDRESS:  
200 EAST 12TH STREET  
JEFFERSONVILLE, IN 47130  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 34,686.

RECIPIENT NAME:  
AFS-USA, Inc  
ADDRESS:  
198 MADISON AVE.  
NEWYORK, NY 10016  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 34,686.

RECIPIENT NAME:  
CHILDRENS HOME SOCIETY  
OF MINNESOTA  
ADDRESS:  
1605 EUSTIS STREET  
ST PAUL, MN 55108-1219  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
YMCA OF GREATER ST PAUL  
ADDRESS:  
476 ROBERT ST N  
ST PAUL, MN 55101  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
HAMLINE UNIVERSITY  
ADDRESS:  
1536 HEWITT AVENUE  
SAINT PAUL, MN 55104-1235  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 34,686.

RECIPIENT NAME:  
HOUSE OF HOPE  
PRESBYTERIAN CHURCH  
ADDRESS:  
797 SUMMIT AVE  
ST PAUL, MN 55105  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
CARLETON COLLEGE  
ADDRESS:  
1 NORTH COLLEGE STREET  
NORTHFIELD, MN 55057-4075  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
CHRIST EPISCOPAL CHURCH  
RED WING  
ADDRESS:  
5210 WEST AVE  
RED WING, MN 55066  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 34,686.



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RECIPIENT NAME:  
WAYZATA COMMUNITY CHURCH  
ADDRESS:  
125 E WAYZATA BLVD  
WAYZATA, MN 55391  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
FIRST CHURCH OF CHRIST  
SCIENTIST  
ADDRESS:  
90 S SEVENTH STREET STE 5100  
ST PAUL, MN 55402  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 104,058.

RECIPIENT NAME:  
ST PAUL ACADEMY AND  
SUMMIT SCHOOL  
ADDRESS:  
1712 RANDOLPH AVE  
ST PAUL, MN 55105-2194  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

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RECIPIENT NAME:  
PRESBYTERIAN HOMES, INC  
ADDRESS:  
200 EAST 12TH AVE  
JEFFERSON, IN 47130  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
GREATER TWIN CITIES  
UNITED WAY  
ADDRESS:  
404 S EIGHTH ST  
MINNEAPOLIS, MN 55404  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
FIRST CONGREGATIONAL  
UNITED CHURCH OF CHRIST  
ADDRESS:  
255 W 10TH STREET  
DUBUQUE, IA 52001  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
MARY INSTITUTE  
ADDRESS:  
101 NORTH WARSON ROAD  
ST LOUIS, MO 63124  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
CAMP FIRE BOYS & GIRLS  
MINNESOTA COUNCIL  
ADDRESS:  
2610 UNIVERSITY AVE  
ST PAUL, MN 55114  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 17,097.

RECIPIENT NAME:  
AMERICAN RED CROSS  
TWIN CITIES CHAPTER  
ADDRESS:  
1201 WEST RIVER PARKWAY  
MINNEAPOLIS, MN 55454  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
SOCIAL SERVICES LEAGUE  
OF LA JOLLA  
ADDRESS:  
P O BOX 831  
LA JOLLA, CA 92038  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 69,372.

RECIPIENT NAME:  
YMCA OF LA JOLLA  
ADDRESS:  
8355 CLIFFRIDGE AVE  
LA JOLLA, CA 92037  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 34,686.

TOTAL GRANTS PAID: 1,387,440.  
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