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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

2012

Open to Public Inspection

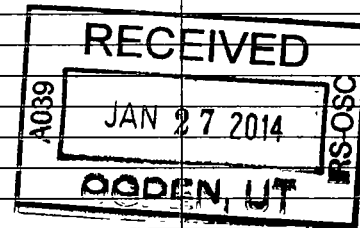
For calendar year 2012 or tax year beginning

04/01, 2012, and ending

03/31, 2013

Name of foundation CESLE C. & MAMIE F. DUES FOUNDATION P64134003		A Employer identification number 74-6209610						
Number and street (or P O box number if mail is not delivered to street address) 10 S DEARBORN IL1-0117		B Telephone number (see instructions) 866- 888-5157						
City or town, state, and ZIP code CHICAGO, IL 60603								
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☒ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☒ Address change	☐ Name change	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 ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☒ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 5,065,481.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	66,393.	66,393.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	135,433.			
b	Gross sales price for all assets on line 6a 2,112,061.				
7	Capital gain net income (from Part IV, line 2)		135,433.		
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	201,826.	201,826.		
13	Compensation of officers, directors, trustees, etc.	49,289.	36,967.		12,322.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 1	4,886.	561.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	54,175.	37,528.		12,322.
25	Contributions, gifts, grants paid	236,400.			236,400.
26	Total expenses and disbursements. Add lines 24 and 25	290,575.	37,528.		248,722.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-88,749.			
b	Net investment income (if negative, enter -0-)		164,298.		
c	Adjusted net income (if negative, enter -0-)				



SCANNED JAN 31 2014

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE	293.	293.
	2	Savings and temporary cash investments	31,305.	107,875.	107,875.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,847,073.	1,848,997.	2,102,356.
	c	Investments - corporate bonds (attach schedule)	1,746,669.	1,416,712.	1,453,927.
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)	1,132,737.	1,328,361.	1,401,030.
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)	4,757,784.	4,702,238.	5,065,481.
Net Assets or Fund Balances	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	
Foundations that follow SFAS 117, check here ▶ ☐	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	4,757,784.	4,702,238.	
	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)	4,757,784.	4,702,238.	
	31	Total liabilities and net assets/fund balances (see instructions)	4,757,784.	4,702,238.	

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	4,757,784.
2	Enter amount from Part I, line 27a	2	-88,749.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	33,203.
4	Add lines 1, 2, and 3	4	4,702,238.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,702,238.

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 2,112,061.		1,976,628.	135,433.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			135,433.		
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	135,433.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	265,471.	5,057,583.	0.052490
2010	239,700.	5,047,241.	0.047491
2009	243,927.	4,824,264.	0.050563
2008	296,331.	5,100,077.	0.058103
2007	288,036.	6,234,961.	0.046197
2 Total of line 1, column (d)			2 0.254844
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 0.050969
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,975,182.
5 Multiply line 4 by line 3			5 253,580.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,643.
7 Add lines 5 and 6			7 255,223.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 248,722.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	3,286.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	3,286.
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	3,286.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,828.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,828.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,542.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 1,542. Refunded ☐	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 ☐ \$ _____ (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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>JPMORGAN CHASE BANK, NA</u> Telephone no ▶ <u>(866) 888-5157</u>			
	Located at ▶ <u>10 S DEARBORN IL1-0117, CHICAGO, IL</u> ZIP+4 ▶ <u>60603</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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?	☐ 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 instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes	☒ No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
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)? ☐ **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** ☒

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
JPMORGAN CHASE BANK, NA 10 S DEARBORN IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	49,289.	-0-	-0-

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

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

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

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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 3Form **990-PF** (2012)

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	4,723,536.
b	Average of monthly cash balances	1b	327,410.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,050,946.
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	5,050,946.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,764.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,975,182.
6	Minimum investment return. Enter 5% of line 5	6	248,759.

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	248,759.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,286.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,286.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	245,473.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	245,473.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	245,473.

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	248,722.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	248,722.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	248,722.

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				245,473.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			232,751.	
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 ▶ \$ 248,722.				
a Applied to 2011, but not more than line 2a			232,751.	
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				15,971.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				229,502.
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	NONE			
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	NONE			

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

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

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

NA

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.

NA

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:

SEE STATEMENT 2

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
Muscular Dystrophy Association 5400 SUNCREST DR., SUITE A#5 El Paso TX 7991	NONE	PUBLIC CHA	GENERAL	6,400.
Kids Excel El Paso, Inc. (KEEP) 1230 TEXAS AVENUE El Paso TX 79901	NONE	PUBLIC CHA	GENERAL	10,000.
El Paso Child Guidance Center, Inc. 2701 EAST YANDELL El Paso TX 79903	NONE	PUBLIC CHA	GENERAL	80,000.
Paso Del Norte Childrens Development Center 1101 E. SCHUSTER El Paso TX 79902	NONE	PUBLIC CHA	GENERAL	55,000.
Casa Of El Paso Inc 500 E. SAN ANTONIO # 312 El Paso TX 79901	NONE	PUBLIC CHA	GENERAL	5,000.
El Paso Bridges Academy 4320 N. STANTON El Paso TX 79902	NONE	PUBLIC CHA	GENERAL	30,000.
Children's Grief Center of El Paso 11625 PELLICANO, STE. B El Paso TX 79936	NONE	PUBLIC CHA	GENERAL	20,000.
Creative Kids 504 SAN FRANCISCO ST. - UNION PLAZA El Paso	NONE	PUBLIC CHA	GENERAL	30,000.
Total			3a	236,400.
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					
4 Dividends and interest from securities			14	66,393.	
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	135,433.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				201,826.	
13 Total. Add line 12, columns (b), (d), and (e)					201,826.

(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.)

NOT APPLICABLE

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

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

[illegible]

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

b If "Yes," complete the following schedule.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Anthony Ward
Signature of officer or trustee

01/15/2014
Date

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ if self-employed	PTIN
---	------

Firm's name

Firm's FIN ►

Firm's address ►

Phone no

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	1,497.	
FEDERAL ESTIMATES - INCOME	2,828.	
FOREIGN TAXES ON QUALIFIED FOR	469.	469.
FOREIGN TAXES ON NONQUALIFIED	92.	92.
	-----	-----
TOTALS	4,886.	561.
	=====	=====

RECIPIENT NAME:

LARRY BOTHE

ADDRESS:

JPMORGAN CHASE, 420 THROCKMORTON

FORT WORTH, TX 76102

RECIPIENT'S PHONE NUMBER: 817-884-4022

FORM, INFORMATION AND MATERIALS:

N/A

SUBMISSION DEADLINES:

N/A

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THIS FOUNDATION FOCUSES ON SUPPORTING CHARITABLE ACTIVITIES IN THE
EL PASO REGION OF TEXAS.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust CESLE C. & MAMIE F. DUES FOUNDATION P64134003	Employer identification number 74-6209610
---	---

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -833.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 -833.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					24,200.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 112,066.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 136,266.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-833.
14	Net long-term gain or (loss):			
a	Total for year	14a		136,266.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		135,433.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000 16 ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero. Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if: • Either line 14b, col (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,400	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Employer identification number

74-6209610

[illegible]

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

RI3703 501G 01/15/2014 14:00:18

P64134003

23 -

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

CESLE C. & MAMIE F. DUES FOUNDATION P64134003

74-6209610

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 50000. CS BREN EAFE 05/02	04/21/2011	05/02/2012	44,729.00	49,500.00	-4,771.00
8930.772 BLACKROCK FDS HI INSTL*	04/06/2011	06/05/2012	67,249.00	70,464.00	-3,215.00
3641.496 DREYFUS/LAUREL FD	04/23/2010	06/05/2012	48,942.00	51,600.00	-2,658.00
1345.341 FMI FDS INC	09/09/2008	06/05/2012	21,135.00	19,602.00	1,533.00
591.27 JPMORGAN US LARGE C FUND SEL	03/02/2007	06/05/2012	12,009.00	10,974.00	1,035.00
2912.557 JPMORGAN INTERNAT CURRENCY	11/24/2009	06/05/2012	31,223.00	31,805.00	-582.00
1259.654 JPMORGAN STRATEGI OPPTYS FUND SEL	02/06/2009	06/05/2012	14,410.00	12,760.00	1,650.00
463.493 JPMORGAN LARGE CAP	04/25/2011	06/05/2012	10,568.00	10,313.00	255.00
813.089 JPMORGAN HIGH YIEL	01/12/2010	06/05/2012	6,245.00	6,423.00	-178.00
4812.229 JPMORGAN SHORT DU FUND	12/05/2007	06/05/2012	52,838.00	51,443.00	1,395.00
611.476 THORNBURG VALUE FU	05/04/2009	06/05/2012	17,293.00	14,908.00	2,385.00
6204.573 JPMORGAN HIGH YIE	VAR	06/07/2012	48,147.00	48,215.00	-68.00
1385.443 JPMORGAN ASIA EQU	04/29/2009	06/21/2012	38,959.00	29,912.00	9,047.00
1723.772 THORNBURG VALUE F	05/04/2009	07/02/2012	52,179.00	42,026.00	10,153.00
80000. GS REN SPX 07/25/12	07/01/2011	07/25/2012	83,127.00	79,200.00	3,927.00
80000. MS CONT BUFF EQ SPX	06/28/2011	07/25/2012	84,071.00	79,200.00	4,871.00
80000. GS CONT BUFF EQ SPX	07/22/2011	08/08/2012	82,734.00	79,200.00	3,534.00
50000. BARC BREN EAFE 08/	08/12/2011	08/29/2012	51,397.00	49,500.00	1,897.00
1406.467 BLACKROCK US OPPO	08/25/2011	09/07/2012	51,941.00	49,465.00	2,476.00
3247.461 JPM MID CAP CORE	08/02/2011	09/07/2012	58,324.00	52,252.00	6,072.00
7537.64 JPMORGAN INTERNATI FUND	11/03/2008	09/07/2012	92,110.00	78,618.00	13,492.00
4282.253 JPMORGAN INTREPID SELECT CL	04/25/2011	09/07/2012	110,097.00	104,872.00	5,225.00
8371.499 JPMORGAN STRATEGI OPPTYS FUND SEL	02/06/2009	09/07/2012	98,198.00	84,803.00	13,395.00
50000. GS BREN EAFE 09/26	09/09/2011	09/26/2012	60,319.00	49,500.00	10,819.00
15894.641 JPMORGAN SHORT D FUND	12/05/2007	10/22/2012	175,000.00	169,914.00	5,086.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2012



JPMorgan Chase Bank, N.A.
2200 Ross Ave Fl 10, Dallas TX 75201-2787

CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

Fiduciary Account

J.P. Morgan Team		Table of Contents	Page
Randal Rose	Banker	Account Summary	2
Larry Bothe	T & E Officer	Holdings	
Melissa Hayes	T & E Administrator	Equity	4
Brandon Lydick	Portfolio Manager	Alternative Assets	9
Matthew Gonzalez	Client Service Team	Cash & Fixed Income	12
		Portfolio Activity	15
Online access		www.jpmorganonline.com	

Please see disclosures located at the end of this statement package for important information relating to each J P Morgan account(s)



CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

Account Summary

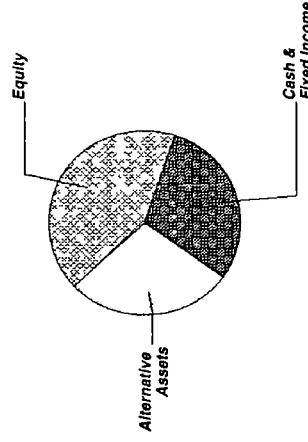
PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	2,059,712.13	2,102,356.34	42,644.21	16,358.60	42%
Alternative Assets	1,391,581.06	1,401,030.01	9,448.95	7,303.31	28%
Cash & Fixed Income	1,792,192.48	1,561,802.50	(230,389.98)	42,108.45	30%
Market Value	\$5,243,485.67	\$5,065,188.85	(\$178,296.82)	\$65,770.36	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	4,125.51	292.67	(3,832.84)
Accruals	1,875.58	2,128.74	253.16
Market Value	\$6,001.09	\$2,421.41	(\$3,579.68)

Asset Allocation



INCOME

	Current Period Value	Year-to-Date Value
	4,125.51	4,800.15
	458,000.00	458,000.00
	(465,492.09)	(518,557.86)
	(\$7,492.09)	(\$60,557.86)
	3,659.25	56,050.38
	\$292.67	\$292.67
	2,128.74	2,128.74
	\$2,421.41	\$2,421.41

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	5,243,485.67	4,851,645.89
Additions		30,522.71
Withdrawals & Fees	(233,092.08)	(251,310.10)
Net Additions/Withdrawals	(\$233,092.08)	(\$220,787.39)
Income	68.79	891.53
Change In Investment Value	54,726.47	433,438.82
Ending Market Value	\$5,065,188.85	\$5,065,188.85
Accruals	--	--
Market Value with Accruals	--	--

J.P. Morgan



CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	3,649.66	55,957.64
Interest Income	9.59	92.74
Original Issue Discount	68.79	891.53
Taxable Income	\$3,728.04	\$56,941.91

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions		23,767.33
ST Realized Gain/Loss		(832.56)
LT Realized Gain/Loss		116,836.74
Realized Gain/Loss		\$139,771.51

	To-Date Value
Unrealized Gain/Loss	\$312,591.69

Cost Summary	Cost
Equity	1,848,996.71
Cash & Fixed Income	1,524,587.05
Total	\$3,373,583.76

J.P.Morgan



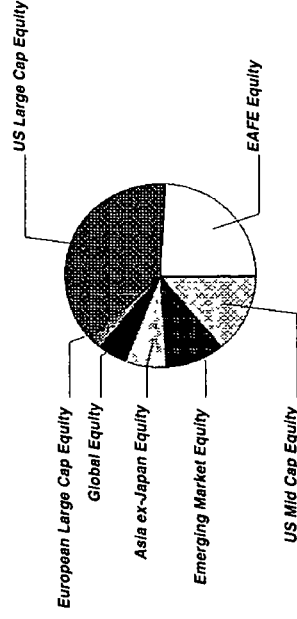
CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	762,229 20	787,940 63	25,711 43	16%
US Mid Cap Equity	277,099 41	286,305 97	9,206 56	6%
EAFE Equity	482,980 50	491,377 84	8,397 34	10%
European Large Cap Equity	51,385 50	51,435 50	50 00	1%
Asia ex-Japan Equity	166,307 72	165,516 10	(791 62)	3%
Emerging Market Equity	198,157 32	195,433 47	(2,723 85)	4%
Global Equity	121,552 48	124,346 83	2,794 35	2%
Total Value	\$2,059,712.13	\$2,102,356.34	\$42,644.21	42%

Market Value/Cost	Current Period Value
Market Value	(2,102,356.34)
Tax Cost	(1,848,996.71)
Unrealized Gain/Loss	253,359.63
Estimated Annual Income	16,358 60
Accrued Dividends	322 33
Yield	0 77 %

Asset Categories



Equity as a percentage of your portfolio - 42 %



CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
US Large Cap Equity							
BARC REN SPX 3/5/14							
2XLEV- 8 1%CAP- 16 2%MAXPYMT	103.24	55,000,000	56,782.00	54,450.00	2,332.00		
INITIAL LEVEL-02/15/13 SPX-1519 79							
06741T-PC-5							
BBH FD INC							
TAX EFFIC EQ N	19.20	3,159,185	60,656.35	51,937.00	8,719.35	303.28	0.50%
05528X-60-4 BBTE X							
CULLEN HIGH DIVIDEND EQUITY FUND							
230001-40-6 CHDV X	15.08	5,533,119	83,439.43	77,242.34	6,197.09	1,908.92	2.29%
						237.04	
FMI FDS INC							
LARGE CAP FD	19.05	9,207,123	175,395.69	134,147.78	41,247.91	1,804.59	1.03%
302933-20-5 FMIH X							
GS CONT BUFF EQ SPX 08/21/13							
80% CONTIN BARRIER- 7 6%CPN	111.17	85,000,000	94,491.95	84,150.00	10,341.95		
15% CAP							
INITIAL LEVEL-08/03/12 SPX 1390 99							
38143U-5N-7							
JPM LARGE CAP GROWTH FD - SEL							
FUND 3118	25.47	3,255,441	82,916.08	72,433.57	10,482.51	341.82	0.41%
4812C0-53-0 SEEG X							
JPM US LRGE CAP CORE PLUS FD - SEL							
FUND 1002	24.56	9,538,238	234,259.13	177,029.70	57,229.43	1,611.96	0.69%
4812A2-38-9 JLPS X							
Total US Large Cap Equity			\$787,940.63	\$651,390.39	\$136,550.24	\$5,970.57	0.76%
						\$237.04	

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CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	115.07	500,000	57,535.00	50,318.50	7,216.50	772.00	1.34%
JPM MID CAP EQUITY FD - SEL FUND 689 4812A1-26-6 VSNG X	37.13	2,512,829	93,301.34	71,220.59	22,080.75	520.15 85.29	0.56%
PRUDENTIAL JENNISON MID-CAP CL Z 74441C-80-8 PEGZ X	35.17	3,851,852	135,469.63	130,000.00	5,469.63	458.37	0.34%
Total US Mid Cap Equity			\$286,305.97	\$251,539.09	\$34,766.88	\$1,750.52 \$85.29	0.61%
EAFE Equity							
BNP BREN EAFE 7/17/13 10%BUFFER-2XLEV-11%CAP 22%MAXTRN INITIAL LEVEL-6/29/12.SX5E 2254 72 UKX 5571 15 TPX 770 08 05567L-5Y-9	115.02	50,000,000	57,511.60	49,500.00	8,011.60		
CS BREN EAFE 09/25/13 10%BUFFER-2 XLEV- 10 25%CAP 40%MAXTRN INITIAL LEVEL-09/07/12 SX5E 2538 60 UKX. 5794.80 TPX: 735 17 22546T-YZ-8	108.10	50,000,000	54,051.30	49,500.00	4,551.30		



CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
EAFE Equity							
HSBC BREN EAFE 10/23/13 10%BUFFER-2 XLEV- 8 95%CAP 17 9%MAXTRN INITIAL LEVEL-10/05/12 SX5E 2531.21 UKX.5871.02 TPX 737.13 4042K1-6K-4	104.44	50,000,000	52,220.00	49,500.00	2,720.00		
MFS INTL VALUE-I 55273E-82-2 MINI X	30.46	6,074.864	185,040.36	166,068.62	18,971.74	3,122.48	1.69%
T. ROWE PRICE OVERSEAS STOCK FUND 77956H-75-7 TROS X	8.80	16,199.384	142,554.58	141,744.61	809.97	2,753.89	1.93%
Total EAFE Equity			\$491,377.84	\$456,313.23	\$35,064.61	\$5,876.37	1.20%
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7 6%CPN ,UNCAPPED INITIAL LEVEL-09/14/12 SX5E 2594.56 2515A1-LR-0	102.87	50,000,000	51,435.50	49,375.00	2,060.50		
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	25.09	6,596.895	165,516.10	136,929.00	28,587.10	1,332.57	0.81%



CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

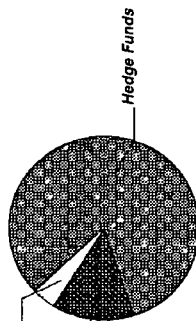
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
Emerging Market Equity							
CS REN HSCEI 02/20/14 2XLEV- 16 25%CAP 32 5%MAXRTRN INITIAL LEVEL-2/1/13 HSCEI-12215 USDCNH. 22546T-X9-7	86 08	55,000 000	47,344 94	54,450 00	(7,105 06)		
DELAWARE EMERGING MARKETS FUND 245914-81-7 DEMI X	14 72	10,060 362	148,088 53	150,000 00	(1,911 47)	1,428.57	0.96 %
Total Emerging Market Equity			\$195,433.47	\$204,450.00	(\$9,016.53)	\$1,428.57	0.73 %
Global Equity							
BNP DELTA ONE MSCI WORLD TR 6/14/13 100%A F, UNCAPPED INITIAL LEVEL5/25/12 NDDUWI.3000.541 05567L-5F-0	122.80	50,000 000	61,398 33	49,500.00	11,898 33		
DB DELTA ONE MSCI WORLD TR 6/19/13 100%A F, UNCAPPED INITIAL LEVEL-6/1/12 NDDUWI 2912 555 2515A1-K7-5	125 90	50,000 000	62,948 50	49,500 00	13,448 50		
Total Global Equity			\$124,346.83	\$99,000.00	\$25,346.83	\$0.00	0.00 %

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	1,159,708.31	1,166,854.32	7,146.01	23%
Real Estate & Infrastructure	50,515.73	51,649.88	1,134.15	1%
Hard Assets	181,357.02	182,525.81	1,168.79	4%
Total Value	\$1,391,581.06	\$1,401,030.01	\$9,448.95	28%

Real Estate & Infrastructure

Hard Assets



Alternative Assets as a percentage of your portfolio - 28 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
AIM INVT FDS	12.83	7,698.229	98,768.28	100,000.00
BAL RISK ALL Y				
00141V-69-7 ABRV X				
EATON VANCE MUT FDS TR GB MACRO	9.88	8,525.577	84,232.70	85,000.00
ABSOLUTE RTN I				
277923-72-8 EIGM X				



CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
JPM ACCESS MULTI-STRATEGY FUND II	16.01	61,452.426	983,853.34	933,200.64
RIC ENDOWMENTS & FOUNDATIONS & OTHER	2/28/13			
- AUTOMATIC REINVESTMENT				
N/O Client				
HFGAPB-WF-1				
Total Hedge Funds			\$1,166,854.32	\$1,118,200.64

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc. Accrued Div	Yield
Real Estate & Infrastructure						
JPM US REAL ESTATE FD - SEL	3,065.28	(31,323.06)		51,649.88	1,183.19	2.29%
FUND 3037					290.86	
4812C0-61-3 SUIE X						

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).



CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

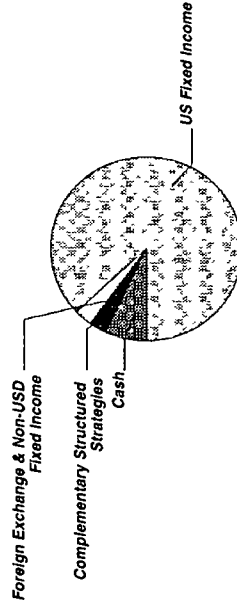
	Price	Quantity	Estimated Value	Cost
Hard Assets				
BARC BREN COMMODITY BSKT 11/21/13 LKD TO CO1 PLTMLNPM LOCADY & SPGCGRP 1.85%LEV, 20%BUFFER, 27.75%MAXRTN 11/18/11 06738K-ZN-4	110.99	50,000,000	55,495.00	49,250.00
PIMCO COMMODITIES PLUS STRATEGY P 72201P-16-7 PCLP X	11.03	7,137,879	78,730.81	80,087.00
SG PARTICIPATING GOLD NOTE 11/08/13 LNKD TO GOLDLNP 85%BARRIER, 13.00%MAXRTN 10/26/12 GOLDLNP. 1716 78423E-ER-1	96.60	50,000,000	48,300.00	49,500.00
Total Hard Assets			\$182,525.81	\$178,837.00



CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	340,967.36	(107,875.28)	(233,092.08)	2%
US Fixed Income	1,303,483.66	1,306,562.57	3,078.91	26%
Complementary Structured Strategies	72,237.50	71,725.50	(512.00)	1%
Foreign Exchange & Non-USD Fixed Income	75,503.96	75,639.15	135.19	1%
Total Value	\$1,792,192.48	\$1,561,802.50	(\$230,389.98)	30%



Cash & Fixed Income as a percentage of your portfolio - 30 %

Market Value/Cost	Current Period Value
Market Value	1,561,802.50
Tax Cost	(1,524,587.05)
Unrealized Gain/Loss	37,215.45
Estimated Annual Income	42,108.45
Accrued Interest	1,515.55
Yield	2.69%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	1,523,386.50	98%
6-12 months ¹	38,416.00	2%
Total Value	\$1,561,802.50	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	107,875.28	6%
Mutual Funds	1,382,201.72	90%
Complementary Structure	71,725.50	4%
Total Value	\$1,561,802.50	100%



CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

Note: O - Bonds purchased at a discount show accretion

¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	107,875.28	107,875.28	107,875.28		32.36 7.38	0.03% ¹
US Fixed Income							
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11.34	8,810.57	99,911.90	100,000.00	(88.10)	5,735.68	5.74%
EATON VANCE FLOATING RATE I 277911-49-1	9.21	10,768.35	99,176.51	94,327.04	4,849.47	4,361.18 329.42	4.40%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8.25	12,481.40	102,971.54	95,482.70	7,488.84	6,502.80 524.22	6.32%
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10.98	54,091.97	593,929.80	578,243.14	15,686.66	7,086.04 540.92	1.19%
JPM TRI INFL MANAGED BD - SEL 48121A-56-3	10.83	9,350.74	101,268.56	98,930.87	2,337.69	1,570.92 74.81	1.55%
RIDGEWORTH FDS SEIX FLRT HI I 76628T-67-8	9.06	16,791.83	152,133.99	150,000.00	2,133.99	7,270.86	4.78%

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CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
BLACKROCK HIGH YIELD BOND 091929-63-8	8.23	19,097.24	157,170.27	150,677.21	6,493.06	9,548.61	6.08%
Total US Fixed Income			\$1,306,562.57	\$1,267,660.96	\$38,901.61	\$42,076.09 \$1,469.37	3.22%
Complementary Structured Strategies							
O BARC 93% PPN CURRENCY BASKET 9/13/13 LINKED TO 3 CURRENCY BSKTS 50% 35% & 15% WEIGHT, UNCAPPED 9/9/11 06738K-UP-4	95.17	35,000.00	33,309.50	35,686.94 34,475.00	(2,377.44)		
DB PIMS 90%PPN 02/14/14 LINKED TO PLN, IDR, MXN & KRW VS USD 1 805XLEV, 180.5% MAXRTN 02/01/2013 25152R-BN-2	96.04	40,000.00	38,416.00	39,600.00	(1,184.00)		
Total Complementary Structured Strategies			\$71,725.50	\$75,286.94 \$74,075.00	(\$3,561.44)	\$0.00	0.00%
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	11.19	6,759.53	75,639.15	73,763.87	1,875.28		38.80



CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

Portfolio Activity Summary

	PRINCIPAL		INCOME	
Transactions	Current Period Value	Year-To-Date Value*	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	340,967.36	--	4,125.51	--
INFLOWS				
Income			3,659.25	56,050.38
Contributions		30,522.71	458,000.00	458,000.00
Total Inflows	\$0.00	\$30,522.71	\$461,659.25	\$514,050.38
OUTFLOWS **				
Withdrawals	(231,000.00)	(231,000.00)	(463,400.00)	(493,922.71)
Fees & Commissions	(2,092.08)	(20,310.10)	(2,092.09)	(20,310.15)
Tax Payments				(4,325.00)
Total Outflows	(\$233,092.08)	(\$251,310.10)	(\$465,492.09)	(\$518,557.86)
TRADE ACTIVITY				
Settled Sales/Maturities/Redemptions		2,066,896.48		
Settled Securities Purchased		(1,760,432.40)		
Total Trade Activity	\$0.00	\$306,464.08	\$0.00	\$0.00
Ending Cash Balance	\$107,875.28	--	\$292.67	--

Cost Adjustments	Current Period Value	Year-To-Date Value*
Accretion	68.79	891.53
Total Cost Adjustments	\$68.79	\$891.53

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CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

Portfolio Activity Summary

* Year to date information is calculated on a fiscal year basis, beginning Jun 1, 2012
** Your account's standing instructions use a HIGH COST method for relieving assets from your position

Portfolio Activity Detail

INFLOWS & OUTFLOWS

Settle Date	Type	Selection Method	Description	Quantity Cost	Per Unit Amount	PRINCIPAL Amount	INCOME Amount
3/1	Interest Income		DEPOSIT SWEEP INTEREST FOR 02/01/13 - 02/28/13 @ 03% RATE ON AVG COLLECTED BALANCE OF \$417,728.55 AS OF 03/01/13				9.59
3/1	Div Domestic		JPM HIGH YIELD FD - SEL FUND 3580 @ 0.041 PER SHARE (ID: 4812C0-80-3)	12,481.399	0.041		511.74
3/1	Div Domestic		JPM SHORT DURATION BOND FD - SEL FUND 3133 @ 0.009 PER SHARE (ID: 4812C1-33-0)	54,091.967	0.009		486.83
3/1	Div Domestic		BLACKROCK HIGH YIELD BOND 02/28/13 INCOME DIVIDEND @ 0.038 PER SHARE AS OF 02/28/13 (ID: 091929-63-8)	19,097.238	0.038		717.95
3/1	Div Domestic		CULLEN HIGH DIVIDEND EQUITY FUND 02/27/13 INCOME DIVIDEND @ 0.053 PER SHARE AS OF 02/27/13 (ID: 230001-40-6)	5,533.119	0.053		294.97
3/1	Div Domestic		EATON VANCE FLOATING RATE I 02/28/13 INCOME DIVIDEND @ 0.030 PER SHARE AS OF 02/28/13 (ID: 277911-49-1)	10,768.351	0.03		318.73
3/1	Div Domestic		EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 02/28/13 INCOME DIVIDEND @ 0.030 PER SHARE AS OF 02/28/13 (ID: 277923-72-8)	8,525.577	0.03		253.72

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CESLE AND MAMIE DUES FOUNDATION ACCT. P64134003
For the Period 3/1/13 to 3/31/13

INFLOWS & OUTFLOWS

Settle Date	Type Selection Method	Description	Quantity Cost	Per Unit Amount	PRINCIPAL Amount	INCOME Amount
3/4	Div Domestic	DOUBLELINE FDS TR TTL RTN BD 1 02/28/13 INCOME DIVIDEND @ 0.043 PER SHARE AS OF 02/28/13 (ID: 258620-10-3)	8,810.573	0.043		376.67
3/4	Div Domestic	RIDGEWORTH FDS SEIX FLRT HI 1 03/01/13 INCOME DIVIDEND @ 0.031 PER SHARE AS OF 03/01/13 (ID: 76628T-67-8)	16,791.831	0.024		407.71
3/14	Grant Paid	PAID EL PASO CHILD GUIDANCE CENTER, INC THERAPY FOR VICTIMS OF TRAUMA TREASURERS CHECK NO. 2705287				(80,000.00)
3/14	Grant Paid	PAID PASO DEL NORTE CHILDREN DEVELOPMENT CENTER CAPITAL CAMPAIGN TREASURERS CHECK NO. 2705288				(40,000.00)
3/14	Grant Paid	PAID CREATIVE KIDS PROJECT AIM (ARTS IN MOTION) TREASURERS CHECK NO: 2705289				(30,000.00)
3/14	Grant Paid	PAID EL PASO BRIDGES ACADEMY TUITION ASSISTANCE PROGRAM FOR STUDENTS FROM LOW-INCOME FAMILIES TREASURERS CHECK NO: 2705290				(30,000.00)
3/14	Grant Paid	PAID CHILDRENS GRIEF CENTER OF EL PASO CHILDREN'S GRIEF SUPPORT PROGRAM CAPACITY BUILDING PROJECT TREASURERS CHECK NO: 2705291				(20,000.00)
3/14	Grant Paid	PAID PASO DEL NORTE CHILDRENS DEVELOPMENT CENTER EL PAPALOTE INCLUSIVE CHILD DEVELOPMENT CENTER TREASURERS CHECK NO. 2705292				(15,000.00)
3/14	Grant Paid	PAID KIDS EXCEL EL PASO, INC. KEEP SPECIALIZED LEARNERS PROGRAM TREASURERS CHECK NO. 2705293				(10,000.00)
3/14	Grant Paid	PAID MUSCULAR DYSTROPHY ASSOCIATION SUMMER CAMP TREASURERS CHECK NO. 2705294				(6,400.00)
3/14	Grant Paid	PAID CASA OF EL PASO, INC. CASA OF EL PASO, INC. TREASURERS CHECK NO: 2705295				(5,000.00)

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CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

INFLOWS & OUTFLOWS

Settle Date	Type Selection Method	Description	Quantity Cost	Per Unit Amount	PRINCIPAL Amount	INCOME Amount
3/15	Misc Receipt	TRANSFER FROM TRUST PC TO TRUST IC TO CLEAR OVERDRAFT DUE TO CHARITABLE DISTRIBUTIONS				229,000.00
3/15	Misc Receipt	TRANSFER FROM TRUST PC TO TRUST IC TO CLEAR OVERDRAFT DUE TO CHARITABLE DISTRIBUTIONS				227,000.00
3/15	Misc Debit	INTERNAL TRANSFER OF FUNDS FROM P64134003 PC TO P64134003 IC TRANSFER OF PC TO IC TO CLEAR OVERDRAFT DUE TO CHARITABLE DIST			(229,000.00)	
3/15	Fees & Commissions	JPMORGAN CHASE TRUST FEE FOR THE PERIOD 02-01-2013 TO 02-28-2013 INC \$2,092.09 PRINC \$2,092.08				(2,092.09)
3/15	Fees & Commissions	JPMORGAN CHASE TRUST FEE FOR THE PERIOD 02-01-2013 TO 02-28-2013 INC \$2,092.09 PRINC \$2,092.08			(2,092.08)	
3/25	Misc Debit	INTERNAL TRANSFER OF FUNDS FROM P64134003 IC TO P64133005 IC TO REVERSE ENTRY ON 3/18/13 TRAN TRANSFER FROM P64134003 IC TO P34133005 IC TO REVERSE 3/18/13 TR				(227,000.00)
3/27	Misc Receipt	TRANSFER FROM TRUST PC TO TRUST IC TO CLEAR OVERDRAFT DUE TO DISTRIBUTIONS				2,000.00
3/27	Misc Debit	INTERNAL TRANSFER OF FUNDS FROM P64134003 PC TO P64134003 IC TO CLEAR OVERDRAFT DUE TO DIST TRANSFER OF PC TO IC TO CLEAR OVERDRAFT DUE TO DISTRIBUTIONS			(2,000.00)	
3/28	Div Domestic	EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 03/27/13 INCOME DIVIDEND @ 0.033 PER SHARE AS OF 03/27/13 (ID 277923-72-8)	8,525.577	0.033		281.34
Total Inflows & Outflows					(\$233,092.08)	(\$3,832.84)

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CESLE AND MAMIE DUES FOUNDATION ACCT P64134003
For the Period 3/1/13 to 3/31/13

COST ADJUSTMENTS

Settle Date	Type	Description	Quantity	Cost Basis Adjustments
3/29	OrigIssueDiscount	BARC 93% PPN CURRENCY BASKET 9/13/13 LINKED TO 3 CURRENCY BSKTS 50% 35% & 15% WEIGHT,UNCAPPED 9/9/11 CORPORATE BOND OID (ID 06738K-UP-4)	35,000 000	68 79



For the Period 3/1/13 to 3/31/13

For your convenience we have combined statement(s) for activity you conduct through J.P. Morgan in one package. Below are important disclosures relating to these different accounts. These statements may relate to various account types. Some of the disclosures are applicable to all of your accounts. For ease of reference the disclosures applicable to a particular type of account have been grouped together by descriptive headers.

IMPORTANT GENERAL INFORMATION APPLICABLE TO ALL OF YOUR ACCOUNT(S)

Important Information about Pricing, Valuations, Estimated Annual Income, and Estimated Yield

Market value information (including without limitation, prices, exchange rates, accrued income and bond ratings) furnished herein, some of which has been provided by pricing sources that J.P. Morgan believes to be reliable, is not guaranteed for accuracy but provided for informational purposes and is furnished for the exclusive use of the client.

The current price is the value of the financial asset share, unit or contract as priced at the close of the market on the last day of the statement period or the last available price. All values provided for structured yield deposits (for example, JPMorgan London Time Deposits) reflect the original deposit amount only. The value for Real Estate, Mineral Interests and Miscellaneous Assets may not reflect the most current value of the asset.

Important information regarding Auction Rate Securities (ARS). ARS are debt or preferred securities with an interest or dividend rate reset periodically in an auction. Although there may be daily, weekly and monthly resets, there is no guarantee that there will be liquidity. If there are not enough bids at an auction to redeem the securities available for sale, the result may be a failed auction. In the event of a failed auction, there is no assurance that a secondary market will develop or that the security will trade at par or any other price reflected on statements and online. Accordingly, investors should not rely on pricing information appearing in their statements or online with respect to ARS. When J.P. Morgan is unable to obtain a price from an internal or outside source for a particular ARS, the price column on your statement will indicate "unpriced".

Valuations of over-the-counter derivative transactions, including certain derivatives-related deposit products, have been prepared on a mid-market basis. These valuations are sourced from the various issuers of the securities or they are sourced from a third party valuation provider. J.P. Morgan expressly disclaims any responsibility for (1) the accuracy of the models or estimates used in deriving the valuations, (2) any errors or omissions in computing or disseminating the valuations, and (3) any uses to which the valuations are put. Valuations are provided for information purposes only and are intended solely for your own use. Please refer to the trade confirmation for details of each transaction.

Certain assets, including but not limited to, pooled and private investments, non-publicly traded and infrequently traded securities, derivatives, partnership interests and tangible assets are generally illiquid, the value of such asset may have been provided to us by third parties who may or may not be independent of the issuer or manager. Such information is reflected as of the last date provided to us, and is not independently verified.

In cases where we are unable to obtain a current market value from an internal or outside source for a particular security, the price column on your statement will indicate "unpriced". Although such securities may have value, please note that the value of a security indicated as "unpriced" will not be included in your overall current market value as reflected on the statement.

J.P. Morgan makes no representation, warranty or guarantee, express or implied, that any quoted value represents the actual terms at which securities could be bought or sold or new transactions could be entered into, or the actual terms on which existing transactions or securities could be liquidated. Such values may only be indicative.

When we are unable to obtain a current value from an internal or outside source for a particular security, the price column on your statement will indicate "unpriced".

If a partial call is made with respect to an issue of securities included in your Accounts we will allocate the call by a method we deem fair and equitable.

To the extent applicable, please note the following regarding estimated annual income (EAI) and estimated yield (EY). EAI and EY for certain types of securities could include a return of principal or capital gains in which case the EAI and EY would be overstated. EAI and EY are estimates and the actual income and yield might be lower or higher than the estimated amounts. EY reflects only the income generated by an investment. It does not reflect changes in its price, which may fluctuate.

Offshore Deposits - London and Nassau



For the Period 3/1/13 to 3/31/13

Deposits In Foreign Branches are not insured by the FDIC or any other Agency of the Federal Government; amounts in such foreign accounts do not have the benefit of any domestic preference applicable to U.S. Banks; certain Foreign accounts are considered reportable to the Internal Revenue Service on a Report of Foreign Bank and Financial Accounts (TD F 90-22.1).

Bank products and services are offered through JPMorgan Chase Bank, N.A. ("JPMCB") and its banking affiliates. Securities are offered by J.P. Morgan Securities LLC ("JPMS") and, to the extent noted below, cleared through J.P. Morgan Clearing Corp. ("JPMCC").

Neither JPMS, nor JPMCC is a bank and are each separate legal entities from its bank or thrift affiliates.

Investment Products:	Not FDIC Insured	-No Bank Guarantee	-May Lose Value
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Fund manager disclosure information available upon request

If you have an investment account that is managed by an SEC-Registered Investment Advisor, J.P. Morgan will provide a copy of the advisor's Form ADV II or brochure upon written request.

These statements are not official documents for income tax reporting purposes and should not be relied upon for such purposes, including determination of income, cost basis, amortization or accretion, or gain/loss. Such information, which may be inaccurate, incomplete or subject to updating, should be confirmed with your records and your tax advisor.

Please take the steps indicated below if you think statement(s) are incorrect or contact your J.P. Morgan team if you require additional information about a transaction on your statement(s).

IMPORTANT INFORMATION APPLICABLE ONLY TO YOUR FIDUCIARY ACCOUNT(S) WHICH REFLECTS ASSETS HELD AT JPMORGAN CHASE BANK, N.A. OR A BANKING OR TRUST AFFILIATE

IMPORTANT ADDITIONAL INFORMATION SPECIFIC TO A TRUST OF WHICH YOU ARE A BENEFICIARY

Limitation of Action Against Trustee. State laws provide that an action against a trustee for breach of trust based on matters in a trustee's report that adequately disclose the existence of a potential claim for breach of trust may be barred unless the action is commenced within a certain time period after your receipt of such a report. The limitations periods for certain states are as follows - Florida and Utah within 6 months; Arizona, Arkansas, District of Columbia, Kansas, Maine, Michigan, Missouri, North Dakota, New Hampshire, New Mexico, Nebraska, Oregon, South Carolina, Tennessee, Vermont, West Virginia and Virginia within 1 year; Alabama, Ohio, Oklahoma and Wyoming within 2 years, California within 3 years. For other state limitation periods or questions, please consult your attorney. This disclosure is hereby made a part of the trustee's written report(s) (consisting of the statements relating to your trust(s)) provided to you as a trust beneficiary and is incorporated therein.

IF THIS STATEMENT RELATES TO A TRUST GOVERNED BY CALIFORNIA LAW FOR WHICH JPMorgan Chase Bank, N.A. ("JPMCB") IS A FIDUCIARY, California Probate Code Section 16060,

et seq., requires us to tell you the following:

- The recipient of this account may petition the court pursuant to California Probate Code Section 17200 to obtain a court review of this account and of the acts of the trustee reported here.
- Claims against the Trustee for breach of trust must be made within three years of the date the beneficiary receives an account or report disclosing facts giving rise to the claim.

If you have any questions regarding your statement, please call your Fiduciary Manager.

PRODUCT RELATED DISCLOSURE: IMPORTANT INFORMATION ABOUT ALTERNATIVE INVESTMENTS: FOOTNOTES 1 - 4

Private Equity, Hedge Funds, Exchange Funds, Real Estate and Other Alternative Assets

1. Direct private equity investments and pooled private investments (e.g., interests in limited partnerships and limited liability companies) are generally illiquid securities. Values are estimates only and are not warranted for accuracy or completeness. Values do not represent the actual terms at which transactions or securities could be bought or sold or new transactions could be entered into or the actual terms on which existing transactions could be liquidated as of the date of this statement.



For the Period 3/1/13 to 3/31/13

Direct private equity investments are generally valued at cost, unless there is an active secondary trading market in the securities, in which case, direct private equity investments are valued using market prices as of the close of the last business day for this statement period. Pooled private equity investments are valued according to the General Partner's or Manager's stated methodology. Please refer to the limited partnership agreement, limited liability company agreement or other operative documentation for each investment for the specific valuation methodology used by the General Partner or Manager for that investment or for your Investment Management or Trust account contact your J.P. Morgan team. J.P. Morgan expressly disclaims any responsibility for (1) the accuracy of the information and the methodology used by the General Partner or Manager in deriving valuations, (2) any errors or omissions in compiling or disseminating the valuations, and (3) any use to which the valuations are put. Valuations are provided for information purposes only and are intended solely for your own use.

Hedge funds generally calculate the price (the "Net Asset Value" or "NAV"), 10-15 business days following the last business day of the month. For that reason, hedge fund NAVs shown will generally be the NAV of the month preceding this statement period. In general, the NAV is stated net of management and incentive fees. The NAV is calculated according to the General Partner's or Manager's stated methodology. Please refer to the limited partnership agreement, limited liability company agreement or other operative documentation for each hedge fund for the specific methodology used by the General Partner or Manager for that hedge fund or for your Investment Management or Trust account contact your J.P. Morgan team. J.P. Morgan expressly disclaims any responsibility for (1) the accuracy of the information and the methodology used by the General Partner or Manager in deriving valuations, (2) any errors or omissions in compiling or disseminating the valuations, and (3) any use to which the valuations are put. Valuations are provided for information purposes only and are intended solely for your own use.

These statements do not provide tax reporting on private investments. Please continue to rely upon the General Partner or Manager of the investment vehicle for this information or for your Investment Management or Trust account contact your J.P. Morgan team.

2 The 'Capital Called Since Inception USD' and 'Cash/Security distributions Since Inception USD' columns are updated monthly to reflect activity (capital calls and distributions), if any

3 Hedge funds generally allow subscriptions on a monthly or quarterly basis. An interest in a hedge fund or hedge fund of funds is generally as of the first business day of the subscription period. Due to early funding requirements by the applicable fund, your account may be debited for the subscription amount prior to the subscription date. Please refer to the applicable hedge fund's operative documentation for further details or for your Investment Management or Trust account contact your J.P. Morgan team.

Hedge fund redemptions are generally on a monthly, quarterly or annual basis but can sometimes be subject to a multi-year lockup before a redemption is permitted. For redemptions, there is generally a notification period that can be a long interval before the actual redemption date. Redemption proceeds are generally paid 15 calendar days after the final NAV is issued, but can be subject to a holdback of a portion of the proceeds until an annual audit of the Fund has been completed. Please refer to the applicable hedge fund's operative documentation for further details or for your Investment Management or Trust account contact your J.P. Morgan team.

Global Access Portfolios share certain characteristics with hedge funds. In particular, an investor who withdraws from a Global Access Portfolio will not receive the withdrawal proceeds in their entirety until 30-60 days after completion of the Portfolio's audit, which may be 18 months or longer after the redemption date. Interest might not be paid on any proceeds pending distribution. These restrictions apply even if the investor's account at JPMorgan is closed. The Confidential Private Placement Memorandum and applicable Supplements contain other important information about the Global Access Portfolios and are available upon request or for your Investment Management or Trust account contact your J.P. Morgan team.

4 Alternative assets may include publicly available mutual funds that utilize non-traditional investment management strategies, for example, strategies commonly employed by hedge funds. Mutual funds generally calculate the price (the "Net Asset Value" or "NAV") on a daily basis and mutual fund NAVs shown on your statement generally will be the NAV as of the close of the last business day for this statement period. Please refer to the applicable mutual fund prospectus for further details. If the applicable mutual fund is a JPMorgan Fund, please refer to disclosures on this statement concerning JPMorgan Funds for other important information.

PRODUCT RELATED DISCLOSURE: THE JPMORGAN FUNDS OR THIRD PARTIES

Shares of the funds referenced above are not bank deposits and are not guaranteed by any bank, government entity, or the FDIC. Return and share price will fluctuate and redemption value may be more or less than original cost. While the money market funds seek to maintain a stable net asset value of \$1.00 per share, there is no assurance that they will continue to do so. The estimated annual income and dividend yield figures for mutual funds represent the funds' most recent income dividend annualized.



For the Period 3/1/13 to 3/31/13

Prospectuses and other fund information for JPMorgan funds may be obtained by calling your J.P. Morgan team or JPMorgan Distribution Services, Inc. at (800) 480-4111. You also may view and order materials online for JPMorgan funds at www.jpmorganfunds.com.

J.P. Morgan affiliates may receive compensation from the JPMorgan funds for providing investment advisory services to the funds. J.P. Morgan affiliates may also provide administrative, custodial, sales, distribution, shareholder or other services to the JPMorgan Funds or funds established, sponsored, advised, or managed by third parties, and J.P. Morgan affiliates may be compensated for such services as allowed by applicable law. The distributor of the JPMorgan Funds is JPMorgan Distribution Services, Inc., which is an affiliate of JPMCB.

Assets may be reflected herein even though they may be held by a third party unaffiliated with J.P. Morgan. In such cases, unless J.P. Morgan otherwise agrees, J.P. Morgan has no responsibility for the verification, valuation, safekeeping or management of those assets.