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INTERNAL REVENUE SERVICE

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

Form **990-PF**

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

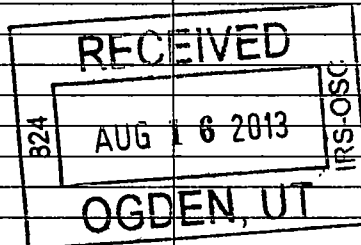
For calendar year 2012 or tax year beginning

04/01, 2012, and ending

03/31, 2013

Name of foundation KATRINE MENZING DEAKINS CHARITABLE TRUST		A Employer identification number 75-6370503						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 800- 357-7094						
City or town, state, and ZIP code DALLAS, TX 75283-1041								
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,637,392.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <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				163,492.	163,492.		STMT 1
5a	Gross rents							
b	Net rental income or (loss)							
6a	Net gain or (loss) from sale of assets not on line 10				75,084.			
b	Gross sales price for all assets on line 6a			1,624,650.				
7	Capital gain net income (from Part IV, line 2)					75,084.		
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)				33,847.	33,847.		STMT 4
12	Total. Add lines 1 through 11				272,423.	272,423.		
13	Compensation of officers, directors, trustees, etc.				47,805.	28,683.		19,122.
14	Other employee salaries and wages							
15	Pension plans, employee benefits							
16a	Legal fees (attach schedule)							
b	Accounting fees (attach schedule) STMT 5				1,800.	NONE	NONE	1,800.
c	Other professional fees (attach schedule) STMT 6				10,503.	2,541.		7,962.
17	Interest							
18	Taxes (attach schedule) (see instructions) STMT 7				8,353.	3,302.		
19	Depreciation (attach schedule) and depletion							
20	Occupancy							
21	Travel, conferences, and meetings							
22	Printing and publications							
23	Other expenses (attach schedule) STMT 8				1,253.	1,253.		
24	Total operating and administrative expenses. Add lines 13 through 23				69,714.	35,779.	NONE	28,884.
25	Contributions, gifts, grants paid				364,950.			364,950.
26	Total expenses and disbursements. Add lines 24 and 25				434,664.	35,779.	NONE	393,834.
27	Subtract line 26 from line 12:							
a	Excess of revenue over expenses and disbursements				-162,241.			
b	Net investment income (if negative, enter -0-)					236,644.		
c	Adjusted net income (if negative, enter -0-)							



20 ne-j

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	669,867.	340,160.	340,160.	
	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)	1,434,482.	5,076,627.	6,090,776.	
	c	Investments - corporate bonds (attach schedule)	397,103.	99,632.	109,040.	
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	3,178,856.				
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ <u>OIL GAS OR OTHER MINERALS</u>)	1.	1.	97,416.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,680,309.	5,516,420.	6,637,392.		
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	5,680,309.	5,516,420.		
	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)	5,680,309.	5,516,420.		
	31	Total liabilities and net assets/fund balances (see instructions)	5,680,309.	5,516,420.		

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	5,680,309.
2	Enter amount from Part I, line 27a	2	-162,241.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,518,068.
5	Decreases not included in line 2 (itemize) ▶ <u>YEAR END SALE 2012 - FYE 3/31/2013</u>	5	1,648.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,516,420.

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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.)
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 1,624,650.		1,549,566.	75,084.		
b					
c					
d					
e					
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			75,084.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	75,084.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	332,813.	6,305,709.	0.052780
2010	311,801.	6,288,108.	0.049586
2009	304,440.	5,841,950.	0.052113
2008	354,983.	6,060,960.	0.058569
2007	352,350.	7,484,539.	0.047077
2 Total of line 1, column (d)			2 0.260125
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 0.052025
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 6,304,921.
5 Multiply line 4 by line 3			5 328,014.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,366.
7 Add lines 5 and 6			7 330,380.
8 Enter qualifying distributions from Part XII, line 4			8 393,834.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,366.
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	2,366.
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	2,366.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,900.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,900.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,534.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 2,368. Refunded <input type="checkbox"/>	11	1,166.	

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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		
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) <input checked="" type="checkbox"/> 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

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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? Website address ► NONE	13	X	
14	The books are in care of ► BANK OF AMERICA, N.A. Telephone no. ► (817) 390-6028 Located at ► 500 W 7TH ST, FL 15, FORT WORTH, TX ZIP+4 ► 76102-4700			
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?	<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 type="checkbox"/> Yes	<input checked="" 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		
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 ►		
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?	<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)? ☐ **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
BANK OF AMERICA, N.A. P.O. BOX 1317, FORT WORTH, TX 76101-1317	TRUSTEE 1	47,805.	-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 NONE	
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	5,944,401.
b	Average of monthly cash balances	1b	373,267.
c	Fair market value of all other assets (see instructions)	1c	83,267.
d	Total (add lines 1a, b, and c)	1d	6,400,935.
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	6,400,935.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	96,014.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,304,921.
6	Minimum investment return. Enter 5% of line 5	6	315,246.

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	315,246.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,366.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,366.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	312,880.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	312,880.
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	312,880.

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	393,834.
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	393,834.
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	2,366.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	391,468.

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				312,880.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			245,280.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		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: ► \$ <u>393,834.</u>				
a Applied to 2011, but not more than line 2a			245,280.	
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				148,554.
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				164,326.
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)

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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 16				364,950.
Total			3a	364,950.
b <i>Approved for future payment</i>				
Total			3b	

Form **990-PF** (2012)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABBOTT LABORATORIES	867.	867.
AIR PRODUCTS AND CHEMICALS INC	1,024.	1,024.
AMERICAN WTR WKS CO INC NEW COM	184.	184.
APPLE INC COM	795.	795.
AUTOMATIC DATA PROCESSING INC	1,055.	1,055.
BAXTER INTERNATIONAL INC	1,032.	1,032.
BECTON DICKINSON & COMPANY	756.	756.
BERKSHIRE HATHAWAY INC DEL NT	2,854.	2,854.
BLACKROCK INC CL A	1,068.	1,068.
BOFA GOVERNMENT RESERVES TRUST CLASS	39.	39.
CATERPILLAR INCORPORATED	156.	156.
CHUBB CORPORATION	1,025.	1,025.
CISCO SYSTEMS INCORPORATED	954.	954.
COACH INC COM	210.	210.
COCA COLA CO COM	969.	969.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	5,213.	5,213.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	18,720.	18,720.
CMG ULTRA SHORT TERM BOND FUND	844.	844.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	4,347.	4,347.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	2,228.	2,228.
COLUMBIA SMALL CAP GROWTH I FUND CLASS Z	52.	52.
CONSOLIDATED EDISON CO NY INC DEB SER 20	6,579.	6,579.
CORNING INC	441.	441.
CULLEN FROST BANKERS INC COM	864.	864.
DEERE & COMPANY	460.	460.
DIAMOND OFFSHORE DRILLING INC COM	1,313.	1,313.
DOMINION RES INC VA PFD NEW ENHANCED JR	7,537.	7,537.
EMERSON ELEC CO	1,013.	1,013.
EXXON MOBIL CORPORATION	1,881.	1,881.
FREEMPORT-MCMORAN COPPER & GOLD INC COM	688.	688.
GENERAL DYNAMICS CORP	1,071.	1,071.
GENERAL ELEC CO 01/28/2003 5% 02/01/2013	5,346.	5,346.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
HONEYWELL INTERNATIONAL INC	939.	939.
INTERNATIONAL BUSINESS MACHS	680.	680.
ISHARES INC MSCI AUSTRALIA INDEX	1,878.	1,878.
ISHARES INC MSCI CDA INDEX FUND	2,768.	2,768.
ISHARES INC MSCI SINGAPORE INDEX FUND	4,627.	4,627.
ISHARES MSCI SOUTH KOREA INDEX FUND	885.	885.
JOHNSON & JOHNSON	1,159.	1,159.
KRAFT FOODS INC CL A COM	870.	870.
KRAFT FOODS GROUP INC COM	283.	283.
MCDONALDS CORP	770.	770.
METLIFE INC PFD 6.500% SER B	6,825.	6,825.
MONDELEZ INTL INC COM	117.	117.
NESTLE S A SPONSORED ADR	1,056.	1,056.
NOVARTIS AG ADR	1,489.	1,489.
NUVEEN REAL ESTATE SECS FUND CL Y	4,028.	4,028.
OCCIDENTAL PETROLEUM CORPORATION	1,350.	1,350.
PIMCO TOTAL RETURN FUND INSTL	16,975.	16,975.
PNC BK CORP	640.	640.
PEPSICO INCORPORATED	1,183.	1,183.
PHILIP MORRIS INTL INC COM	1,782.	1,782.
PROCTER & GAMBLE CO COM	1,180.	1,180.
PRUDENTIAL FINL INC JR SUB NT PFD 9.000%	8,325.	8,325.
QUALCOMM INC	400.	400.
REPUBLIC SERVICES INC CL A	220.	220.
SCHLUMBERGER LIMITED	550.	550.
SMUCKER J M CO COM NEW	920.	920.
STANLEY BLACK & DECKER INC COM	793.	793.
TJX COMPANIES INCORPORATED NEW	437.	437.
TARGET CORP	762.	762.
TEXAS INSTRS INC	408.	408.
3M CO COM	903.	903.
HEADLEE DEVONIAN UNIT	10.	10.
UNITED PARCEL SERVICE CL B	1,046.	1,046.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNITED TECHNOLOGIES CORP NT	4,875.	4,875.
VANGUARD FTSE EMERGING MKTS ETF	17,194.	17,194.
VISA INC CL A COM	66.	66.
WELLS FARGO COMPANY	1,349.	1,349.
WEYERHAEUSER CO COM	153.	153.
YUM BRANDS INC COM	285.	285.
ACCENTURE PLC CL A COM	824.	824.
TE CONNECTIVITY LTD COM	903.	903.
	-----	-----
TOTAL	163,492.	163,492.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL AND GAS INCOME	33,847.	33,847.
	-----	-----
TOTALS	33,847.	33,847.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,800.			1,800.
TOTALS	1,800.	NONE	NONE	1,800.
	=====	=====	=====	=====

KATRINE MENZING DEAKINS CHARITABLE TRUST

75-6370503

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OIL & GAS MGMT FEES - BOA	2,541.	2,541.	
GRANTMAKING FEES - BOA	7,962.		7,962.
	-----	-----	-----
TOTALS	10,503. =====	2,541. =====	7,962. =====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	382.	382.
EXCISE TAX ESTIMATES	2,101.	
EXCISE TAX ESTIMATES	2,950.	
FOREIGN TAXES ON QUALIFIED FOR	2,106.	2,106.
FOREIGN TAXES ON NONQUALIFIED	814.	814.
	-----	-----
TOTALS	8,353.	3,302.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER EXPENSE		
OIL AND GAS EXPENSE	14.	14.
PRODUCTION TAX	805.	805.
LEASE OPERATING EXPENSE	331.	331.
AD VALOREM TAX	103.	103.
TOTALS	----- 1,253. =====	----- 1,253. =====

KATRINE MENZING DEAKINS CHARITABLE TRUST
FORM 990PF, PART XV - LINES 2a - 2d
=====

75-6370503

RECIPIENT NAME:

BANK OF AMERICA - MARK J. SMITH

ADDRESS:

500 W 7TH ST, FL 15

FORT WORTH, TX 76102-4700

RECIPIENT'S PHONE NUMBER: 817-390-6028

FORM, INFORMATION AND MATERIALS:

WRITTEN REQUEST THAT INCLUDES AGENCY BACKGROUND AND MISSION, EVIDENCE
OF IRS EXEMPTION STATUS, AMOUNT REQUESTED AND THE

NATURE OF PROJECT, OTHER CONTRIBUTORS, AUDIT OR FINANCIAL STATEMENTS &
SUBMISSION DEADLINES:

SEPTEMBER 30

RESTRICTIONS OR LIMITATIONS ON AWARDS:

IRC SECTION 501(c)(3) ORGANIZATIONS LOCATED IN TEXAS

FORM, INFORMATION AND MATERIALS:

LIST OF DIRECTORS

STATEMENT 9

RECIPIENT NAME:
SPIRITHORSE THEAPEUTIC
ADDRESS:
1960 POST OAK ROAD
CORINTH, TX 76210
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
UNITED COMMUNITY CENTERS, INC
ADDRESS:
1200 E MADDOX AVE
FORT WORTH, TX 76104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
EDUCATIONAL ENRICHMENT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE PARENTING CENTER
ADDRESS:
2928 WEST 5TH STREET
FORT WORTH, TX 76107
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
COUNSELING CHILDREN WITH MENTAL/EMOTIONAL DIS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
SPECIAL OLYMPICS TEXAS
ADDRESS:
7715 CHEVY CHASE DR STE 120
AUSTIN, TX 78752
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
TRAINING/COMPETITION OPPS CHILDREN & ADULTS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
TEXAS STATE HISTORICAL ASSN
ADDRESS:
1155 UNION CIRCLE, #311580
DENTON, TX 76203-5017
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
117TH ANNUAL MEETING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CATHOLIC CHARITIES DIOCESE
ADDRESS:
P O BOX 15610
FORT WORTH, TX 76119
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

=====

RECIPIENT NAME:

GREATER DALLAS COUNCIL
ON ALCOHOL AND DRUG ABUSE

ADDRESS:

1349 EMPIRE CENTRAL DR STE 800
DALLAS, TX 75247

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

TARRANT CO ALLIANCE -DRUG ENDANGERED CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

EASTER SEALS NORTH TEXAS INC.

ADDRESS:

1424 HEMPHILL ST
FORT WORTH, TX 76104-4703

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

CAMP FIRE USA -
FIRST TEXAS COUNCIL

ADDRESS:

2700 MEACHAM BLVD
FORT WORTH, TX 76137-4699

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CAMPERSHIPS FOR BOYS & GIRLS CLUBS MEMBERS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,450.

RECIPIENT NAME:
TARRANT COUNTY ACADEMY
OF MEDICINE
ADDRESS:
555 HEMPHILL STREET
FORT WORTH, TX 76014
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
PROJECT ACCESS TARRANT COUNTY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
CARTER BLOODCARE
ADDRESS:
2205 HIGHWAY 121
BEDFORD, TX 76021-5950
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
CHILD STUDY CENTER
ADDRESS:
1300 W LANCASTER AVE
FORT WORTH, TX 76102
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 62,000.

RECIPIENT NAME:

AIDS OUTREACH CENTER, INC.

ADDRESS:

400 N BEACH ST
FORT WORTH, TX 76111

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

RIVER LEGACY FOUNDATION

ADDRESS:

703 NW GREEN OAKS BLVD
ARLINGTON, TX 76006

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

RENOVATION OF THE LIVING SCIENCE CTR

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

JEWEL CHARITY BALL, INC.

ADDRESS:

5020 COLLINWOOD AVE STE 400
FORT WORTH, TX 76107

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

A SIMPLE WISH - JEWEL CHARITY SIGNATURE PROJ

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
HARRIS METHODIST HEALTH
FOUNDATION
ADDRESS:
612 E LAMAR BLVD STE 300
ARLINGTON, TX 76011-4124
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FOR PALLIATIVE CARE UNIT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
DENTAL HEALTH ARLINGTON
ADDRESS:
P O BOX 1542
ARLINGTON, TX 76004
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
WINGS OF HOPE EQUITHERAPY
ADDRESS:
P O BOX 445
BURLESON, TX 76097
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCHOLARSHIPS FOR LESSONS - CHILDREN & ADULTS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

KATRINE MENZING DEAKINS CHARITABLE TRUST

75-6370503

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

FORT WORTH SYMPHONY ORCHESTRA
ASSOCIATION, INC.

ADDRESS:

330 E 4TH ST, SUITE 200
FORT WORTH, TX 76102-4019

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

HOME FOR THE HOLIDAYS CONCERT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

UNIVERSITY OF NORTH TEXAS HEALTH

ADDRESS:

3500 CAMP BOWIE BLVD EAD 116
FORT WORTH, TX 76107

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

BETTY FORD CTR/SUMMER INST FOR MED STUDENTS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 30,000.

TOTAL GRANTS PAID:

364,950.

=====

FEDERAL FOOTNOTES

=====

FORM 990-PF - PART VIII, LINE 1(B) - AVERAGE HOURS PER WEEK DEVOTED TO POSITION: THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

KATRINE MENZING DEAKINS CHARITABLE TRUST

75-6370503

Balance Sheet

03/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	340160 350	340,160.35	340,160.35
037833100	APPLE INC	100.000	56,239.50	44,266 00
053015103	AUTOMATIC DATA PROCESSING INC	600.000	31,082.68	39,018.00
071813109	BAXTER INTL INC	600.000	33,434.84	43,584 00
075887109	BECTON DICKINSON & CO	400 000	30,109.99	38,244 00
09247X101	BLACKROCK INC	100 000	16,506 50	25,688 00
149123101	CATERPILLAR INC	300.000	26,710.15	26,091.00
171232101	CHUBB CORP	600.000	38,409.35	52,518.00
189754104	COACH INC	600.000	34,284.42	29,994.00
191216100	COCA COLA CO	900.000	29,962.69	36,396.00
197199813	COLUMBIA ACORN INTERNATIONAL	6310.881	207,803.74	275,848.61
19763T889	COLUMBIA INCOME OPPORTUNITIES	33889.468	325,000 00	343,300.31
19765E823	CMG ULTRA SHORT TERM BOND	36 913	332 59	332.22
19765H362	COLUMBIA SHORT TERM BOND FUND	32865.660	319,969 79	328,985.26
19765J830	COLUMBIA MID CAP VALUE FUND	14954.119	131,446 71	248,687 00
19765P232	COLUMBIA MID CAP GROWTH FUND	7552 618	119,029 26	219,328 03
19765P596	COLUMBIA SMALL CAP GROWTH I	6814.856	158,465.15	209,693.12
19765Y688	COLUMBIA SELECT LARGE CAP	52719 642	700,000.00	813,464.08
219350105	CORNING INC	1600.000	19,632 32	21,328.00
229899109	CULLEN / FROST BANKERS INC	400.000	22,251 74	25,012.00
244199105	DEERE & CO	400 000	29,727 49	34,392 00
25271C102	DIAMOND OFFSHORE DRILLING INC	400 000	25,908.50	27,824 00
25746U604	DOMINION RES INC VA	3600.000	100,171.80	96,336 00
291011104	EMERSON ELEC CO	700.000	35,028.60	39,109.00
30231G102	EXXON MOBIL CORP	800 000	63,210 24	72,088 00
438516106	HONEYWELL INTL INC	600 000	33,216.84	45,210.00
459200101	INTERNATIONAL BUSINESS MACHS	200.000	16,257.30	42,660 00
464286509	ISHARES INC MSCI CDA INDEX	4500.000	120,000 00	128,295.00
464286673	ISHARES MSCI SINGAPORE INDEX	9400.000	108,674 00	131,224 00
464286772	ISHARES MSCI SOUTH KOREA	1700.000	74,591 42	101,031 00
46428Q109	ISHARES SILVER	4000.000	125,219.60	109,720 00
478160104	JOHNSON & JOHNSON	500 000	32,729 50	40,765.00
50076Q106	KRAFT FOODS GROUP INC	566 000	22,481.45	29,165.98
580135101	MCDONALDS CORP	500.000	43,501.10	49,845 00

KATRINE MENZING DEAKINS CHARITABLE TRUST

75-6370503

Balance Sheet

03/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
582839106	MEAD JOHNSON NUTRITION CO	300 000	19,732.26	23,235.00
59156R603	METLIFE INC	4200 000	100,174.20	106,428.00
609207105	MONDELEZ INTL INC	900 000	20,244.38	27,553.50
641069406	NESTLE S A	600 000	35,975 00	43,497 60
66987V109	NOVARTIS A G	700.000	40,779.23	49,868 00
670678507	NUVEEN REAL ESTATE SECS FUND	9267 841	200,000 00	209,267.85
674599105	OCCIDENTAL PETE CORP DEL	600.000	39,173 07	47,022.00
693390700	PIMCO TOTAL RETURN FUND	27803 522	300,000 00	312,511 59
713448108	PEPSICO INC	500.000	31,995.45	39,555 00
718172109	PHILIP MORRIS INTL INC	500 000	21,157.50	46,355 00
742718109	PROCTER & GAMBLE CO	500.000	31,240.75	38,530.00
744320508	PRUDENTIAL FINL INC	3700.000	100,305 52	94,202 00
747525103	QUALCOMM INC	600.000	34,219 22	40,164 00
771195104	ROCHE HLDG LTD	700.000	33,971 00	40,841.50
78463V107	SPDR GOLD TR	800.000	131,353 68	123,576 00
806857108	SCHLUMBERGER LTD	500.000	37,270 70	37,445 00
832696405	SMUCKER J M CO	400 000	30,550.33	39,664.00
872540109	TJX COS INC NEW	900.000	14,812 74	42,075 00
87612E106	TARGET CORP	500.000	27,607.36	34,225.00
88579Y101	3M CO	400.000	35,750.13	42,524.00
911312106	UNITED PARCEL SVC INC	400.000	30,275 00	34,360.00
913017BH1	UNITED TECHNOLOGIES CORP	100000.000	99,632.00	109,040.00
922042858	VANGUARD FTSE EMERGING MKTS	15000.000	469,650.00	643,425 00
92826C839	VISA INC	200.000	29,315.70	33,968 00
949746101	WELLS FARGO & CO	1700.000	51,102 51	62,883.00
962166104	WEYERHAEUSER CO	900.000	17,794.41	28,242.00
903031028	OIL GAS OR OTHER MINERALS	1.000	1.00	97,416.00
G1151C101	ACCENTURE PLC	500.000	27,696 50	37,985.00
H84989104	TE CONNECTIVITY LTD	1000 000	33,091.04	41,930 00
		Totals.	5,516,420.29	6,637,391.98