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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

For calendar year 2012 or tax year beginning

4/1/2012

, and ending

3/31/2013

Name of foundation

HELEN J SMITH TRUST U/W F/B/O GRACE EPISCOPAL CHURCH (TRUST 1215121409)

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

Room/suite

Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062

City or town, state, and ZIP code

Philadelphia

PA

19106-2112

G Check all that apply: 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) ► \$ 361,139 J Accounting method: Cash Accrual
 (Part I, column (d) must be on cash basis)

A Employer identification number

84-6152339

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	9,229	9,136		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	8,233			
	b Gross sales price for all assets on line 6a	110,907			
	7 Capital gain net income (from Part IV, line 2)		8,233		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total Add lines 1 through 11	17,462	17,369	0	
	13 Compensation of officers, directors, trustees, etc	4,207	3,155		1,052
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	600			600
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	151	95		
	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.	4,958	3,250	0	1,652
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	14,600			14,600
	26 Total expenses and disbursements. Add lines 24 and 25	19,558	3,250	0	16,252
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,096			
	b Net investment income (if negative, enter -0-)		14,119		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

JK

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		-193	-193
	2	Savings and temporary cash investments	15,750	21,873	21,873
	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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	313,211	305,008	339,458
	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)	328,961	326,689	361,139
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 ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	328,961	326,689	
	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)	328,961	326,689	
	31	Total liabilities and net assets/fund balances (see instructions)	328,961	326,689	

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	328,961
2	Enter amount from Part I, line 27a	2	-2,096
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	326,865
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	176
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	326,689

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement					
b See Attached Statement					
c See Attached Statement					
d See Attached Statement					
e See Attached Statement					
(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			0		
b			0		
c			0		
d			0		
e			0		
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			0		
b			0		
c			0		
d			0		
e			0		
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	8,233	
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	0	

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	19,725	353,861	0.055742
2010	16,004	351,363	0.045548
2009	18,259	332,079	0.054984
2008	20,604	360,050	0.057225
2007	20,212	430,699	0.046928

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

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.

2	0 260427
3	0.052085
4	350,321
5	18,246
6	141
7	18,387
8	16,252

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2013 estimated tax ► Refunded ► 11 0

1	282	
2	0	
3	282	
4		
5	282	
6a	267	
6b		
6c		
6d		
7	267	
8		
9	15	
10	0	
11	0	

Part VII-A Statements Regarding Activities

1 a 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?

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

c Did the foundation file Form 1120-POL for this year?

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

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*

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
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

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?

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*

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CO

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*

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*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	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? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112		
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	N/A
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 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(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)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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 ► 20_____ , 20_____ , 20_____ , 20_____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	N/A
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

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4 00	4,207	

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

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

Total number of other employees paid over \$50,000				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
	----- -----	
2		
	----- -----	
All other program-related investments See instructions		
3	NONE	
	----- -----	
Total. Add lines 1 through 3		► 0

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	337,421
b	Average of monthly cash balances	1b	18,235
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	355,656
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	
3	Subtract line 2 from line 1d	3	355,656
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5,335
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	350,321
6	Minimum investment return. Enter 5% of line 5	6	17,516

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	17,516
2a	Tax on investment income for 2012 from Part VI, line 5	2a	282
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	282
3	Distrbutable amount before adjustments Subtract line 2c from line 1	3	17,234
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,234
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	17,234

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	16,252
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	16,252
b	Cash distribution test (attach the required schedule)	5	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	16,252
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 Distrnbutable amount for 2012 from Part XI, line 7				17,234
2 Undistrnbutable income, if any, as of the end of 2012			14,524	
a Enter amount for 2011 only				
b Total for prior years 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 16,252			14,524	
a Applied to 2011, but not more than line 2a				
b Applied to undistrnbutable income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distrnbutable amount				1,728
e Remaining amount distrnbuted out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0	0	0	15,506
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistrnbutable income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistrnbutable income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistrnbutable income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistrnbutable income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distrnbuted in 2013			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

1 a	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				► <input type="text"/>
1 b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				<input type="text"/>
2 b	85% of line 2a				0
2 c	Qualifying distributions from Part XII, line 4 for each year listed				0
2 d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
2 e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				<input type="text"/>
3 a	"Assets" alternative test—enter				<input type="text"/>
3 a (1)	Value of all assets				0
3 a (2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
3 b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
3 c	"Support" alternative test—enter				<input type="text"/>
3 c (1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
3 c (2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
3 c (3)	Largest amount of support from an exempt organization				0
3 c (4)	Gross investment income				0

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

GRACE EPISCOPAL CHURCH 601 N TEJON ST COLORADO SPRINGS, CO 80903-1009

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

NONE

c Any submission deadlines

NONE

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

SCHOLARSHIPS AWARDED TO MEMBERS OF GRACE EPISCOPAL CHURCH OF COLORADO SPRINGS, CO

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 Paid during the year See Attached Statement				
Total			► 3a	14,600
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	9,229	
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	8,233	
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)		0		17,462	0
13 Total. Add line 12, columns (b), (d), and (e)			13		17,462

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

HELEN J SMITH TRUST U/W F/B/O GRACE EPISCOPAL CHURCH (TRUST 1215121409) 84-6152339 Page 1 of 1
Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year
 Recipient(s) paid during the year

Name

SEE ATTACHED

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status SCHOLARSHIP		
----------------------	----------------------------------	--	--

Purpose of grant/contribution SELECTED SCHOLARSHIP RECIPIENTS	Amount 14,200
------------------------------------------------------------------	------------------

Name

GRACE EPISCOPAL CHURCH

Street

601 N TEJON ST

City COLORADO SPRINGS	State CO	Zip Code 80903-1009	Foreign Country
--------------------------	-------------	------------------------	-----------------

Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 400
--------------------------------------------------------	---------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
--------------	-------------------	--	--

Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
-------------------------------	--------

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Totals		Net Gain or Loss	
														Gross Sales	Cost, Other Basis and Expenses		
Long Term CG Distributions	Amount	1,677	0												10,907	102,674	0
Short Term CG Distributions															0	0	0
1 X VANGUARD MSCI EMERGING	922042958				8/9/2011		10/3/2012		84		82						256
2 X VANGUARD REIT VIPER	922098553				2/4/2009		8/9/2011		460		204						311
3 X VANGUARD REIT VIPER	922098553				2/4/2009		8/9/2011		567		236						196
4 X W.F. ADV. INDEX FUND-ADMIN	94975G886				2/6/2009		8/9/2011		574		378						200
5 X W.F. ADV. INDEX FUND-ADMIN	94975G886				2/6/2009		10/3/2012		546		346						583
6 X W.F. ADV. INDEX FUND-ADMIN	94975G886				1/16/2012		2/8/2013		401		372						129
7 X W.F. ADV. INDEX FUND-ADMIN	94975G886				2/6/2009		2/8/2013		1,560		977						583
8 X W.F. ADV. C & B LARGE CAP VA	94975J268				2/6/2009		5/9/2011		3,356		2,151						1,205
9 X W.F. ADV. C & B LARGE CAP VA	94975J268				8/1/2012		10/3/2012		178		173						5
10 X W.F. ADV. C & B LARGE CAP VA	94975J268				2/6/2009		10/3/2012		437		268						169
11 X WELLS FARGO ADV. TOT RFL	94975J581				2/13/2012		5/9/2011		1,647		1,632						15
12 X WELLS FARGO ADV. TOT RFL	94975J581				2/13/2012		10/3/2012		1,075		1,062						13
13 X WELLS FARGO ADV. SP SIC V	94975P447				8/1/2012		10/3/2012		449		434						15
14 X WELLS FARGO ADV. SP SIC V	94975P447				8/1/2012		8/1/2012		4,124		3,606						518
15 X WELLS FARGO ADV. EMG MK	94975P751				11/19/2010		10/3/2012		109		114						5
16 X WELLS FARGO ADV. EMG MK	94975P751				10/8/2010		10/9/2012		479		498						119
17 X WELLS FARGO ADV. INTL BON	94989D582				11/19/2010		8/9/2012		2,677		2,764						87
18 X WELLS FARGO ADV. INTL BON	94989D582				2/13/2012		8/9/2012		761		767						9
19 X WELLS FARGO ADV. INTL BON	94989D582				2/4/2011		8/9/2012		578		577						1
20 X WELLS FARGO ADV. INTL BON	94989D582				2/4/2011		10/3/2012		839		812						27
21 X WELLS FARGO ADV. HI INC-INTL	94989J538				2/15/2006		5/9/2011		598		611						13
22 X WELLS FARGO ADV. HI INC-INTL	94989J538				2/15/2006		8/9/2011		1,580		1,600						10
23 X WELLS FARGO ADV. HI INC-INTL	94989J538				2/15/2006		10/3/2012		730		727						3
24 X WELLS FARGO ADV. HI INC-INTL	94989J538				2/15/2006		11/16/2012		1,392		1,399						7
25 X W.F. ADV. GOVT. SECURITIES-1	94989J7579				2/13/2012		5/9/2011		1,924		1,911						13
26 X W.F. ADV. GOVT. SECURITIES-1	94989J7579				8/13/2012		10/3/2012		803		800						3
27 X W.F. ADV. GOVT. SECURITIES-1	94989J7579				2/13/2012		11/16/2012		2,277		2,333						44
28 X W.F. ADV. GOVT. SECURITIES-1	94989J7579				8/13/2012		11/16/2012		1,524		1,520						4
29 X W.F. ADV. GOVT. SECURITIES-1	94989J7579				2/4/2011		11/16/2012		6,547		6,142						405
30 X W.F. ADV. GOVT. SECURITIES-1	94989J7579				2/4/2011		2/8/2013		2,945		2,860						85
31 X W.F. ADV. SHORT-TERM BOND	94989J7652				4/18/2011		8/9/2012		1,878		1,876						2
32 X W.F. ADV. SHORT-TERM BOND	94989J7652				5/9/2012		8/9/2012		3,059		3,059						0
33 X W.F. ADV. SHORT-TERM BOND	94989J7652				2/5/2010		8/9/2012		1,568		1,543						25
34 X W.F. ADV. SHORT-TERM BOND	94989J7652				2/5/2010		10/3/2012		1,095		1,073						22
35 X ISHARES RUSSELL 2000 GROWTH	946287648				12/19/2012		2/8/2013		4,018		3,719						299
36 X KEELEY SMALL CAP VAL FD	947300808				8/11/2009		8/9/2012		5,920		3,556						2,564
37 X KEELEY SMALL CAP VAL FD	947300808				8/11/2011		8/9/2012		1,492		1,290						202
38 X KEELEY SMALL CAP VAL FD	947300808				5/9/2012		8/9/2012		471		457						14
39 X INVESCO INTL GROWTH-Y	947300808				2/13/2012		8/9/2012		1,521		1,493						28
40 X MERGER FD SH BEN INT	948590108				8/1/2012		10/3/2012		287		286						1
41 X MERGER FD SH BEN INT	948590108				5/9/2010		10/3/2012		64		63						1
42 X PIMCO FOREIGN BD USD	949330882				2/13/2012		8/9/2012		830		797						33
43 X PIMCO FOREIGN BD USD	949330882				8/11/2011		8/9/2012		4,229		4,074						172
44 X T ROWE PRICE BLUE CHIP	977545Q106				8/1/2011		10/3/2012		702		659						44
45 X T ROWE PRICE BLUE CHIP	977545Q106				2/13/2012		10/3/2012		416		386						25
46 X TROWE PRICE BLUE CHIP	977545Q106				2/13/2012		8/9/2012		616		664						30
47 X SPDR DJ WILSHIRE INTERN	78463X863				4/18/2011		8/9/2012		39		42						48
48 X SPDR DJ WILSHIRE INTERN	78463X863				4/18/2011		10/3/2012		315		329						3
49 X SPDR DJ WILSHIRE INTERN	78463X863				4/18/2011		10/3/2012		413		412						44
50 X INVESCO INTL GROWTH-Y	948590108				2/13/2012		10/3/2012		507		489						25
51 X INVESCO INTL GROWTH-Y	948590108				2/13/2012		10/3/2012		984		896						18
52 X ARTISAN MID CAP FUND-INS	94314H660				4/10/2012		10/3/2012		403		397						88
53 X ARTISAN MID CAP FUND-INS	94314H660				8/11/2011		8/9/2012		450		455						6
54 X CREDIT SUISSE COMM RT ST	225444R305				8/11/2011		10/3/2012		916		898						45
55 X DREFLUS EMG MKT DEBT LO	261980494				10/8/2010		10/3/2012		671		679						73
56 X JP MORGAN MID CAP VALUE	339128100				2/5/2010		8/9/2012		809		581						228
57 X JP MORGAN MID CAP VALUE	339128100				2/5/2010		8/9/2012		108		75						13
58 X JP MORGAN MID CAP VALUE	339128100				8/11/2011		10/3/2012		392		397						85
59 X JP MORGAN MID CAP VALUE	339128100				8/11/2011		10/3/2012		359		356						85
60 X GOLDMAN SACHS GRTH OP	381424Y01				2/5/2010		4/10/2012		4,994		3,919						1,075
61 X GOLDMAN SACHS GRTH OP	381424Y01				8/11/2011		5/9/2012		2,467		2,177						290
62 X HUSSMAN STRATEGIC GROWTH	381424Y01				2/8/2013		8/9/2012		33		46						22
63 X HUSSMAN STRATEGIC GROWTH	448108100				2/19/2008		8/9/2012		944		1,313						169
64 X HUSSMAN STRATEGIC GROWTH	448108100				2/19/2008		8/9/2012		2,192		1,304						169
65 X HUSSMAN STRATEGIC GROWTH	448108100				2/19/2008		8/9/2012		3,188		4,733						1,545
66 X HUSSMAN STRATEGIC GROWTH	448108100				2/19/2008		8/9/2012		891		1,318						427
67 X HUSSMAN STRATEGIC GROWTH	448108100				2/19/2008		8/9/2012		972		1,119						247
68 X HUSSMAN STRATEGIC GROWTH	448108100				2/19/2008		8/9/2012		704		870						66

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Depreciation	Total		Net Gain or Loss		
												Capital Gains/Losses Other sales	Gross Sales	Cost, Other Basis and Expenses	Basis and Expenses	
	Long Term CG Distributions	1,677											0	102,674	0	8,233
	Short Term CG Distributions	0											0	0	0	0
69	X HUSSMAN STRATEGIC GROWTH FUND	448108100			5/3/2010	10/8/2010	2/8/2013	322	322							.68
70	X HUSSMAN STRATEGIC GROWTH FUND	448108100			11/19/2010	2/8/2013	2/8/2013	135	171							.36
71	X HUSSMAN STRATEGIC GROWTH FUND	448108100			2/4/2011	2/8/2013	2/8/2013	208	257							.49
72	X HUSSMAN STRATEGIC GROWTH FUND	448108100			4/28/2011	2/8/2013	2/8/2013	871	1,000							-129
73	X HUSSMAN STRATEGIC GROWTH FUND	448108100			2/13/2012	2/8/2013	2/8/2013	154	154							.25
74	X HUSSMAN STRATEGIC GROWTH FUND	448108100			2/13/2012	2/8/2013	2/8/2013	179	179							-125
75	X ISHARES RUSSELL 2000 GROWTH FUND	464287648			11/16/2012	2/8/2013	2/8/2013	891	1,016							.65
76	X TCM SMALL CAP GROWTH FUND	87234N849			5/3/2010	10/3/2012	10/3/2012	4,328	3,677							
77	X TCM SMALL CAP GROWTH FUND	87234N849			5/9/2012	11/16/2012	11/16/2012	747	707							.40
78	X TCM SMALL CAP GROWTH FUND	87234N849			8/13/2012	11/16/2012	11/16/2012	674	733							.59
79	X TCM SMALL CAP GROWTH FUND	87234N849			5/3/2010	11/16/2012	11/16/2012	406	431							.29
80	X TCM SMALL CAP GROWTH FUND	87234N849			5/3/2010	11/16/2012	11/16/2012	1,859	1,986							-137
81	X TCM SMALL CAP GROWTH FUND	87234N849			7/7/2010	12/19/2012	12/19/2012	956	968							.13
82	X TCM SMALL CAP GROWTH FUND	87234N849			8/11/2011	12/19/2012	12/19/2012	463	431							.52
83	X TEMPLETON FOREIGN FD - A	880198506			2/13/2012	8/9/2012	8/9/2012	2,556	2,457							.99
84	X TEMPLETON FOREIGN FD - A	880198506			2/13/2012	8/9/2012	8/9/2012	1,817	1,903							.86
85	X TEMPLETON FOREIGN FD - A	880198506			2/13/2012	10/3/2012	10/3/2012	801	800							-1
86	X VANGUARD MSCI EMERGING	922042856			11/19/2010	2/8/2013	2/8/2013	1,334	1,219							.15
						10/3/2012	10/3/2012	293	329							.36

Part I, Line 16b (990-PF) - Accounting Fees

		600	0	0	600
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	600			600

Part I, Line 18 (990-PF) - Taxes

		151	95	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	95	95		
2	ESTIMATED EXCISE TAXES PAID	56			

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1 COST BASIS ADJUSTMENT	1	102
2 PY RETURN OF CAPITAL ADJUSTMENT	2	74
3 Total	3	176

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

6/25/2013 2:28:02 PM - 1215121409 - 1807 - WWS - SMITH THWEBO GRACE CHURCH

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VII: Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	211
2 First quarter estimated tax payment	2	56
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	267

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1 Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	14,524
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
10 Total	10	14,524

Wells Fargo

Page 1 of 2

Tax Transaction Detail (Distributions + Beneficiary)

6/3/2013 15:12:12

Main Account Id:

SMITH TUW FBO GRACE CHURCH

Account Id: 1215121409

Trust Year 4/1/2012 - 3/31/2013

Tax Code/Desc	Paid For	Transactions	Income	Principal
149 BENEFICIARY DISTRIBUTIONS				
	000000000	No Beny Linked		
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR KELSEY CULVER UNIVERSITY OF NORTHERN COLORADO		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR ANDREW DARRESS UNIVERSITY OF COLORADO - BOULDER		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR ELENA HINKLE WILLAMETTE UNIVERSITY		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR SAMUEL HINKLE WHITMAN COLLEGE		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR SPENCER S KELLOGG UNIVERSITY OF COLORADO - CO SPRINGS		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR AUSTIN KIRKPATRICK COLORADO STATE UNIVERSITY		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP - ASHLEIGH KIRKPATRICK COLORADO STATE UNIVERSITY		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP - SIENNA PALOS UNIVERSITY OF COLORADO - BOULDER		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR ELLEN SANDERS UNIVERSITY OF IDAHO		-1,420 00
10/02/12		0 Units	Reg Code: 000	0 00
Added: FYE 04/08/13		DISCRETIONARY DISTRIBUTION HELEN J SMITH SCHOLARSHIP FOR ANDREW THEOBALD MIDDLEBURY COLLEGE		-1,420 00
Total For: No Beny			0 00	-14,200 00
Total for Taxcode: 149			0 00	-14,200 00

Security Type	Name: SMITH TUW FBO GRACE CHURCH	Account #	EIN	CUSIP	Asset Name	FMV	Fed Cost
Account # 1215121409							
FYE: 3-31-13							
Cash	1215121409	84-6152339	589509108		MERGER FD SH BEN INT #260	(\$192.89)	(\$192.89)
Invest - Other	1215121409	84-6152339	693390882		PIMCO FOREIGN BD FD USD H-INST #103	\$6,693.65	\$6,634.60
Invest - Other	1215121409	84-6152339	77954Q106		T ROWE PRICE BLUE CHIP GRWTH #93	\$14,108.41	\$13,746.00
Invest - Other	1215121409	84-6152339	880196506		TEMPLETON FOREIGN FD - ADV #604	\$20,423.79	\$18,072.83
Invest - Other	1215121409	84-6152339	94975G686		WF ADV INDEX FUND-ADMIN #88	\$8,836.66	\$8,216.58
Invest - Other	1215121409	84-6152339	04314H600		ARTISAN MID CAP FUND-INS #1333	\$8,490.61	\$5,128.26
Invest - Other	1215121409	84-6152339	008882532		INVEESCO INTL GROWTH-Y #8516	\$9,832.08	\$9,226.57
Invest - Other	1215121409	84-6152339	261980494		DREYFUS EMG MKT DEBT LOC C-I #6083	\$9,116.91	\$8,267.35
Invest - Other	1215121409	84-6152339	262028855		DRIEHAUS ACTIVE INCOME FUND	\$16,565.80	\$16,074.82
Invest - Other	1215121409	84-6152339	339128100		JP MORGAN MID CAP VALUE-I #758	\$10,419.70	\$10,290.30
Invest - Other	1215121409	84-6152339	94985D582		WELLS FARGO ADV INTL BOND-IS #4705	\$7,780.08	\$4,829.95
Invest - Other	1215121409	84-6152339	94975J581		WFA CORE BD FD-I #944	\$14,053.26	\$13,887.43
Invest - Other	1215121409	84-6152339	94975P751		WELLS FARGO ADV EMG MKT E-INS #4146	\$46,041.21	\$45,118.45
Invest - Other	1215121409	84-6152339	94975Q268		WF ADV C & B LARGE CAP VAL-I #1868	\$9,360.36	\$9,305.70
Invest - Other	1215121409	84-6152339	922908553		VANGUARD REIT VIPER	\$14,143.12	\$8,031.06
Invest - Other	1215121409	84-6152339	94975P447		WELLS FARGO ADV SP S/C VA-IS #4143	\$10,720.56	\$4,483.28
Invest - Other	1215121409	84-6152339	922042858		VANGUARD FTSE EMERGING MARKETS ETF	\$4,439.71	\$3,778.97
Invest - Other	1215121409	84-6152339	949917579		WF ADV GOVT SECURITIES- I #3101	\$9,308.21	\$7,338.19
Invest - Other	1215121409	84-6152339	949917652		WF ADV SHORT-TERM BOND FUND-#13102	\$15,715.93	\$14,820.65
Invest - Other	1215121409	84-6152339	78463X863		SPDR DJ WILSHIRE INTERNATIONAL REAL	\$40,706.59	\$39,957.02
Invest - Other	1215121409	84-6152339	949917538		SPDR DJ WILSHIRE INTERNATIONAL REAL	\$10,838.52	\$7,156.55
Invest - Other	1215121409	84-6152339	949921571		WELLS FARGO ADV HI INC-INS #3110	\$20,212.27	\$17,818.05
Invest - Other	1215121409	84-6152339	367829884		WFA SMALL COMPANY GROWTH -I#3162	\$4,495.18	\$4,321.68
Invest - Other	1215121409	84-6152339	22544R305		GATEWAY FUND - Y #1986	\$14,066.65	\$13,817.75
Invest - Other	1215121409	84-6152339	VP0528308		CREDIT SUISSE COMM RET ST-I #2156	\$13,088.93	\$14,686.32
Savings & Temp Inv	1215121409	84-6152339	VP0528308		FEDERATED TREAS OBL FD 68	\$10,061.25	\$10,061.25
Savings & Temp Inv	1215121409	84-6152339	VP0528308		FEDERATED TREAS OBL FD 68	\$11,811.99	\$11,811.99
					Total Cash and Equivalents	\$21,680.35	\$21,680.35
					Total Other Investments	\$339,458.19	\$305,008.36
					Total	\$361,138.54	\$326,688.71