Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

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

OMB No. 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning MAY 1, 2012 **, and ending** APR 30, 2013

Name of foundation
CATHERINE HAWKINS FOUNDATION
JOHN I. & ELIZABETH TAYLOR, TTEES

A Employer identification number 04-6864140

Number and street (or P O box number if mail is not delivered to street address) WILMINGTON TRUST CO, 1100 N MARKET ST
Room/suite

B Telephone number 617-457-2000

City or town, state, and ZIP code
WILMINGTON, DE 19890-0900

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,111,296.

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

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

	Part I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	**(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	68,802.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	129,498.	127,783.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	102,359.			
	b	Gross sales price for all assets on line 6a 1,164,115.				
	7	Capital gain net income (from Part IV, line 2)		102,359.		
	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)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	300,659.	230,142.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 2	750.	375.		375.
	b	Accounting fees				
	c	Other professional fees STMT 3	33,270.	33,270.		0.
	17	Interest				
	18	Taxes STMT 4	4,698.	3,098.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	467.	397.		70.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	39,185.	37,140.		445.
	25	Contributions, gifts, grants paid	307,500.			307,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	346,685.	37,140.		307,945.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<46,026.>			
	b	**Net investment income** (if negative, enter -0-)		193,002.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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CATHERINE HAWKINS FOUNDATION

Form 990-PF (2012) JOHN I. & ELIZABETH TAYLOR, TTEES 04-6864140 Page 2

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	336,252.	136,711.	136,711.
	2	Savings and temporary cash investments			
	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			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	356,230.	841,120.	896,480.
	b	Investments - corporate stock STMT 8	2,422,435.	3,397,674.	4,837,574.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	1,522,214.	149,344.	240,531.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	4,637,131.	4,524,849.	6,111,296.
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			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,637,131.	4,524,849.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	4,637,131.	4,524,849.	
	31	**Total liabilities and net assets/fund balances**	4,637,131.	4,524,849.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,637,131.
2	Enter amount from Part I, line 27a	2	<46,026.>
3	Other increases not included in line 2 (itemize) ▶ SALES SETTLING FROM PRIOR YEAR	3	3,012.
4	Add lines 1, 2, and 3	4	4,594,117.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	69,268.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,524,849.

Form **990-PF** (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED	P		
b	SEE ATTACHED	P		
c	PASSTHROUGH ENTITIES			
d	PASSTHROUGH ENTITIES			
e	CAPITAL GAINS DIVIDENDS			

	(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	210,759.		235,154.	<24,395.>
b	952,888.		827,390.	125,498.
c				682.
d				106.
e	468.			468.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<24,395.>
b				125,498.
c				682.
d				106.
e				468.

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 } 2 102,359.

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).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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	33,887.	5,459,451.	.006207
2010	261,501.	5,398,476.	.048440
2009	265,031.	5,113,103.	.051834
2008	172,870.	5,023,244.	.034414
2007	327,468.	5,311,979.	.061647

2	**Total** of line 1, column (d)	2	.202542
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	.040508
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,632,436.
5	Multiply line 4 by line 3	5	228,159.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,930.
7	Add lines 5 and 6	7	230,089.
8	Enter qualifying distributions from Part XII, line 4	8	307,945.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1,930.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,930.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,930.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,760.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,760.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	170.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2012)

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WILMINGTON TRUST COMPANY Telephone no.▶302-651-1035

Located at ▶1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 ▶19890-0900

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

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

Form **990-PF** (2012)

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)? ☐ 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)? N/A **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? N/A ☐ 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** X

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? N/A **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.

(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
JOHN I TAYLOR C/O 280 CONGRESS STREET, SUITE 1300 BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
ELIZABETH C TAYLOR C/O 280 CONGRESS STREET, SUITE 1300 BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
WILMINGTON TRUST COMPANY - 1100 NORTH MARKET STREET, WILMINGTON, DE 19890	ASSET MANAGEMENT	28,336.
PATTEN & PATTEN 520 LOOKOUT STREET, CHATTANOOGA, TN 37403	INVESTMENT MANAGEMENT	3,272.
MOODY ALDRICH - 125 SUMMER STREET, 14TH FLOOR, BOSTON, MA 02110	INVESTMENT MANAGEMENT	1,662.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2012)

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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	5,471,480.
b	Average of monthly cash balances	1b	246,729.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,718,209.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,718,209.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	85,773.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,632,436.
6	**Minimum investment return.** Enter 5% of line 5	6	281,622.

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	281,622.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 1,930.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,930.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	279,692.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	279,692.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	279,692.

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	307,945.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	307,945.
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	5	1,930.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	306,015.

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.

Form **990-PF** (2012)

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				279,692.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			216,468.	
b Total for prior years: _____, _____, _____		0.		
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: ▶ $ 307,945.				
a Applied to 2011, but not more than line 2a			216,468.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				91,477.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				188,215.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
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				

Form **990-PF** (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 ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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					
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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WESTERN RESOURCE ADVOCATES 2260 BASELINE ROAD, SUITE 200 BOULDER, CO 80302	NONE	PUBLIC CHARITY	GENERAL FUND	45,000.
BRYN MAWR COLLEGE 101 N. MERION AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	7,500.
SMITH COLLEGE 33 ELM STREET NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	ALUMAE HOUSE	7,500.
UNIVERSITY OF WASHINGTON 348 GOULD HALL SEATTLE, WA 98105	NONE	PUBLIC CHARITY	GENERAL FUND	7,500.
UNIVERSITY OF CALIFORNIA, BERKELEY 2850 TELEGRAPH AVENUE, SUITE 500 BERKELEY, CA 94705	NONE	PUBLIC CHARITY	BOALT HALL ALUMNI CENTER	7,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	307,500.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

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12-05-12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	129,498.	
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			14		
8 Gain or (loss) from sales of assets other than inventory			18	102,359.	
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.		231,857.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 231,857.

(See worksheet in line 13 instructions to verify calculations.)

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

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

223621 12-05-12

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date | ▶ TRUSTEE Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
KATHERINE BURNS	KATHERINE BURNS	09/06/13		P00300843

Firm's name ▶ WILMINGTON TRUST COMPANY | Firm's EIN ▶ 51-0055023

Firm's address ▶ TRUST TAX SERVICES DE3-C070
1100 N MARKET ST WILMINGTON, DE 19890- | Phone no. (302) 651-1942

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ALASKAN WILDERNESS LEAGUE 122 C ST NW, STE 240 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
HIGH COUNTRY CITIZENS ALLIANCE PO BOX 1066 CRESTED BUTTE, CO 81224	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
FRANCESTOWN LAND TRUST PO BOX 132 FRANCESTOWN , NH 03043	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
AMERICAN RIVERS INC 1100 14TH STREET, NW WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
ECO-CYCLE INC PO BOX 19006 BOULDER, CO 80308	NONE	PUBLIC CHARITY	GENERAL FUND	500.
ROCKY MOUNTAIN BIOLOGICAL LABORATORY PO BOX 519 CRESTED BUTTE, CO 81224	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
CRESTED BUTTE LAND TRUST PO BOX 2224 CRESTED BUTTE, CO 181224	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
GRAND CANYON TRUST 2601 N. FORT VALLEY ROAD FLAGSTAFF, AZ 86001	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
ALASKAN CONSERVATION FUND 441 W FIFTH AVENUE STE 402 ANCHORAGE, AK 99501	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
NARSAD 60 CUTTER MILL ROAD STE 404 GREAT NECK, NY 11021	NONE	PUBLIC CHARITY	IN HONOR OF BENJAMIN SCOTT CUSTER	5,000.
Total from continuation sheets				232,500.

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WESTERN RESOURCE ADVOCATES 2260 BASELINE ROAD, SUITE 200 BOULDER, CO 80302	NONE	PUBLIC CHARITY	GENERAL FUND	30,000.
HABITAT FOR HUMANITY 322 W. LAMAR STREET AMERICUS, GA 31709	NONE	PUBLIC CHARITY	GENERAL FUND	4,000.
GUNNISON RANCHLAND CONSERVATION 307 N. MAIN STREET #2A GUNNISON, CO 81230	NONE	PUBLIC CHARITY	GENERAL FUND	15,000.
COLORADO SHAKESPEARE FESTIVAL 277 UCB BOULDER, CO 80309	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
DAIRY CENTER FOR THE ARTS 2590 WALNUT STREET BOULDER, CO 80302	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
TEXTILE MUSEUM 2320 S ST NW WASHINGTON, DC 20008	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
BELL POLICY CENTER 1905 SHERMAN STREET DENVER, CO 80203	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
EFFA FOUNDATION INCORPORATED 17 PARK STREET WANAQUE, NJ 07465	NONE	PUBLIC CHARITY	GENERAL FUND	6,000.
BOULDER SHELTER FOR THE HOMESLESS, INC 4869 NORTH BROADWAY BOULDER, CO 80304	NONE	PUBLIC CHARITY	GENERAL FUND	6,000.
GREENPEACE 702 H STREET NW STE 300 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
Total from continuation sheets				

223631
05-01-12

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL CRISIS GROUP 420 LEXINGTON AVENUE NEW YORK, NY 10170	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
BOALT LAW SCHOOL 2850 TELEGRAPH AVENUE, SUITE 500 BERKELEY, CA 94705	NONE	PUBLIC CHARITY	GENERAL FUND	7,500.
HIMALAYAN CHILDREN'S TRUST PO BOX 3837 ALPHARETTA, GA 30023	NONE	PUBLIC CHARITY	GENERAL FUND	2,000.
INTERNATIONAL CAMPAIGN FOR TIBET 1825 JEFFERSON PLACE WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
CARE PO BOX 7039 MERRIFIELD, VA 22116	NONE	PUBLIC CHARITY	GENERAL FUND	2,000.
BRYN MAWR COLLEGE 101 N. MERION AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	HELFARIAN	7,500.
DOCTORS WITHOUT BORDER 333 SEVENTH AVENUE , 2ND FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
INTERNATIONAL REFUGEE COMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
SCHOOL FOR ADVANCED RESEARCH 660 GARCIA STREET SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL FUND	500.
Total from continuation sheets				

223631
05-01-12

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTRAL CITY OPERA 124 EUREKA STREET CENTRAL CITY, CO 80427	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
CU FOUNDATION PO BOX 17126 DENVER, CO 80217	NONE	PUBLIC CHARITY	TAKACS QUARTET	500.
EARTHJUSTICE 50 CALIFORNIA STREET SAN FRANCISCO, CA 94111	NONE	PUBLIC CHARITY	GENERAL FUND	15,000.
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204	NONE	PUBLIC CHARITY	GENERAL FUND	7,500.
ASHOKA 1700 N. MOORE STREET ARLINGTON, VA 22209	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
CARTER CENTER ONE COPENHILL 453 FREEDOM PARKWAY ATLANTA, GA 30307	NONE	PUBLIC CHARITY	FOR WORK IN WEST BANK OF GAZA AND MIDDLE EAST PEACE PROCESS	10,000.
HUMAN RIGHTS WATCH 350 5TH AVE FL 34 NEW YORK, NY 10118	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
NATIVE AMERICAN RIGHT FUND 1506 BROADWAY BOULDER, CO 80302	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
SMITH COLLEGE 33 ELM STREET NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	ALUMAE HOUSE	7,500.
UNIVERSITY OF WASHINGTON 348 GOULD HALL SEATTLE , WA 98195	NONE	PUBLIC CHARITY	DEPT OF LANDSCAPE ARCHITECTURE	7,500.
Total from continuation sheets				

223631
05-01-12

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PLANNED PARENTHOOD OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
Total from continuation sheets				

223631
05-01-12

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization
CATHERINE HAWKINS FOUNDATION
JOHN I. & ELIZABETH TAYLOR, TTEES

Employer identification number
04-6864140

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year .... ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
CATHERINE HAWKINS FOUNDATION JOHN I. & ELIZABETH TAYLOR, TTEES	04-6864140

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN TAYLOR CONGRESS STREET SUITE 1300 BOSTON, MA 02110	$ 10,742.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	JOHN TAYLOR CONGRESS STREET SUITE 1300 BOSTON, MA 02110	$ 58,060.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
CATHERINE HAWKINS FOUNDATION JOHN I. & ELIZABETH TAYLOR, TTEES	04-6864140

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	360 SHS JOHNSON AND JOHNSON	$ 10,742.	11/14/12
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	836 SHARES ORACLE CORPORATION	$ 58,060.	11/14/12
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
CATHERINE HAWKINS FOUNDATION JOHN I. & ELIZABETH TAYLOR, TTEES	04-6864140

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NON TAXABLE DIVIDEND	1,715.	0.	1,715.
PARTNERSHIPS	27.	0.	27.
WTC	128,224.	468.	127,756.
TOTAL TO FM 990-PF, PART I, LN 4	129,966.	468.	129,498.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICES	750.	375.		375.
TO FM 990-PF, PG 1, LN 16A	750.	375.		375.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN AND INVESTMENT MANAGEMENT FEES	33,270.	33,270.		0.
TO FORM 990-PF, PG 1, LN 16C	33,270.	33,270.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	3,098.	3,098.		0.
FEDERAL ESTIMATED TAX	1,600.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,698.	3,098.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FILING FEE	70.	0.		70.
ADR FEES	47.	47.		0.
FROM PASS-THROUGH ENTITIES	350.	350.		0.
TO FORM 990-PF, PG 1, LN 23	467.	397.		70.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
PARTNERSHIP INCOME ADJUSTMENT	465.
ADJUSTMENT FOR CONTRIBUTED STOCK	68,803.
TOTAL TO FORM 990-PF, PART III, LINE 5	69,268.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		841,120.	896,480.
TOTAL U.S. GOVERNMENT OBLIGATIONS			841,120.	896,480.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			841,120.	896,480.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	3,397,674.	4,837,574.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,397,674.	4,837,574.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	149,344.	240,531.
TOTAL TO FORM 990-PF, PART II, LINE 13		149,344.	240,531.

CATHERINE HAWKINS FOUNDATION - 04-6864140
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
100. CABELA'S INC	10/19/2011	05/09/2012	3,555.42	2,451.17	1,104.25
80. HUNTSMAN CORPORATION	08/16/2011	05/09/2012	1,160.91	1,125.60	35.31
34. HESS CORPORATION	05/20/2011	05/17/2012	1,524.34	2,644.18	-1,119.84
1275. HESS CORPORATION	12/07/2011	05/17/2012	57,162.58	75,975.21	-18,812.63
50. CLOUD PEAK ENERGY INC	08/16/2011	05/25/2012	789.10	1,037.61	-248.51
80. W R GRACE & CO DEL NEW COMMON	08/16/2011	05/25/2012	4,208.10	3,236.00	972.10
100. BABCOCK & WILCOX COMPANY	08/16/2011	06/04/2012	2,330.19	2,283.71	46.48
100. BABCOCK & WILCOX COMPANY	08/16/2011	06/05/2012	2,319.04	2,283.71	35.33
150. BABCOCK & WILCOX COMPANY	09/26/2011	06/06/2012	3,544.09	2,917.19	626.90
50. CABELA'S INC	10/19/2011	07/13/2012	1,958.55	1,225.59	732.96
250. HUNTSMAN CORPORATION	08/16/2011	07/13/2012	2,882.13	3,517.50	-635.37
100. PPL CORP COM	08/16/2011	07/13/2012	2,827.52	2,683.00	144.52
30. SEMPRA ENERGY COM	08/16/2011	07/13/2012	2,059.77	1,472.53	587.24
750. JOHNSON CONTROLS INC COM	02/03/2012	08/03/2012	18,431.81	25,214.25	-6,782.44
60. WEYERHAEUSER CO COM	08/16/2011	08/03/2012	1,416.65	1,023.59	393.06
1000. MICRON TECHNOLOGY INC COM	08/16/2011	08/15/2012	6,478.55	6,405.00	73.55
150. PPL CORP COM	08/16/2011	08/15/2012	4,441.49	4,024.50	416.99
150. OSHKOSH CORPORATION	11/09/2011	09/05/2012	3,812.39	3,218.22	594.17
100. UNITED STS STL CORP NEW	02/28/2012	10/03/2012	1,872.95	2,801.86	-928.91
200. OSHKOSH CORPORATION	11/09/2011	10/11/2012	5,994.98	4,290.96	1,704.02
200. GSI GROUP INC	VAR	10/17/2012	1,594.24	2,455.16	-860.90
250. WPX ENERGY INC-W/I	02/21/2012	10/17/2012	4,463.09	4,801.28	-338.19
.3333 KRAFT FOODS GROUP INC	10/16/2012	10/24/2012	15.33	15.56	-0.23
250. MONDELEZ INTERNATIONAL INC	VAR	11/21/2012	6,339.03	6,489.17	-150.14
400. GSI GROUP INC	VAR	11/26/2012	2,965.92	4,800.66	-1,834.74
750. E I DUPONT DE NEMOURS & CO COMMON	04/05/2012	01/11/2013	34,325.23	39,774.38	-5,449.15
330. SWIFT TRANSPORATION CO	VAR	01/30/2013	4,465.25	3,177.81	1,287.44
150. UNITED STS STL CORP NEW	VAR	02/06/2013	3,439.26	3,647.24	-207.98
400. EXELIS	VAR	02/08/2013	4,398.02	3,965.58	432.44
10. GOOGLE INC CL A	08/15/2012	02/25/2013	8,048.87	6,650.80	1,398.07
6.054 RS GLOBAL NATURAL RESOURCES FUND	12/13/2012	02/25/2013	224.24	221.56	2.68
150. KRAFT FOODS GROUP INC	VAR	04/23/2013	7,626.27	6,595.16	1,031.11
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
290. SWIFT TRANSPORATION CO	VAR	04/23/2013	4,083.94	2,728.61	1,355.33
Totals			210,759.00	235,154.00	-24,395.00

CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
81. HESS CORPORATION	VAR	05/17/2012	3,631.51	4,284.30	-652.79
60. AMAZON.COM INC	VAR	06/26/2012	13,529.00	8,612.03	4,916.97
60. ANADARKO PETROLEUM CORP	VAR	06/26/2012	3,618.36	4,464.14	-845.77
750. APACHE CORP COM	11/03/2006	06/26/2012	61,900.69	49,597.50	12,303.19
275. ASTRAZENECA GROUP PLC					
SPONSORED ADR	VAR	06/26/2012	11,884.57	12,330.78	-446.21
500. FLUOR CORP	04/30/2009	06/26/2012	22,900.74	19,690.60	3,210.14
750. GENERAL DYNAMICS CORP COM	05/31/2007	06/26/2012	46,620.68	60,435.00	-13,814.32
985. PROCTER & GAMBLE CO COM	VAR	06/26/2012	58,528.18	62,315.45	-3,787.27
275. ALTRIA GROUP INC	VAR	08/03/2012	9,860.64	5,768.94	4,091.70
185. CITRIX SYSTEMS INC COM	VAR	08/03/2012	13,461.71	12,571.43	890.28
155. DEVON ENERGY CORP	VAR	08/03/2012	8,781.71	10,115.55	-1,333.84
325. JOHNSON CONTROLS INC COM	VAR	08/03/2012	7,987.12	9,339.34	-1,352.22
275. MONSANTO COMPANY	VAR	08/03/2012	23,951.30	18,278.93	5,672.37
200. NOBLE ENERGY INC	VAR	08/03/2012	17,589.12	15,641.94	1,947.18
185. NORTHROP GRUMMAN CORP	VAR	08/03/2012	12,283.28	9,519.32	2,763.96
140. POTASH CORP OF SASKATCHEWA					
N INC	VAR	08/03/2012	5,980.33	7,288.64	-1,308.31
325. STARBUCKS CORP COM	VAR	08/03/2012	14,245.92	8,973.44	5,272.48
100. MARATHON PETROLEUM					
CORPORATION	08/16/2011	08/17/2012	4,925.93	3,914.42	1,011.51
50. AT&T INC	08/16/2011	08/23/2012	1,828.45	1,435.50	392.95
100. SEMPRA ENERGY COM	08/16/2011	09/04/2012	6,592.27	4,908.44	1,683.83
30000. FNMA					
4.375% 9/15/12	02/26/2004	09/15/2012	30,000.00	30,330.48	-330.48
600. EATON CORP COM	06/22/2010	09/17/2012	28,323.98	21,768.00	6,555.98
600. BEST BUY COMPANY INC	VAR	10/03/2012	10,582.26	17,902.92	-7,320.66
500. NUCOR CORP COMMON	12/18/2009	10/03/2012	18,968.37	21,833.50	-2,865.13
400. TEVA PHARMACEUTICAL SPONS	06/21/2010	10/03/2012	16,371.15	21,183.40	-4,812.25
100. CLOUD PEAK ENERGY INC	08/16/2011	10/26/2012	2,081.25	2,075.22	6.03
250. BANK AMER CORP	08/16/2011	11/06/2012	2,464.94	1,887.50	577.44
100. CABELA'S INC	VAR	12/17/2012	4,108.72	2,406.65	1,702.07
Totals					

CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
600. OSHKOSH CORPORATION	VAR	12/20/2012	17,710.16	18,816.20	-1,106.04
600. TESCO CORP	VAR	01/02/2013	7,030.21	8,720.70	-1,690.49
360. EXELIS	VAR	01/03/2013	4,173.10	3,943.00	230.10
600. EMC CORP MASS COM	VAR	01/11/2013	14,323.67	9,688.92	4,634.75
950. NEWS CORP INC-A	VAR	01/11/2013	25,552.14	10,395.22	15,156.92
425. PHILLIPS 66	VAR	01/11/2013	21,517.56	15,388.94	6,128.62
1000. SECTOR SPDR HEALTH CARE	07/11/2011	01/11/2013	41,701.96	35,417.82	6,284.14
120. BUNGE LIMITED	VAR	01/11/2013	8,875.90	6,116.05	2,759.85
160. BANK AMER CORP	08/16/2011	01/30/2013	1,831.95	1,208.00	623.95
40. MARATHON PETROLEUM CORPORATION	08/16/2011	01/30/2013	2,888.73	1,565.77	1,322.96
1000. MICRON TECHNOLOGY INC COM	VAR	02/06/2013	7,966.62	5,281.57	2,685.05
150. UNITED STS STL CORP NEW	12/16/2011	02/06/2013	3,439.26	3,893.10	-453.85
240. EXELIS	11/09/2011	02/08/2013	2,638.81	2,514.41	124.40
2021.567 RS GLOBAL NATURAL RESOURCES FUND	02/02/2012	02/25/2013	74,878.84	75,364.02	-485.18
50. GOOGLE INC CL A	VAR	02/27/2013	39,657.54	25,401.16	14,256.38
1900. ISHARES MSCI AUSTRALIA ETF	VAR	02/27/2013	50,547.80	43,118.79	7,429.01
3500. ISHARES MSCI CANADA ETF	VAR	02/27/2013	98,067.10	75,310.86	22,756.24
1550. ISHARES MSCI SWEDEN ETF	04/23/2009	02/27/2013	49,912.75	26,369.27	23,543.48
1500. MPG OFFICE TRUST INC REIT	VAR	02/28/2013	3,912.80	3,833.55	79.26
640. MGIC INVT CORP WIS	VAR	03/12/2013	3,238.32	1,496.43	1,741.89
305. MGIC INVT CORP WIS	10/07/2011	03/26/2013	1,357.64	677.53	680.11
110. MARATHON PETROLEUM CORPORATION	VAR	04/03/2013	8,663.42	3,995.19	4,668.23
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			952,888.00	827,390.00	125,499.00
Totals			952,888.00	827,390.00	125,499.00

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WILMINGTON TRUST

Investment Detail

Group Name: Catherine Hawkins Foundation

Across Account(s) Combine Principal and Income
As of April 30, 2013

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)
Base Currency - U.S._Dollar									
Equity									
3M CO	300 0000	31,413 00	51	104 7100	22,234 00	74 1133	9,179 00	762 00	2 43
ACCURIDE CORP	2,390.0000	12,284.60	.20	5 1400	12,909 98	5 4017	(625 38)	00	
ACE LIMITED	1,200 0000	106,968 00	1 75	89 1400	58,216 30	48 5136	48,751.70	2,352 00	2 20
ALERIAN MLP ETF	1,000 0000	17,800 00	29	17 8000	15,267 06	15 2671	2,532 94	1,014 00	5 70
ALLERGAN INC	635 0000	72,104 25	1 18	113 5500	34,635.51	54 5441	37,468 74	127 00	18
AMEREN CORPORATION	350 0000	12,687 50	21	36 2500	10,243 19	29 2663	2,444.31	560 00	4 41
AMERICAN EXPRESS CO	300 0000	20,523 00	34	68 4100	17,091 69	56 9723	3,431 31	276 00	1 34
AMERICAN INTERNATIONAL GROUP INCORPORATED	400 0000	16,568 00	27	41 4200	14,125 00	35 3125	2,443 00	.00	
ANADARKO PETROLEUM CORP	350 0000	29,666 00	49	84 7600	21,439.08	61 2545	8,226 92	126 00	42
ANALOG DEVICES INC ATTACHED RIGHTS	1,600 0000	70,384 00	1 15	43 9900	50,445 12	31.5282	19,938 88	2,176 00	3 09
ANHEUSER-BUSCH INBEV NV	575 0000	54,981 50	90	95 6200	33,307 34	57 9258	21,674.16	1,064 33	1 94
APPLE INC	450 0000	199,251 00	3 26	442 7800	90,619.12	201 3758	108,631 88	5,490.00	2 76
AT&T INC	1,750 0000	65,555 00	1.07	37.4600	31,791.24	18 1664	33,763 76	3,150 00	4 81
BANK OF AMERICA CORPORATION	840 0000	10,340 40	17	12.3100	5,835 10	6 9465	4,505 30	33.60	32
BANK OF NEW YORK MELLON CORPORATION	500 0000	14,110 00	23	28 2200	10,195 00	20 3900	3,915 00	300 00	2 13
BAXTER INTERNATIONAL	150 0000	10,480 50	.17	69.8700	8,034 66	53.5644	2,445 84	270 00	2 58
BERKSHIRE HATHAWAY INC DELAWARE CLASS B	1,000.0000	106,320 00	1 74	106 3200	15,581 85	15 5819	90,738 15	00	
BOEING CO COM	650 0000	59,416 50	97	91.4100	46,225 99	71 1169	13,190 51	1,261 00	2 12
BRISTOL-MYERS SQUIBB CO	1,125 0000	44,685 00	73	39 7200	32,572 24	28 9531	12,112 76	1,575 00	3 52
BROOKLINE BANCORP INC	940 0000	7,896 00	.13	8 4000	7,347 79	7 8168	548 21	319 60	4 05
CANADIAN NATIONAL RAILWAY COMPANY	500 0000	48,990 00	80	97 9800	20,203 00	40 4060	28,787 00	837 50	1 71
CLEAR CHANNEL OUTDOOR HOLDINGS INCORPORATED	1,250 0000	9,037 50	15	7 2300	2,594 30	2 0754	6,443 20	00	
CLOUD PEAK ENERGYINC	300.0000	5,862.00	.10	19 5400	6,225 66	20 7522	(363 66)	00	
COCA COLA CO COM	800 0000	33,864 00	55	42 3300	22,540 00	28 1750	11,324 00	896 00	2 65
COMCAST CORP CLASS A	1,200 0000	49,560 00	81	41 3000	35,511 00	29.5925	14,049 00	936 00	1 89
COMMERCIAL METALS COMPANY	500 0000	7,310 00	12	14 6200	5,999 00	11.9980	1,311 00	240 00	3 28
CONOCOPHILLIPS	850 0000	51,382 50	.84	60 4500	48,804.67	57.4173	2,577 83	2,244 00	4 37
CORNING INC	2,370 0000	34,365 00	56	14 5000	43,090 29	18.1816	(8,725 29)	948 00	2 76
COVIDIEN PLC	200.0000	12,768 00	21	63 8400	11,972 48	59 8624	795 52	208.00	1 63
CVS/CAREMARK CORPORATION	900 0000	52,362 00	86	58 1800	35,571 96	39 5244	16,790 04	810 00	1 55

WILMINGTON TRUST

Investment Detail

Group Name: Catherine Hawkins Foundation

Across Account(s) Combine Principal and Income
As of April 30, 2013

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)
DANAHER CORP COM	900 0000	54,846.00	90	60 9400	38,916 43	43 2405	15,929 57	90 00	16
WALT DISNEY CO	1,825.0000	114,683 00	1 88	62 8400	50,504 47	27 6737	64,178 53	1,368 75	1 19
DOW CHEMICAL CO	800 0000	27,128 00	44	33 9100	16,448 00	20 5600	10,680.00	1,024 00	3 77
DR PEPPER SNAPPLE GROUP INCORPORATED	825 0000	40,284 75	66	48 8300	34,828 70	42.2166	5,456 05	1,254 00	3 11
EXELON CORPORATION	305 0000	11,440.55	.19	37 5100	12,129 74	39 7696	(689 19)	378 20	3 31
EXPRESS SCRIPTS HOLDING C	650 0000	38,590 50	63	59 3700	33,803.84	52 0059	4,786 66	00	
EXXON MOBIL CORP	1,000 0000	88,990 00	1 46	88.9900	15,038 68	15 0387	73,951.32	2,520 00	2.83
FARMER BROS CO	755.0000	11,438 25	19	15 1500	9,990 09	13 2319	1,448 16	00	
FIRST REPUBLIC BANK/SAN FRANCISCO	500 0000	18,990 00	31	37 9800	14,839 50	29 6790	4,150 50	240 00	1.26
FORD MOTOR CO	1,500 0000	20,565.00	.34	13.7100	19,197 00	12.7980	1,368 00	600.00	2 92
FREEPORT-MCMORAN COPPER & GOLD INC	500 0000	15,215.00	25	30 4300	17,172.33	34.3447	(1,957 33)	625 00	4 11
GENERAL ELECTRIC COMPANY	3,600 0000	80,244 00	1 31	22 2900	71,535 13	19 8709	8,708 87	2,736 00	3 41
GENERAL MOTORS COMPANY	450 0000	13,878 00	23	30 8400	9,444 15	20 9870	4,433 85	00	
GOLDMAN SACHS GROUP INC COM	40 0000	5,842 80	10	146 0700	4,734 40	118 3600	1,108 40	80 00	1 37
GOOGLE INC CLASS A	140 0000	115,439 80	1 89	824 5700	52,477 25	374 8375	62,962 55	00	
GREAT PLAINS ENERGY INC COM	500 0000	12,065 00	20	24 1300	10,532 20	21 0644	1,532 80	435 00	3.61
HANOVER INSURANCE GROUP INC	250 0000	12,607 50	21	50 4300	9,638 62	38 5545	2,968.88	330.00	2 62
HARBOR INTERNATIONAL FUND CLASS INVESTOR	4,844 7010	314,614 88	5 15	64 9400	299,741.66	61 8700	14,873 22	5,091 78	1 62
INTERNATIONAL PAPER CO COM	600 0000	28,188 00	46	46 9800	16,012 80	26.6880	12,175 20	720 00	2 55
ISHARES CORE S&P MID-CAP ETF	550 0000	63,668 00	1 04	115 7600	60,463 16	109 9330	3,204 84	849 20	1 33
ISHARES MSCI BRAZIL CAPPED ETF	825 0000	45,498 75	.74	55 1500	57,479 19	69 6717	(11,980 44)	1,294 42	2 84
ISHARES MSCI EAFE ETF	3,050 0000	188,917 00	3 09	61 9400	122,094 83	40 0311	66,822 17	5,364 95	2 84
ISHARES MSCI EMERGING MARKETS ETF	2,000 0000	86,580 00	1 42	43 2900	68,521 90	34 2609	18,058 10	1,490 00	1 72
JOHNSON & JOHNSON	660 0000	56,251.80	92	85 2300	19,498 51	29 5432	36,753 29	1,742 40	3 10
JPMORGAN CHASE & CO	2,000 0000	98,020 00	1 60	49 0100	73,279 89	36 6399	24,740 11	2,400.00	2 45
KIMBERLY CLARK CORP	300 0000	30,957.00	51	103 1900	16,460 20	54 8673	14,496 80	972 00	3 14
KOHLS CORP COM	240.0000	11,294 40	18	47 0600	10,921.23	45 5051	373 17	336 00	2 97
KRONOS WORLDWIDE INCORPORATED	700 0000	12,376 00	20	17.6800	11,123 88	15 8913	1,252.12	420 00	3 39
MARKET VECTORS AGRIBUSINESS ETF	900 0000	48,834 00	80	54.2600	39,493 95	43 8822	9,340.05	874 80	1.79
MCDONALD'S CORPORATION	700 0000	71,498.00	1 17	102.1400	40,596 43	57 9949	30,901.57	2,156 00	3 02
MERCK & COMPANY INC	1,200 0000	56,400.00	92	47 0000	46,007 40	38.3395	10,392.60	2,064 00	3 66
MGIC INVT CORP WIS ATTACHED RTS EXP 7-22-2009	3,055 0000	16,497 00	27	5 4000	5,763 68	1 8866	10,733 32	00	
MICROSOFT CORP	1,350 0000	44,685 00	73	33 1000	25,957 04	19 2274	18,727.96	1,242 00	2 78

Investment Detail

Group Name: Catherine Hawkins Foundation

Across Account(s) Combine Principal and Income
As of April 30, 2013

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)
NATIONAL OILWELL VARCO INC	450.0000	29,349 00	.48	65 2200	31,681 63	70 4036	(2.332 63)	234 00	80
NEW YORK TIMES COMPANY CLASS A	200 0000	1,772 00	03	8.8600	4 79	0240	1,767 21	00	
NUANCE COMMUNICATIONS INC	500 0000	9,520 00	16	19 0400	9,019.00	18 0380	501 00	00	
ORACLE CORPORATION COM	3,686 0000	120,827 08	1.98	32.7800	74,859.86	20.3092	45,967.22	884.64	73
PEPSICO INC COM	825 0000	68,037 75	1 11	82 4700	57,022 93	69 1187	11,014 82	1,773 75	2.61
PFIZER INC	2,000 0000	58,140 00	95	29.0700	50,854.40	25.4272	7,285 60	1,920.00	3 30
PRAXAIR INC COM	250 0000	28,575 00	47	114 3000	23,379.45	93 5178	5,195 55	600 00	2 10
PRICELINE COM INCORPORATED	30 0000	20,879 70	.34	695.9900	21,066 30	702 2100	(186 60)	.00	
PUBLIC SERVICE ENTERPRISE GROUP INC	1,000 0000	36,610.00	.60	36.6100	30,147 40	30 1474	6,462 60	1,440 00	3 93
QUALCOMM INC COM	750.0000	46,200 00	76	61 6000	46,344 93	61 7932	(144 93)	1,050 00	2 27
ROCHE HLDG LTD SPONSORED ADR	600 0000	37,452 00	61	62 4200	22,014 00	36 6900	15,438 00	974 40	2 60
ROFIN-SINAR TECHNOLOGIES INCORPORATED	485 0000	12,076.50	20	24 9000	11,479 70	23 6695	596 80	00	
SAIC INCORPORATED	840 0000	12,549 60	21	14 9400	10,217.68	12.1639	2,331 92	403 20	3 21
SCHLUMBERGER LTD	800 0000	59,544 00	97	74 4300	46,098 84	57 6235	13,445.16	1,000 00	1 68
SOUTHWESTERN ENERGY COMPANY	500.0000	18,710 00	.31	37.4200	21,255 00	42 5100	(2,545 00)	00	
SPDR CONSUMER STAPLES SELECT ETF	1,075 0000	44,010 50	72	40 9400	33,919 59	31 5531	10,090 91	1,159 92	2 64
SPDR S&P GLOBAL NATURAL RESOURCES ETF	1,750 0000	86,922 50	1 42	49 6700	88,978 05	50 8446	(2.055 55)	1,708 00	1 96
STAG INDUSTRIAL REAL ESTATE INVESTMENT TRUST	400 0000	8,816.00	14	22 0400	4,951 78	12 3794	3,864.22	480 00	5 44
SWIFT TRANSPORATION COMPANY	380 0000	5,327 60	09	14 0200	3,364.30	8 8534	1,963 30	00	
SYNGENTA AG ADR	800 0000	68,400.00	1 12	85 5000	38,002.47	47 5031	30,397 53	1,348 80	1 97
TARGET CORP COM	1,000 0000	70,560 00	1 15	70 5600	54,047 11	54 0471	16,512 89	1,440 00	2 04
TECO ENERGY INC	500 0000	9,565 00	16	19 1300	8,740 45	17 4809	824 55	440 00	4 60
TEXTAINER GROUP HOLDINGS LTD	200 0000	7,734.00	13	38 6700	5,005 62	25 0281	2,728 38	360 00	4 65
TIFFANY & CO	300.0000	22,104 00	36	73.6800	17,947 80	59 8260	4,156.20	384 00	1 74
TRACTOR SUPPLY COMPANY	200 0000	21,434 00	35	107.1700	19,048 97	95 2449	2,385 03	160 00	75
UNITED PARCEL SERVICE CL B	250 0000	21,460 00	35	85 8400	17,043 23	68 1729	4,416 77	620 00	2 89
UNITED TECHNOLOGIES CORP COM	900.0000	82,161 00	1 34	91 2900	53,959.53	59 9550	28,201 47	1,926.00	2 34
VANGUARD FTSE EMERGING MARKETS ETF	4,000 0000	175,040 00	2 86	43.7600	173,580 93	43 3952	1,459 07	4,132 00	2 36
VANGUARD SMALL-CAP ETF	3,000 0000	274,260 00	4 49	91 4200	143,525.35	47 8418	130,734 65	4,455 00	1 62
VERIZON COMMUNICATIONS COM	1,200.0000	64,692.00	1 06	53 9100	44,910 64	37 4255	19,781 36	2,472 00	3 82
VISA INCORPORATED	250 0000	42,115.00	69	168 4600	13,749.08	54 9963	28,365 92	330 00	78
WELLS FARGO & CO	3,000 0000	113,940 00	1 86	37.9800	87,857 40	29 2858	26,082 60	3,600.00	3 16

WILMINGTON TRUST

Investment Detail

Group Name: Catherine Hawkins Foundation

Across Account(s) Combine Principal and Income
As of April 30, 2013

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)
WEYERHAEUSER CO COM	400 0000	12,204 00	20	30 5100	6,823 96	17.0599	5,380 04	320 00	2 62
WPX ENERGY INC-W/I	730.0000	11,409.90	.19	15.6300	12,412.99	17 0041	(1.003 09)	00	
XYLEM INC-W/I	350 0000	9,712.50	16	27 7500	9,083.00	25 9514	629 50	163 10	1 68
TOTAL Equity									
	96,490.7010	**4,837,573.86**	**79.16**		**3,397,674.06**		**1,439,899.80**	**102,453.34**	
Fixed Income									
ISHARES 1-3 YEAR TREASURY BOND ETF	2,000.0000	169,020 00	2 77	84.5100	160,320 00	80 1600	8,700 00	- 546 00	32
ISHARES CORE TOTAL U S. BOND MARKET ETF	2,000 0000	223,080 00	3 65	111 5400	204,169.86	102 0849	18,910 14	5,428 00	2 43
ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND ETF	400 0000	48,852 00	.80	122 1300	37,063 76	92 6594	11,788 24	1,820.00	3 73
PIMCO HIGH YIELD FUND CLASS P	8,009.0280	78,728 75	1 29	9 8300	76,080 80	9 4994	2,647 95	4,517 09	5 74
WELLS FARGO ADVANTAGE SHORT-TERM HIGH YIELD BOND FUND CLASS ADMINISTRATOR	4,523 5120	37,680.85	62	8.3300	37,585.34	8.3089	95 51	1,524 42	4 05
FEDERAL FARM CREDIT BANK DTD 05/24/2006 5.400% 06/24/2013 NON CALLABLE	50,000.0000	50,389 00	.82	100 7780	54,513 00	109.0260	(4.124 00)	2,700 00	5.36
FEDERAL FARM CREDIT BANK DTD 08/10/2005 4 700% 08/10/2015 NON CALLABLE	50,000 0000	54,901.00	90	109 8020	52,068 50	104 1370	2,832 50	2,350 00	4 28
FEDERAL HOME LOAN MORTGAGE CORP DTD 01/13/2006 4 750% 01/19/2016 NON CALLABLE	50,000 0000	55,946 00	92	111.8920	55,001 15	110 0023	944 85	2,375 00	4 25
FEDERAL HOME LOAN BANK DTD 05/02/2007 4 875% 05/17/2017 NON CALLABLE	50,000 0000	58,634 00	96	117 2680	55,405 20	110 8104	3,228 80	2,437 50	4 16
FEDERAL FARM CREDIT BANK DTD 07/05/2005 4 500% 01/05/2018 NON CALLABLE	50,000 0000	58,708 50	96	117 4170	53,428 00	106 8560	5,280 50	2,250 00	3 83
FEDERAL FARM CREDIT BANK DTD 09/21/2005 4.730% 10/21/2019 NON CALLABLE	50,000 0000	60,540 00	99	121 0800	55,484 00	110.9680	5,056 00	2,365 00	3 91
TOTAL Fixed Income									
	316,932.5400	**896,480.10**	**14.67**		**841,119.61**		**55,360.49**	**28,313.01**	

WILMINGTON
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Investment Detail

Group Name: Catherine Hawkins Foundation

Across Account(s) Combine Principal and Income
As of April 30, 2013

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)
Inflation Hedges									
ISHARES TIPS BOND ETF	600 0000	73,290 00	1 20	122 1500	57,987 50	96 6458	15,302.50	1,470.00	2 01
POWERSHARES DB COMMODITY INDEX TRACKING FUND ETF	1,475 0000	38,748 25	63	26 2700	32,460.41	22.0071	6,287 84	00	
SPDR GOLD SHARES	900 0000	128,493 00	2 10	142 7700	58,896 00	65 4400	69,597.00	00	
TOTAL Inflation Hedges									
	2,975.0000	**240,531.25**	**3.94**		**149,343.91**		**91,187.34**	**1,470.00**	
Cash & Currency									
WILMINGTON PRIME MONEY MARKET FUND CLASS SELECT	136,025.0000	136,025 00	2 23	1.0000	136,025.00	1.0000	.00	27 61	02
WILMINGTON TRUST BANK DEPOSIT SWEEP	686.6500	686 65	01	1 0000	686 65	1 0000	00	2 06	30
TOTAL Cash & Currency									
	136,711.6500	**136,711.65**	**2.24**		**136,711.65**		**.00**	**29.67**	
TOTAL Base Currency - U.S._Dollar									
	553,109.8910	**6,111,296.86**	**100.00**		**4,524,849.23**		**1,586,447.63**	**132,266.02**	

+ *Unknown*
^ *Incomplete*
* *A period end market value is unavailable Last provided value is displayed*
*** Only investments held as of the specified date appear on this report.***