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

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

2012**Open to Public Inspection**

For calendar year 2012 or tax year beginning

05/01, 2012, and ending

04/30, 2013

Name of foundation

GREATER DENFELD FOUNDATION INC 14296900

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

P O BOX 64713; TRUST TAX SERVICES

City or town, state, and ZIP code

ST. PAUL, MN 55164-0713

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

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) ▶ \$ 6,747,162.

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

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

A Employer identification number

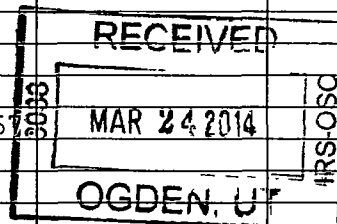
23-7182610

B Telephone number (see instructions)

218- 723-2894

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	132,736.			
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	180,914.	180,914.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	43,157.			
b Gross sales price for all assets on line 6a	679,806.			
7 Capital gain net income (from Part IV, line 2)		43,157.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	6,853.	-147.		STMT 7
12 Total. Add lines 1 through 11	363,660.	223,924.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages	550.	NONE	NONE	550.
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) STMT. 8	36,104.	28,883.		7,221.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT. 9	9,361.	2,571.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT. 10	6,278.	5.		6,273.
24 Total operating and administrative expenses. Add lines 13 through 23	52,293.	31,459.	NONE	14,044.
25 Contributions, gifts, grants paid	310,454.			310,454.
26 Total expenses and disbursements Add lines 24 and 25	362,747.	31,459.	NONE	324,498.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	913.			
b Net investment income (if negative, enter -0-)		192,465.		
c Adjusted net income (if negative, enter -0-)				

SCANNED
MAR 27 2014

Operating and Administrative Expenses

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	344.		
	2	Savings and temporary cash investments	51,757.	201,119.	201,119.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule) . STMT 11	3,376,125.	3,407,840.	4,436,453.
	c	Investments - corporate bonds (attach schedule) . STMT 18	2,244,475.	2,064,792.	2,106,955.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ACCRUED INCOME)	2,344.	2,635.	2,635.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,675,045.	5,676,386.	6,747,162.	
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 ▶ 2012 RETURN OF CAPITAL ADJUS)		419.	
23	Total liabilities (add lines 17 through 22)		419.		
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	5,675,045.	5,675,967.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	Total net assets or fund balances (see instructions)	5,675,045.	5,675,967.	
31	Total liabilities and net assets/fund balances (see instructions)	5,675,045.	5,676,386.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,675,045.
2	Enter amount from Part I, line 27a	2	913.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING DIFFERENCES	3	9.
4	Add lines 1, 2, and 3	4	5,675,967.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,675,967.

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 679,806.		636,649.	43,157.		
b					
c					
d					
e					
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			43,157.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	43,157.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	245,367.	6,121,144.	0.040085
2010			
2009			
2008			
2007			
2 Total of line 1, column (d)			0.040085
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			0.040085
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			6,326,661.
5 Multiply line 4 by line 3			253,604.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,925.
7 Add lines 5 and 6			255,529.
8 Enter qualifying distributions from Part XII, line 4			324,498.

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	1,925.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	1,925.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,925.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,602.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,602.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,677.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 1,928. Refunded ☒ 749.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>U S BANK N.A.</u> Telephone no <u>(218) 723-2894</u> Located at <u>130 W SUPERIOR ST, DULUTH, MN</u> ZIP+4 <u>55802</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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	
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 <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 20	-	-0-	-0-	-0-

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

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

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

NONE

Form 990-PF (2012)

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

Form 990-PF (2012)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,206,449.
b	Average of monthly cash balances	1b	216,557.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,423,006.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,423,006.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	96,345.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,326,661.
6	Minimum investment return. Enter 5% of line 5	6	316,333.

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	316,333.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,925.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,925.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	314,408.
4	Recoveries of amounts treated as qualifying distributions	4	7,000.
5	Add lines 3 and 4	5	321,408.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	321,408.

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	324,498.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	324,498.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,925.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	322,573.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				321,408.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			57,531.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 324,498.				
a Applied to 2011, but not more than line 2a			57,531.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				266,967.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				54,441.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

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

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

NONE

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

NONE

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

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

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

SEE STATEMENT 24

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHEDULE ATTACHED	NONE	N/A	SCHOLARSHIP	310,454.
Total			3a	310,454.
b Approved for future payment				
Total			3b	

Schedule of Contributors

OMB No 1545-0047

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

2012

Name of the organization

Employer identification number

GREATER DENFELD FOUNDATION INC 14296900

23-7182610

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 GREATER DENFELD FOUNDATION INC 14296900	Employer identification number 23-7182610
---	--

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	BEVERLY J ELLSTROM ESTATE 202 W SUPERIOR ST STE 208 DULUTH, MN 55802	\$ 69,509.	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	MATT KERO MEMORIAL FUND 2240 LEONARD ST DULUTH, MN 55811	\$ 20,100.	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	ETHEL V NORDLING CHAR REMAINDER TR NORTH SHORE BANK OF COMMERCE DULUTH, MN 55802	\$ 34,000.	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.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC	91.	91.
ATT INC	1,897.	1,897.
ABBOTT LABORATORIES	222.	222.
ABBVIE INC	35.	35.
ALABAMA POWER CO 4.850% 12/15/12	2,425.	2,425.
ALLEGHENY TECHNOLOGIES INC	21.	21.
ALTRIA GROUP INC	287.	287.
AMERICAN CENY SMALL CP GROWTH INSTL	206.	206.
AMERICAN TOWER CORP	190.	190.
AMERISOURCEBERGEN CORP	30.	30.
ANADARKO PETROLEUM CORP	15.	15.
ANNALY CAP MGMT INC	153.	153.
APACHE CORP	816.	816.
APPLE INC	64.	64.
ARCHER DANIELS MIDLAND CO	358.	358.
ASTRAZENECA P L C SP5D A D R	110.	110.
ASTRAZENECA PLC 5.400% 9/15/12	1,350.	1,350.
AUTOMATIC DATA PROCESSING	6.	6.
BANK OF AMERICA CORP	16.	16.
BANKUNITED INC	26.	26.
BEAR STEARNS CO 5.700% 11/15/14	2,850.	2,850.
BELLSOUTH CORP 5.200% 9/15/14	2,600.	2,600.
BEST BUY CO INC	240.	240.
BLACKROCK INC	136.	136.
BOEING CO	1,123.	1,123.
BOEING CO 5.125% 2/15/13	2,563.	2,563.
BOTTLING GROUP LLC 5.000% 11/15/13	2,500.	2,500.
BRISTOL MYERS SQUIBB CO	65.	65.
CVS CAREMARK CORP	438.	438.
CA INC	23.	23.
CAPITAL ONE FINANCIAL CORP	11.	11.
CARNIVAL CORP	120.	120.

14296900

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STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CATERPILLAR INC	76.	76.
CENTERPOINT ENERGY INC	86.	86.
CENTURYLINK INC	190.	190.
CHEVRON CORPORATION	1,498.	1,498.
CINEMARK HLDGS INC	94.	94.
CISCO SYS INC	1,272.	1,272.
CITIGROUP INC	5.	5.
CLIFFS NATURAL RESOURCES INC	2.	2.
COCA COLA COMPANY	171.	171.
COMCAST CORP CL A	446.	446.
COMMUNITY BK SYS INC	36.	36.
CONAGRA FOODS INC	59.	59.
CONOCOPHILLIPS	1,130.	1,130.
CONOCOPHILLIPS	1,574.	1,574.
CRANE CO	13.	13.
CULLEN FROST BANKERS INC	146.	146.
DEUTSCHE BK FINL MTN 5.375%	2,688.	2,688.
DEVON ENERGY CORPORATION	10.	10.
DOVER CORP	11.	11.
DOVER CORP	2,438.	2,438.
DOW CHEM CO	82.	82.
DU PONT E I DE NEMOURS & CO	46.	46.
DUPONT EI NEMOUR	850.	850.
DUPONT EI NEMOUR	2,500.	2,500.
EQUITABLE CORP	62.	62.
EATON CORP	108.	108.
EMERSON ELEC CO	184.	184.
EMERSON ELECTRIC	5,000.	5,000.
EXELON CORPORATION	586.	586.
EXXON MOBIL CORP	1,157.	1,157.
FIDELITY NATL INFORMATION SVCS INC	100.	100.
FIFTH THIRD BANCORP	59.	59.
FREEPORT MCMORAN COPPER GOLD	1,505.	1,505.
14296900		

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GENERAL DYNAMICS CORP	49.	49.
GENERAL DYNAMICS 5.250% 2/01/14	2,231.	2,231.
GENERAL ELECTRIC CO	1,123.	1,123.
GLAXO SMITHKLINE P L C A D R	114.	114.
GLAXOSMITHKLINE 4.850% 5/15/13	2,425.	2,425.
GOLDMAN SACHS GROUP INC	4.	4.
GOLDMAN SACHS M C VALUE CL INST	1,784.	1,784.
HASBRO INC	81.	81.
HJ HEINZ CO	1,030.	1,030.
HEWLETT PACKARD CO	364.	364.
HOME DEPOT INC	28.	28.
HUMANA INC	5.	5.
INTEL CORP	2,326.	2,326.
INTERNATIONAL BUSINESS MACHINES CORP	775.	775.
IBM CORP 4.750% 11/29/12	2,375.	2,375.
ISHARES MSCI EMERGING MARKETS ETF	5,590.	5,590.
ISHARES MSCI EAFE ETF	1,134.	1,134.
ITC HOLDINGS CORP	65.	65.
J P MORGAN CHASE CO	230.	230.
JOHNSON JOHNSON	849.	849.
KELLOGG CO	525.	525.
KIMBERLY CLARK CORP	85.	85.
KINDER MORGAN INC	160.	160.
KRAFT FOODS INC CL A	43.	43.
KRAFT FOODS GROUP INC	12.	12.
LIBERTY PPTY TR SBI	70.	70.
LORILLARD INC	277.	277.
LOWES CO INC	49.	49.
MARATHON OIL CORPORATION	18.	18.
MASTERCARD INC	1.	1.
MAXIM INTEGRATED PRODS INC	76.	76.
MCCORMICK CO NON VTG SHRS	101.	101.
MCDONALDS CORP	1,858.	1,858.
	14296900	

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

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MERCK & CO INC 4.750% 3/01/15	2,375.	2,375.
MERCK AND CO INC	1,026.	1,026.
MICROSOFT CORP	3,256.	3,256.
MID-AMER APT CMNTYS INC	63.	63.
MOLEX INC CL A	79.	79.
MONDELEZ INTERNATIONAL W I	19.	19.
MORGAN STANLEY	8.	8.
MORGAN STANLEY 5.300% 3/01/13	2,650.	2,650.
MOTOROLA SOLUTIONS INC	87.	87.
NEUBERGER BERMAN GENESIS INSTL FD	519.	519.
NEW YORK COMMUNITY BANCORP INC	365.	365.
NEXTERA ENERGY INC	207.	207.
NIKE INC	468.	468.
NOVO NORDISK AS A D R	93.	93.
NUVEEN REAL ESTATE SECS I	269.	269.
NUVEEN CORE PLUS BOND I	4,446.	4,446.
NUVEEN FUNDS CORE BD FD I	3,166.	3,166.
NUVEEN SHORT TERM BOND FUND CL I	13,999.	13,999.
NUVEEN EQUITY INDEX FUND CL I	4,755.	4,755.
NUVEEN MID CAP INDEX FUND CL I	2,093.	2,093.
NUVEEN SMALL CAP SELECT FD CL I	2,533.	2,533.
OCCIDENTAL PETROLEUM CORPORATION	66.	66.
OLD REP INTL CORP	93.	93.
OMNICOM GROUP INC	260.	260.
ONEOK INC	133.	133.
ONTARIO PROVIDENCE 4.500% 2/03/15	2,250.	2,250.
ORACLE CORPORATION	206.	206.
PIMCO TOTAL RETURN FUND INST	7,619.	7,619.
P N C FINANCIAL SERVICES GROUP INC	22.	22.
P P G INDS INC	57.	57.
P P L CORPORATION	110.	110.
PACCAR INC	137.	137.
PEPSICO INC	2,150.	2,150.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PFIZER INC	2,401.	2,401.
PHILIP MORRIS INTL	684.	684.
PHILLIPS 66	235.	235.
PINNACLE WEST CAP CORP	48.	48.
PITNEY BOWES INC 4.625% 10/01/12	572.	572.
POTASH CORP OF SASKATCHEWAN	22.	22.
PRAXAIR INC	36.	36.
PROCTER & GAMBLE CO	1,214.	1,214.
PROCTER & GAMBLE 4.850% 12/15/15	2,425.	2,425.
PRUDENTIAL FINANCIAL INC	116.	116.
QUALCOMM INC	517.	517.
QUEBEC PROVINCE 4.600% 5/26/15	2,300.	2,300.
RAYTHEON COMPANY	600.	600.
REDWOOD TRUST INC	93.	93.
REPUBLIC SVCS INC	638.	638.
RIO TINTO PLC A D R	18.	18.
ROCKWELL AUTOMATION INC	6.	6.
T ROWE PRICE MID CAP GROWTH FD #64	1,079.	1,079.
ROYAL DUTCH SHELL PLC A D R	461.	461.
SLM CORP	34.	34.
ST JUDE MED INC	665.	665.
SCHLUMBERGER LTD	489.	489.
LAUDUS INTL MARKETMASTERS FUND SEL	6,361.	6,361.
SCOUT INTERNATIONAL FUND	8,911.	8,911.
SOUTHERN COPPER CORP DEL	487.	487.
STAPLES INC	26.	26.
STARBUCKS CORP	43.	43.
STARWOOD PROPERTY TRUST INC	8.	8.
STATE STR CORP	73.	73.
SUNTRUST BKS INC	11.	11.
TARGET CORPORATION	2,208.	2,208.
TEXAS INSTRUMENTS INC	32.	32.
3M CO MTN 4.375% 8/15/13	2,188.	2,188.
QK5460 M255 03/05/2014 08:03:11	14296900	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
3M CO	520.	520.
TIME WARNER CABLE INC	144.	144.
UNILEVER N V A D R	84.	84.
UNION PACIFIC CORP	103.	103.
UNITED PARCEL SERVICE INC CL B	41.	41.
UNITED TECHNOLOGIES CORP	697.	697.
UNITED TECH CORP 4.875% 5/01/15	2,438.	2,438.
UNITED HEALTH GROUP INC	37.	37.
V F CORP	114.	114.
VERIZON COMMUNICATIONS INC	3,506.	3,506.
WACHOVIA CORP 5.250% 8/01/14	2,625.	2,625.
WAL MART STORES INC	665.	665.
WALGREEN CO	15.	15.
WELLS FARGO CO	920.	920.
WELLS FARGO FINANCIA 5.500% 8/01/12	1,375.	1,375.
WESTAR ENERGY INC	101.	101.
WHIRLPOOL CORP	46.	46.
WINDSTREAM CORP	102.	102.
WINTRUST FINL CORP	6.	6.
WYETH	2,750.	2,750.
YUM BRANDS INC	1,022.	1,022.
ACCENTURE PLC CL A	861.	861.
COVIDIEN PLC	27.	27.
EATON CORP PLC	42.	42.
SEADRILL LIMITED	541.	541.
SEAGATE TECHNOLOGY	132.	132.
ACE LTD	392.	392.
TOTAL	180,914.	180,914.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT LOSS FOR PARTNERSHIPS	-147.	-147.
RECOVERY OF QUALIFYING DISTRIBUTIONS	7,000.	
	-----	-----
TOTALS	6,853.	-147.
	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
BANK FEES	36,104.	28,883.	7,221.
	-----	-----	-----
TOTALS	36,104.	28,883.	7,221.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	100.	100.
FEDERAL TAX PAYMENT - PRIOR YE	5,000.	
FEDERAL TAX	1,790.	
FOREIGN TAXES ON QUALIFIED FOR	2,258.	2,258.
FOREIGN TAXES ON NONQUALIFIED	213.	213.
	-----	-----
TOTALS	9,361.	2,571.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
FILING FEE	75.		75.
NORTHLAND SCHOLARSHIP EXPENSES	6,198.		6,198.
ADR FEES	5.	5.	
TOTALS	6,278.	5.	6,273.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
ALTRIA GROUP	4,281.	4,281.	6,061.
AMERISOURCEBERGEN CORP	4,589.		
ANADARKO PETROLEUM CORP	2,197.	3,543.	4,068.
ANNALY CAP MGMT INC	1,639.	1,336.	1,339.
APACHE CORP	74,615.	74,615.	88,656.
APPLE INC	3,804.	6,651.	5,313.
ARCHER DANIELS MIDLAND	16,295.	16,295.	16,970.
ATT INC	31,419.	31,419.	40,157.
AUTOMATIC DATA PROCESSING	890.		
BANKUNITED INC	851.	851.	862.
BEST BUY CO	6,621.	8,987.	8,369.
BLACKROCK INC	4,489.	3,673.	4,797.
BOEING CO	55,957.	54,321.	54,846.
BRISTO MYERS SQUIBB CO	2,168.		
CAPITAL ONE FINANCIAL	3,019.	3,019.	3,120.
CATERPILLAR INC	3,840.	4,340.	3,556.
CENTERPOINT ENERGY INC	2,089.		
CENTURYLINK INC	2,711.	2,711.	2,630.
CHEVRON CORP	34,834.	34,834.	50,756.
CINEMARK HLDGS INC	2,699.	1,194.	1,668.
CISCO SYS INC	66,120.	69,741.	53,764.
CITIGROUP INC	3,661.	5,440.	7,092.
COCA COLA CO	6,061.	6,061.	6,942.
COMCAST CORP CL A	28,132.	28,132.	27,010.
COMMUNITY BK SYS INC	983.	983.	974.
CONAGRA FOODS INC	1,584.	1,584.	2,122.
CONOCOPHILLIPS	21,043.	16,222.	25,873.
CULLEN FROST BANKERS INC	4,438.	4,438.	4,591.
CVS CAREMARK CORP	17,713.	23,790.	39,213.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
DOW CHEMICAL CO	2,221.	2,221.	2,170.
DU PONT E I DE NEMOURS & CO	1,905.		
EATON CORP PLC	3,864.	6,649.	7,860.
EMERSON ELEC CO	6,494.	1,571.	1,665.
ENBRIDGE ENERGY PARTNERS LP	1,854.		
EQUITABLE CORP	4,551.		
EXELON CORP	13,541.	13,541.	11,253.
EXPRESS SCRIPTS HLDGS	12,209.	12,209.	14,427.
EXTERRAN PARTNERS LP	1,386.		
EXXON MOBIL CORP	38,792.	33,933.	40,579.
FIDELITY NATL INFORMATION SVCS	4,054.	4,054.	5,130.
FIFTH THIRD BANCORP	1,238.	1,938.	2,384.
FREEMPORT MCMORAN COPPER GOLD	24,049.	24,049.	36,516.
GENERAL DYNAMICS CORP	1,765.	1,765.	1,775.
GENERAL ELECTRIC CO	59,714.	61,287.	35,530.
GOLDMAN SACHS GROUP INC	1,001.		
HASBRO INC	2,089.	2,089.	2,653.
HEWLETT PACKARD CO	27,605.	27,605.	14,193.
HJ HEINZ CO	17,159.	17,159.	36,210.
HOME DEPOT INC	2,417.		
HUMANA INC	1,678.		
INTEL CORP	55,011.	55,011.	62,941.
INTL BUSINESS MACHINES CORP	29,318.	29,318.	46,179.
ITC HLDGS CORP	3,392.	3,392.	4,058.
J P MORGAN CHASE CO	13,919.	8,849.	9,410.
JOHNSON JOHNSON	19,426.	19,426.	29,660.
KELLOGG CO	13,702.	13,702.	19,512.
KIMBERLY CLARK CORP	2,079.	1,336.	1,857.
KINDER MORGAN INC	4,307.	4,575.	4,692.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
KRAFT FOODS INC	2,834.		
LEGGETT PLATT INC	3,935.		
LIBERTY PPTY TR	1,709.	1,700.	2,064.
LORILLARD INC	4,956.	6,647.	6,691.
MASTERCARD INC	850.		
MAXIM INTEGRATED PRODS INC	2,469.	1,723.	1,856.
MCCORMICK CO INC	4,257.	4,257.	5,611.
MCDONALDS CORP	27,309.	27,309.	64,552.
MERCK AND CO INC NEW	25,026.	26,823.	29,328.
MICROCHIP TECHNOLOGY INC	5,900.	5,153.	5,244.
MICROSOFT CORP	115,483.	114,384.	125,052.
MID-AMER APT CMNTYS INC	1,874.	1,874.	1,924.
MOLEX INC	2,120.	1,461.	1,445.
MOTOROLA SOLUTIONS INC	4,989.	4,276.	4,805.
NEW YORK COMMUNITY BANCORP	4,722.		
NEXTERA ENERGY INC	5,121.	5,121.	6,891.
NIKE INC	15,314.	15,314.	38,160.
OCCIDENTAL PETROLEUM CORP	1,723.	4,199.	4,284.
OLD REP INTL CORP	1,387.	1,387.	1,755.
OMNICOM GROUP INC	8,507.	8,507.	11,954.
ONEOK INC	4,103.	4,103.	5,136.
ORACLE CORP	19,675.		
P P G INDS INC	2,300.	1,534.	2,354.
P P L CORP	1,976.	2,142.	2,537.
PACCAR INC	3,099.		
PEPSICO INC	56,350.	56,350.	82,470.
PFIZER INC	63,935.	66,073.	79,477.
PHILIP MORRIS INTL	14,506.	13,086.	18,162.
PRAXAIR INC	1,832.	1,832.	1,829.

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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PRICELINE COM INC	7,880.	7,880.	69,599.
PROCTER & GAMBLE CO	42,962.	17,743.	23,031.
PRUDENTIAL FINANCIAL INC	3,681.	3,681.	3,504.
QUALCOMM INC	18,790.	16,062.	29,938.
RAYTHEON COMPANY	15,128.	15,128.	18,414.
REDWOOD TR INC	1,351.	1,042.	2,145.
REPUBLIC SVCS INC	14,470.	12,578.	23,004.
SOUTHERN COPPER CORP DL	5,495.	5,335.	5,733.
ST JUDE MED INC	24,937.	24,937.	28,854.
STARBUCKS CORP	3,143.	3,143.	3,407.
STATE STR CORP	3,365.	3,365.	4,327.
TARGET CORP	96,052.	96,052.	112,896.
TEXAS INSTRUMENTS INC	1,762.	1,152.	1,231.
TIME WARNER CABLE	5,046.	5,046.	5,821.
UNION PACIFIC CORP	4,322.	4,322.	5,918.
UNITED HEALTH GROUP INC	2,603.	2,603.	2,637.
UNITED PARCEL SERVICE INC	1,939.		
UNITED TECHNOLOGIES CORP	16,473.	15,974.	30,126.
V F CORP	5,340.	5,340.	6,416.
VERIZON COMMUNICATIONS INC	57,467.	56,550.	92,132.
WAL MART STORES INC	18,921.	18,921.	31,088.
WESTAR ENERGY INC	1,903.	2,130.	2,657.
WHIRLPOOL CORP	1,646.	6,002.	6,857.
WINDSTREAM CORP	2,889.	2,889.	2,113.
YUM BRANDS INC	29,761.	26,619.	53,406.
3M CO	16,934.	14,970.	20,942.
WELLS FARGO CO	19,911.	24,581.	39,727.
ABBOTT LABORATORIES	7,595.		
AFLAC INC	6,267.		

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
AMERICAN TOWER CORP	8,703.	8,703.	16,798.
ACCENTURE PLC	19,105.	17,422.	46,258.
ACE LTD	10,736.	15,171.	22,285.
CARNIVAL CORP	2,576.	2,061.	2,209.
COVIDIAN PLC	2,498.	6,383.	6,639.
GLAXO SMITHKLINE PLC ADR	1,981.	2,655.	3,098.
INGERSOLL RAND PLC	1,660.		
NOVO NORDISK AS ADR	4,176.	4,176.	5,299.
POTASH CORP OF SASKATCHEWAN	2,022.		
ROYAL DUTCH SHELL PLC ADR	9,283.	9,501.	9,244.
SCHLUMBERGER LTD	14,704.	14,704.	32,005.
SEADRILL LIMITED	5,081.	5,801.	5,927.
SEAGATE TECHNOLOGY	3,774.	1,510.	2,055.
UNILEVER N V ADR	2,454.	1,841.	2,294.
AMERICAN CENTY SMALL CP GROWTH	50,000.	50,000.	89,770.
AMERICAN CENTY VISTA FD	30,000.	30,000.	47,040.
GOLDMAN SACHS M C VALUE	100,000.	100,000.	163,291.
ISHARES MSCI EAFE INDEX FD ETF	48,569.	48,569.	37,164.
ISHARES MSCI EMERGING MKTS ETF	243,504.	243,504.	275,974.
LAUDUS INTL MARKETMASTERS FD	198,100.	198,100.	276,249.
NEUBERGER BERMAN GENESIS FD	70,000.	70,000.	105,983.
NUVEEN EQUITY INDEX FD	210,489.	223,584.	261,834.
NUVEEN MID CAP INDEX FD	119,846.	133,396.	180,431.
NUVEEN REAL ESTATE SECURIT	6,664.	13,164.	14,328.
NUVEEN SMALL CAP SELECT FD	99,424.	112,932.	111,772.
T ROWE PRICE MID CAP GROWTH FD	75,000.	75,000.	106,889.
SCOUT INTERNATIONAL FD	410,000.	415,000.	527,123.
ABBVIE INC		5,564.	7,644.
ALLEGHENY TECHNOLOGIES		1,702.	1,457.

GREATER DENFELD FOUNDATION INC 14296900

23-7182610

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
BANK OF AMERICA CORP		4,585.	6,647.
CMS ENERGY CORP		2,274.	2,395.
CA INC		2,249.	2,481.
CRANE CO		2,054.	2,476.
DEVON ENERGY CORP		1,678.	1,652.
DOVER CORP		2,055.	2,207.
LINCOLN NATL CORP		1,326.	1,360.
LOWES CO		6,554.	7,607.
MARATHON OIL CORP		1,492.	1,764.
MONDELEZ INTERNATIONAL W I		1,840.	2,327.
MORGAN STANLEY		3,600.	3,500.
P N C FINANCIAL SERVICES GROUP		1,131.	1,222.
PHILLIPS 66		8,778.	22,430.
PINNACLE WEST CAP CORP		1,475.	1,827.
POLARIS INDS INC		3,035.	2,930.
ROCKWELL AUTOMATION INC		986.	1,017.
SLM CORP		1,357.	1,735.
SPECTRA ENERGY CORP		2,254.	2,459.
STAPLES INC		1,967.	1,879.
STARWOOD PROPERTY TRUST		1,101.	1,100.
SUNTRUST BKS INC		2,105.	2,282.
UNUM GROUP		1,357.	1,395.
WALGREEN CO		2,101.	2,773.
XYLEM INC		1,840.	1,776.
ASTRAZENECA PLC SPSD ADR		2,788.	3,011.
GOLAR LNG LTD		1,073.	936.
LYONDELLBASELL INDUSTRIES CL A		1,510.	1,578.
RIO TINTO PLC ADR		1,594.	1,474.
VODAFONE GROUP PLC ADR		2,798.	3,243.

GREATER DENFELD FOUNDATION INC 14296900

23-7182610

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
ABERDEEN FDS EMRGN MKT		5,000.	5,003.
	-----	-----	-----
TOTALS	3,376,125.	3,407,840.	4,436,453.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
WELLS FARGO FINANCIAL	51,710.		
PITNEY BOWES INC	50,536.		
IBM CORP	52,431.		
ALABAMA POWER CO	52,067.		
EI DUPONT DE NEMOURS	18,201.		
BOEING CO	51,349.		
MORGAN STANLEY	50,475.		
GLAXOSMITHKLINE	52,096.		
DUPONT EI NEMOUR	52,682.		
3M CO	53,569.		
BOTTLING GROUP LLC	48,411.		
CONOCOPHILLIPS	51,289.		
GENERAL DYNAMICS	53,037.		
WYETH	52,560.		
WACHOVIA CORP	49,537.		
BELLSOUTH CORP	50,282.		
BEAR STEARNS CO INV GLOBAL NT	51,076.		
EMERSON ELECTRIC	104,820.		
MERCK & CO	52,177.		
DEUTSCHE BK FINL LLC	49,298.		
UNITED TECHNOLOGIES CORP	53,342.		
DOVER CORP	48,110.		
PROCTER & GAMBLE CO	52,767.		
ASTRAZENECA PLC 5.40 9/15/12	51,923.		
ONTARIO PROVIDENCE GOVT BOND	53,492.		
QUEBEC PROVINCE 4.60 5/26/15	53,577.		
NUVEEN CORE PLUS BOND FD	107,946.		
NUVEEN INTERMEDIATE TERM BD FD	125,000.		
NUVEEN SHORT TERM BD FD	530,715.		
		52,096.	50,077.
		52,682.	50,474.
		53,569.	50,577.
		48,411.	51,273.
		13,335.	13,426.
		52,560.	51,916.
		49,537.	52,787.
		50,282.	53,082.
		51,076.	53,773.
		104,820.	107,049.
		52,177.	53,899.
		49,298.	53,250.
		53,342.	54,324.
		48,110.	55,048.
		52,767.	55,493.
		53,492.	53,595.
		53,577.	54,230.
		117,946.	124,702.
		140,000.	140,646.
		680,715.	686,962.

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
PIMCO TOTAL RETURN FUND	120,000.	235,000.	240,372.
TOTALS	2,244,475. =====	2,064,792. =====	2,106,955. =====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

WILLIAM WESTHOLM

ADDRESS:

2908 TALMADGE CIRCLE

DULUTH, MN 55811

TITLE:

CHAIR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 8

OFFICER NAME:

JON HELSTROM

ADDRESS:

237 FAIRMONT ST

DULUTH, MN 55803

TITLE:

VICE-CHAIR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 8

OFFICER NAME:

CLAUDE LUTZKA

ADDRESS:

4917 WYOMING STREET

DULUTH, MN 55804

TITLE:

TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 8

OFFICER NAME:

NANCY ANDERSON

ADDRESS:

1918 TYROL STREET

DULUTH, MN 55811

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

DON ANNALA

ADDRESS:

5165 LESTER RIVER RD

DULUTH, MN 55804

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JEAN ENDRIZZI

ADDRESS:

3820 LONDON RD APT 307

DULUTH, MN 55804

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

HARRY FISHER

ADDRESS:

216 26TH ST SO

DULUTH, MN 55802

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

GREGORY FOX

ADDRESS:

8041 SPIRIT COVE DR

DULUTH, MN 55807

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

ALANA FREIDMAN

ADDRESS:

8037 E SPIRIT COVE DR

DULUTH, MN 55807

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JAMES HEFFERNAN

ADDRESS:

4773 KEENE CREEK CT

HERMANTOWN, MN 55811

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MARVIN HEIKKINEN

ADDRESS:

123 CHAMBERSBERG DR

DULUTH, MN 55803

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

PEGGY PEDERSON HILL

ADDRESS:

2136 W 13TH ST

DULUTH, MN 55806

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

ELLIE MARTIN

ADDRESS:

2015 WAVERLY STREET

DULUTH, MN 55803

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

TONYA SCONIERS

ADDRESS:

401 N 44TH AVE W

DULUTH, MN 55807

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

RECIPIENT NAME:

N/A

ADDRESS:

N/A

N/A, AL N/A

RECIPIENT'S PHONE NUMBER: N/A

FORM, INFORMATION AND MATERIALS:

APPLICATION CAN BE SUBMITTED ON-LINE OR
ON FORMS AVAILABLE IN DENFELD HIGH SCHOOL
GUIDEANCE OFFICE

SUBMISSION DEADLINES:

FALL OR WINTER OF SENIOR YEAR IN HIGH SCHOOL

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GRADUATES OF DENFELD HIGH SCHOOL

14296900 GREATER DENFELD - SALTWICK
08000962500 GREATER DENFELD FDN MGMT AGY
080012525900 GREATER DENFELD MGMT AGY HAUGE

GRANT SCHEDULE 5/1/12 - 4/30/13

RECIPIENT

PAYMENT

Scholarships Awarded:

Adams, Parker	3237 Florine St	Duluth, MN 55811	1,000.00
Adamski, Brandon	427 W Owatonna St	Duluth, MN 55811	1,000.00
Adamski, Brandon	427 W Owatonna St	Duluth, MN 55811	1,000.00
Alshire, Mitchell	209 N 34th Ave. W	Duluth, MN 55807	1,000.00
Alshire, Mitchell	209 N 34th Ave	Duluth, MN 55807	1,000.00
Anderson, Jake	4316 W 7th St	Duluth, MN 55807	1,000.00
Anderson, Jake and U of Mn Duluth	4316 W 7th St	Duluth, MN 55807	1,000.00
Anderson, Kiefer	101 S 61st Ave W	Duluth, MN 55807	1,000.00
Anderson, Kiefer	101 S. 61st Ave W	Duluth, MN 55807	1,000.00
Arthur, Matthew	4298 Charles Rd	Duluth, MN 55803	1,000.00
Arthur, Matthew	4298 Charles Rd	Duluth, MN 55803	1,000.00
Aubin, Michelle	917 N CENTRAL AVE	DULUTH MN 55807	1,000.00
Balaich, Ali	2323 Hutchinson Rd	Duluth MN, 55811	1,000.00
Balaich, Ali	2323 Hutchinson Rd.	Duluth MN, 55811	(1,000.00)
Balaich, Ali	2323 Hutchinson Rd.	Duluth MN, 55811	1,000.00
Balaich, Ali	2323 Hutchinson Rd	Duluth MN, 55811	1,000.00
Balaich, Grant and U of Mn Duluth	631 S. 67th Ave. W	Duluth MN 55807	1,000.00
Balaich, Grant and U of Mn Duluth	631 S 67th Ave. W.	Duluth MN 55807	1,000.00
Basty, Chelsea	137 Chambersburg Dr	Duluth, MN 55811	1,000.00
Bauer, Heather and U of Mn Duluth	615 N 60th Ave W	Duluth, MN 55807	1,000.00
Bauer, Heather and U of Mn Duluth	615 N 60th Ave W	Duluth, MN 55807	1,000.00
Bauer, Stephanie	1536 Hewitt Ave, Box 0373	St. Paul, MN 55104	1,000.00
Bauer, Stephanie and Hamline	1536 Hewitt Ave, Box 0373	St. Paul, MN 55104	1,000.00
Beaulier, Alex	9602 Seaver Ave	Duluth, MN 55808	400.00
Beaulier, Alex	9602 Seaver Ave	Duluth, MN 55808	1,000.00
Beaulier, Alex	9602 Seaver Ave	Duluth, MN 55808	1,000.00
Benko, Anna	2120 N Robin Ave	Duluth, MN 55811	1,000.00
Benko, Anna and U of W Eau Claire	2120 N Robin Ave	Duluth, MN 55811	1,000.00

Berg, Janelle	323 N 61st Ave. W	Duluth, MN 55807	1,000.00
Berg, Janelle	323 N 61st Ave. W	Duluth, MN 55807	1,000.00
Boelk, Tayler	117 Lemon St	Duluth, MN 55811	1,000.00
Bolen, Cory	4324 W 6th St	Duluth, MN 55807	1,000.00
Bolen, Tashina	3007 Vernon St.	Duluth, MN 55806	1,000.00
Bolen, Tashina	3007 Vernon St	Duluth, MN 55806	1,000.00
Boman, Amanda	2729 W 3rd St	Duluth, MN 55806	1,000.00
Boman, Amanda	2729 W 3rd St	Duluth, MN 55806	1,000.00
Boone, Ashley	5713 Olney St.	Duluth, MN 55807	3,500.00
Borich, Christina	1321 101st Ave W	Duluth, MN 55808	1,000.00
Borich, Christina	1321 101st Ave W	Duluth, MN 55808	1,000.00
Braack, Boston	12902 W 9th St	Duluth, MN 55808	1,000.00
Brakke, Marilyn	1116 S LAKE AVE	DULUTH MN 55802	1,000.00
Britton, Racquelle	530 W 4th St	Duluth MN 55803	1,000.00
Britton, Racquelle	530 W 4th St	Duluth MN 55803	1,000.00
Brouse, Jennie and U of Mn Duluth	328 99th Ave W.	Duluth, MN 55808	1,000.00
Brouse, Jennie and U of Mn Duluth	328 99th Ave W	Duluth, MN 55808	1,000.00
Buetow, Jordan	2433 Pineview Ave	Duluth, MN 55811	1,604.00
Buetow, Jordan	2433 Pineview Ave	Duluth, MN 55811	1,000.00
Buetow, Jordan	2433 Pineview Ave	Duluth, MN 55811	1,000.00
Campbell, Lucille	226 N 20th West	Duluth, MN 55806	1,000.00
Cariberg, Alex and U of Mn Duluth	1221 Foster Ave	Duluth, MN 55811	1,000.00
Cariberg, Alex and U of Mn Duluth	1221 Foster Ave	Duluth, MN 55811	1,000.00
Caywood, Christian	114 E Willow St	Duluth, MN 55811	1,000.00
Collard, Katie and U of Mn Duluth	231 102nd Ave W.	Duluth, MN 55808	1,000.00
Collard, Katie and U of Mn Duluth	231 102nd Ave W	Duluth, MN 55808	1,000.00
Constantini, Gina	4815 Woodland Ave	Duluth MN 55803	3,500.00
Cozzi, Jennifer	4840 1st Ave N	Duluth MN 55803	1,000.00
Denfield High School	4405 West Fourth Street	Duluth, MN 55807	3,500.00
Des Marais, Alyssa	1101 N 59th Ave W	Duluth, MN 55807	1,000.00
Des Marais, Alyssa	1101 N 59th Ave. W	Duluth, MN 55807	1,000.00
Desmarais, Emily	1101 N 59TH AVE W	DULUTH MN 55807	750.00
Dormedy, Megan	2118 Hutchinson Rd.	Duluth, MN 55811	1,000.00
Dormedy, Megan	2118 Hutchinson Rd.	Duluth, MN 55811	1,000.00
Dowd, Patrick	21 W Ideal St	Duluth, MN 55811	1,000.00
Dowd, Patrick	21 W Ideal St	Duluth, MN 55811	1,000.00
Dowd, Patrick	21 W Ideal St	Duluth, MN 55811	1,000.00
Durst, Amanda	1616 E 6TH ST	DULUTH MN 55812	200.00
Erickson, Emily	17 Riverside Drive	Duluth, MN 55808	1,000.00

Erickson, Emily	17 Riverside Drive	Duluth, MN 55808	(1,000.00)
Erickson, Emily	17 Riverside Drive.	Duluth, MN 55808	1,000.00
Erickson, Emily	17 Riverside Drive.	Duluth, MN 55808	1,000.00
Erickson, Joseph	17 Riverside Dr	Duluth, MN 55808	1,000.00
Fagerness, Trisha	15 E Prescott st.	Duluth, MN 55808	1,000.00
Fagerness, Trisha	15 E Prescott st	Duluth, MN 55808	1,000.00
Firestone, Jessica - Oland	145 Sedona Woods Tr	Nolensville, TN 37135	1,000.00
Firestone, Jessica - Oland	145 Sedona Woods Tr	Nolensville, TN 37135	1,000.00
Fitzimmons, Eva	3226 Celia St	Duluth, MN 55811	1,000.00
Fleissner, Sarah	315 Chambersburg Ave	Duluth, MN 55811	1,000.00
Fleissner, Sarah	315 Chambersburg Ave	Duluth, MN 55811	1,000.00
Foldesi, James	1330 N 56th Ave W	Duluth, MN 55807	1,000.00
Ford, Kayla	2891 2nd Ave N. Stop 9027	Grank Forks, ND 58202	1,000.00
Ford, Kayla and Und	2891 2nd Ave N. Stop 9027	Grank Forks, ND 58202	1,000.00
Foschi, Joshua	1902 Rice Lake Rd	Duluth, MN 55811	1,000.00
Foxley, Christina and U of Mn Duluth	1 Bubalo Drive	Duluth MN 55808	1,000.00
Foxley, Christina and U of Mn Duluth	1 Bubalo Drive	Duluth MN 55808	1,000.00
Foxley, Joseph	1 Bubalo Drive	Duluth MN 55808	1,000.00
Foxley, Joseph and Umd	1 Bubalo Drive	Duluth MN 55808	1,000.00
Frederick, Claire	3125 Lyman St	Duluth, MN 55806	1,000.00
Fronden, Jacob	3013 Morris Thomas Rd	Duluth, MN 55811	1,000.00
Fronden, Jacob and U of Mn Twin Cities	3013 Morris Thomas Rd	Duluth, MN 55811	1,000.00
Goossens, Luke	1816 North Rd	Duluth, MN 55811	1,000.00
Goossens, Luke	1816 North Rd	Duluth, MN 55811	1,000.00
Gronseth, Allyson	4204 Charles Rd	Duluth, MN 55803	1,000.00
Gronseth, Allyson	4204 Charles Rd	Duluth, MN 55803	1,000.00
Hados, Olivia	928 Cheser Park Dr	Duluth, MN 55812	1,000.00
Hall, Kayla	601 N 60th Ave W	Duluth MN 55807	1,000.00
Hall, Kayla and U of Mn Duluth	601 N 60th Ave W	Duluth MN 55807	1,000.00
Ham, Cortez	2001 S Summit Ave #814	Sioux Falls SD 57197	1,000.00
Hamm, Leah	3815 W 7th St	Duluth MN 55807	1,000.00
Hamm, Leah	3815 W 7th St	Duluth MN 55807	1,000.00
Hanka, Sergei	1211 East 8th St	Duluth MN 55805	37.50
Hanka, Sergei	1211 East 8th St	Duluth MN 55805	3,500.00
Havron, Jessica	3614 DECKER RD	DULUTH MN 55811	1,000.00
Havron, Jessica	3614 DECKER RD	DULUTH MN 55811	1,000.00
Hobbs, Michelle	522 N. 25th Ave W	Duluth, MN 55806	1,000.00
Hobbs, Michelle	522 N. 25th Ave W	Duluth, MN 55806	1,000.00
Hoffman, Benjamin	3907 Martin Rd	Duluth, MN 55803	1,000.00

Humes, Samuel	1924 E 7th St	Duluth, MN 55812	1,000.00
Humes, Samuel and U of Mn Twin Cities	1924 E 7th St	Duluth, MN 55812	1,000.00
Jarvi, Melissa	601 Walnut St	Duluth, MN 55811	3,500.00
Johnson, Abigail	1255 93rd Ave W	Duluth MN 55808	3,500.00
Johnson, Felicia	4226 W 4th St	Duluth, MN 55807	1,000.00
Johnson, Rachel	1255 93rd Ave. W	Duluth, MN 55808	1,000.00
Johnson, Rachel	1255 93rd Ave W	Duluth, MN 55808	1,000.00
Kaiser, Alden	236 W Winona St	Duluth, MN 55803	1,000.00
Kent, Lissa and U of Wi Superior	502 N. 42nd Ave. W.	Duluth, MN 55807	1,000.00
Kent, Lissa and U of Wi Superior	502 N. 42nd Ave. W.	Duluth, MN 55807	1,000.00
Kientz, Maren	3 Coban Dr.	Duluth, MN 55808	1,000.00
Kientz, Maren	3 Coban Dr.	Duluth, MN 55808	1,000.00
Kucera, Jacob and U of North Dakota	2807 Parkwood Ln.	Duluth, MN 55811	1,000.00
Kucera, Jacob and U of North Dakota	2807 Parkwood Ln.	Duluth, MN 55811	1,000.00
Kucera, Neal	2807 Parkwood Lane	Duluth, MN 55811	1,000.00
Kuehling, Sara	4726 W 5th St	Duluth, MN 55807	1,000.00
Kuehling, Sara	4726 W. 5th St	Duluth, MN 55807	1,000.00
Landlee, Kyle	3241 Comonwealth Ave	Duluth, MN 55808	1,000.00
Landlee, Sarah and U of North Dakota	3241 Commonwealth Ave	Duluth, MN 55808	1,000.00
Langlee, Kyle	3241 Commonwealth Ave.	Duluth, MN 55808	1,000.00
Langlee, Sarah	3241 Comonwealth Ave	Duluth, MN 55808	1,000.00
Laughlin, Andrew	1426 North Road	Duluth, MN 55811	1,000.00
Laughlin, Andrew	1426 North Road	Duluth, MN 55811	1,000.00
Ledoux, Amber	318 S 59th Ave W	Duluth, MN 55807	1,000.00
Ledoux, Amber	318 S 59th Ave W	Duluth, MN 55807	1,000.00
Leonard, Race	2432 Harvey St	Duluth, MN 55811	1,000.00
Leonard, Race	2432 Harvey St	Duluth, MN 55811	(1,000.00)
Leonard, Race	2432 Harvey St	Duluth, MN 55811	1,000.00
Leonard, Race	2432 Harvey St	Duluth, MN 55811	1,000.00
Leone, Riley	2632 W 11th St.	Duluth, MN 55806	1,000.00
Leone, Riley and Umd	2632 W 11th St	Duluth, MN 55806	(1,000.00)
Leone, Riley and Umd	2632 W 11th St	Duluth, MN 55806	1,000.00
Lepisto, Matthew	2632 W 11th St.	Duluth, MN 55806	1,000.00
Lind, Jeana	819 N 57th Ave W	Duluth, MN 55807	1,000.00
Lind, Jeana and Lake Superior College	4723 W. 5th St.	Duluth MN 55807	1,000.00
Lindholm, Amber	4723 W 5th St	Duluth MN 55807	1,000.00
Lindholm, Amber	430 N 77th Ave W	Duluth, MN 55807	375.00
Lindholm, Amber	430 N 77th Ave W	Duluth, MN 55807	1,000.00
Lindholm, Amber	430 N 77th Ave W	Duluth, MN 55807	1,000.00
Lo, Yuenming	1112 1/2 E 2nd St	Duluth, MN 55805	1,000.00

Lo, Yuenming
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 Lowinski, Krystal
 Lowinski, Krystal
 Maciver, Jordan
 Maciver, Jordan and U of Arizona
 MacNally, Camila
 MacNally, Camila
 Madison, Jessica
 Madison, Jessica
 Magdzas, Travis
 Magdzas, Travis
 Magdzas, Travis and U of Mn Crookston
 Magdzas, Travis and U of Mn Crookston
 Magliano, Theresa
 Magliano, Theresa
 Magnuson, Collin
 Magnuson, Collin
 Maki, Aurora
 Maki, Aurora
 Marshall, Kayla and U of Iowa
 Marshall, Kayla and U of Iowa
 Mattila, Lucas
 Mattila, Lucas
 McConnell, Madison
 Meger, Derek
 Meger, Derek and Vermillion Cc
 Meger, Derek and Vermillion Cc
 Merila, Jamie and U of M Twin Cities
 Merila, Jamie and U of M Twin Cities
 Messina, Matt
 Meyer, Amy and Concordia College
 Meyer, Ann and Concordia College
 Michaliecek, Ryan
 Midthun, Blaine
 Midthun, Blaine
 Miodozyniec, Kelsey
 Miodozyniec, Kelsey

1112 1/2 E 2nd St.
 1112 1/2 E 2nd St
 1112 1/2 E 2nd St
 3023 Vernon St
 3023 Vernon St
 2119 Ponderosa Circle
 2119 Ponderosa Circle
 4740 1st Ave South
 4740 1st Ave South
 1844 Grand Ave
 1844 Grand Ave
 1733 Tyrol St
 1733 Tyrol St.
 1733 Tyrol St
 1733 Tyrol St.
 1200 Kenwood Ave #1527
 1200 Kenwood Ave #1527
 4615 W 8th St
 4615 W 8th St
 8204 Grand Avenue
 8204 Grand Avenue
 1331 91st Ave. W
 1331 91st Ave W
 5734 McQuade Rd
 5734 McQuade Rd
 924 E 9th St
 2017 Hutchinson Rd
 2017 Hutchinson Rd
 2017 Hutchinson Rd
 1111 Hamline Ave N #4
 1111 Hamline Ave N #4.
 4711 W 5th St
 1301 Lincoln Park Dr
 1301 Lincoln Park Dr
 4205 Charles Rd
 910 W. Morgan St
 910 W. Morgan St
 4809 W 4th St.
 4809 W 4th St

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Monson, Emily	407 N 47th Ave W	Duluth, MN 55807	1,000.00
Monson, Emily	407 N 47th Ave. W.	Duluth, MN 55807	1,000.00
Monson, Ingrid	347 Solway Rd	Duluth, MN 55810	1,000.00
Monson, Ingrid	347 Solway Rd	Duluth, MN 55810	1,000.00
Moore, Kayla	417 N 51st Ave W	Duluth, MN 55807	1,000.00
Moore, Kayla	417 N. 51st Ave W	Duluth, MN 55807	1,000.00
Morse, Makenzie	608 W IDEAL ST	DULUTH MN 55811	1,000.00
Muklebus, Hunter	5 Chambersburg Dr	Duluth, MN 55811	1,000.00
Muklebus, Hunter	5 Chambersburg Dr	Duluth, MN 55811	1,000.00
Murphy, Cora	1331 Missouri Ave	Duluth, MN 55811	1,000.00
Murphy, Cora	1331 Missouri Ave	Duluth, MN 55811	1,000.00
Mutchier, Nicole	1205 101ST AVE W	DULUTH MN 55808	400.00
O' Connor, Jeremy and Umd	3250 Commonwealth Ave	Duluth, MN 55808	1,000.00
O'Connor, Jeremy and U of Mn Duluth	3250 Commonwealth Ave	Duluth, MN 55808	1,000.00
Olsen, Thomas	211 S 66th Ave W.	Duluth, MN 55807	1,000.00
Olsen, Thomas and U of Mn Duluth	211 S 66th Ave W	Duluth, MN 55807	1,000.00
Olson, Lindsey and Lsc	528 N 80th Ave. W.	Duluth, MN 55807	(1,000.00)
Olson, Nickolas	5817 Hintington St	Duluth, MN 55807	1,000.00
Ostberg, Amber and U of Mn Duluth	229 S 56th Ave W	Duluth, MN 55807	1,000.00
Ostberg, Amber and U of Mn Duluth	229 S 56th Ave W.	Duluth, MN 55807	1,000.00
Oswald, Phillip	5825 Arnold Rd	Duluth, MN 55803	900.00
Oswald, Phillip	5825 Arnold Rd	Duluth, MN 55803	1,000.00
Oswald, Phillip and Bsu	5825 Arnold Rd	Duluth, MN 55803	1,000.00
Ozan, Sara	416 W Marble St	Duluth, MN 55811	1,000.00
Ozan, Sara and U of St. Thomas	416 W Marble St	Duluth, MN 55811	1,000.00
Paro, Benjamin and St Olaf College	2257 W 13th St	Duluth, MN 55806	1,000.00
Paro, Benjamin and St Olaf College	2257 W 13th St	Duluth, MN 55806	1,000.00
Paul, Jamie and U of Mn Twin Cities	3689 Cooper Rd	Duluth, MN 55803	1,000.00
Paul, Jamie and U of Mn Twin Cities	3689 Cooper Rd	Duluth, MN 55803	1,000.00
Pelosi, Lindsay	5710 Tioga St	Duluth, MN 55804	1,000.00
Pelosi, Lindsay	5710 Tioga St	Duluth, MN 55804	1,000.00
Perrela, Alexandria	2201 W 12th St	Duluth, MN 55806	1,000.00
Perrela, Alexandria	2201 W 12th St	Duluth, MN 55806	1,000.00
Perrella, Alexandria	2201 W 12th St	Duluth, MN 55806	1,000.00
Peterson, Alan and U of Mn Duluth	2844 Wildberry Circle.	Duluth, MN 55811	1,000.00
Peterson, Alan and U of Mn Duluth	2844 Wildberry Circle.	Duluth, MN 55811	1,000.00
Peterson, Brooke	2201 Karl Ave	Duluth, MN 55811	1,000.00
Peterson, Brooke	2201 Karl Ave.	Duluth, MN 55811	1,000.00
Peterson, Sean	2844 Wildberry Circle	Duluth, MN 55811	1,000.00

Duluth, MN 55811	1,000.00
Duluth, MN 55812	(1,000.00)
Duluth, MN 55811	1,000.00
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Duluth, MN 55807	1,000.00
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Minneapolis MN 55414	1,000.00
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Duluth, MN 55806	(1,000.00)
Duluth, MN 55805	1,000.00
Duluth, MN 55805	1,000.00
Duluth, MN 55811	1,000.00
Duluth, MN 55808	1,000.00
Duluth, MN 55808	1,000.00
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Duluth, MN 55807	1,000.00
Duluth, MN 55812	1,000.00
Duluth, MN 55812	1,000.00
Duluth, MN 55806	1,000.00
Duluth, MN 55811	1,000.00
Duluth, MN 55811	1,000.00
Duluth, MN 55811	1,000.00
Duluth, MN 55811	1,000.00
Cloquet, MN 55720	1,000.00

Smith-Nordquist, Michael	704 8th St.	Cloquet, MN 55720	1,000.00
Sorell, Jonah	521 E 10TH ST	DULUTH MN 55805	1,000.00
Spehar, Breanna	3830 Chambersburg Ave	Duluth, MN 55808	1,000.00
Spehar, Zachary	402 98th Ave W	Duluth, MN 55806	1,000.00
Stenstrom, Ashley	3069 Restormel St	Duluth MN 55803	1,000.00
Stenstrom, Ashley	3069 Restormel St.	Duluth MN 55803	1,000.00
Strong, Jeremiah and U of Mn Duluth	1132 101st Ave W	Duluth, MN 55808	1,000.00
Strong, Jeremiah and U of Mn Duluth	1132 101st Ave W.	Duluth, MN 55808	1,000.00
Strother, Jerome	541 GLENDWOOD ST	DULUTH MN 55803	37.50
Stupca, Ryan	2029 Allegheny St	Duluth, MN 55811	1,000.00
Stupca, Ryan	2029 Allegheny St.	Duluth, MN 55811	1,000.00
Sutherland, Bailey	2433 Morris Thomas Rd	Duluth, MN 55811	1,000.00
Sutherland, Bailey	2433 Morris Thomas Rd	Duluth, MN 55811	1,000.00
Talbot, Hannah	3008 Palisade Circle	Duluth, MN 55811	1,000.00
Talbot, Hannah	3008 Palisade Circle	Duluth, MN 55811	1,000.00
Thieling, Corey	306 N 59th Ave W	Duluth, MN 55807	1,000.00
Thieling, Corey	306 N 59th Ave W	Duluth, MN 55807	1,000.00
Thompson, Zachary	430 N 47th Ave W	Duluth, MN 55807	1,000.00
Thorstad, Peter	4906 Greystone St	Hermantown, MN 55811	1,000.00
Thorstad, Peter	4906 Greystone St	Hermantown, MN 55811	1,000.00
Toms, Amanda	6913 W Van Rd	Duluth, MN 55807	1,000.00
Toms, Amanda and Gustavus Adolphus	6913 W Van Rd	Duluth, MN 55807	1,000.00
Tomshack, Mark	610 N 61st Ave W	Duluth MN 55807	1,000.00
Tomshack, Mark	610 N. 61st Ave. W.	Duluth MN 55807	1,000.00
Tourville, Marissa	3139 Commonwealth Ave.	Duluth, MN 55808	1,000.00
Tourville, Marissa	3139 Commonwealth Ave	Duluth, MN 55808	1,000.00
Tremble, Kiah	1207 N Red Rock Tr	Duluth, MN 55806	3,500.00
Turner, Eric	1076 84th Ave. W.	Duluth, MN 55808	1,000.00
Turner, Eric	1076 84th Ave W.	Duluth, MN 55808	1,000.00
Turner, Julia	1076 84th Ave W	Duluth, MN 55808	1,000.00
Turner, Julia	1076 84th Ave W	Duluth, MN 55808	1,000.00
Turner, Julia	1076 84th Ave W	Duluth, MN 55808	1,000.00
Turner, Rachel	1076 84th Ave W	Duluth, MN 55808	3,500.00
Van Reese, Tyler	822 Baylis St	Duluth, MN 55811	1,000.00
Vanovermeiren, Andrew	2544 Harvey St	Duluth, MN 55811	3,500.00
Vautrin, Josie	506 S 65th Ave W	Duluth, MN 55807	1,000.00
Vigness, Jordan	5233 Eagle Lake Rd	Duluth, MN 55806	1,000.00
Waldowski, Kirsten	401 N 79th Ave W	Duluth MN 55807	1,000.00
Waldowski, Kirsten	401 N 79th Ave W	Duluth MN 55807	1,000.00

Waldowski, Kirsten and U of Mn Duluth
Waldowski, Kirsten and U of Mn Duluth
Wallner, Morgan
Wallner, Morgan and UW River Falls
Warren, Thomas
Warren, Thomas
Wick, Judith
Wick, Judith
Willms, Lauren
Willms, Lauren
Willms, Molly
Willms, Molly
Witte, Marc and U of Mn Duluth
Witte, Marc and U of Mn Duluth
Young, Sarah
Young, Sarah
Ziells, Kiah

401 N. 79th Ave W.
401 N 79th Ave W
3020 Piedmont Ave
3020 Piedmont Ave
2315 Hanford Ave
2315 Hanford Ave
2218 Anderson Rd
2218 Anderson Rd.
627 6th Ave S.
627 6th Ave S
2832 Palisade Dr
2832 Palisade Dr
7701 Grand Avenue
7701 Grand Avenue
1718 E 8th St
1718 E 8th St
613 N 22nd Ave W

Duluth MN 55807
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Duluth, MN 55811
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Duluth, MN 55811
Duluth, MN 55811
St. Cloud, MN 56301
St. Cloud, MN 56301
Duluth, MN 55811
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