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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 05-01-2012 , and ending 04-30-2013

Name of foundation
CORA RUST OWEN MEMORIAL TRUST 50514490

A Employer identification number
81-6057848

Number and street (or P O box number if mail is not delivered to street address)
P O BOX 3168

Room/suite

B Telephone number (see instructions)
(503) 275-4327

City or town, state, and ZIP code
PORTLAND, OR 97208

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)* ▶$ 496,936

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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	13,174	13,174		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	34,472			
	b	Gross sales price for all assets on line 6a 285,962				
	7	Capital gain net income (from Part IV, line 2)		34,472		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	47,646	47,646		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	7,456	6,711		746
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	1,500	0	0	1,500
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	682	222		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	9,638	6,933	0	2,246
	25	Contributions, gifts, grants paid	21,300			21,300
	26	**Total expenses and disbursements.** Add lines 24 and 25	30,938	6,933	0	23,546
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	16,708			
	b	**Net investment income** (if negative, enter -0-)		40,713		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions. Cat No 11289X Form **990-PF** (2012)

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	20,287	3,090	3,090
	3	Accounts receivable ▶ 257			
		Less allowance for doubtful accounts ▶		257	257
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	25,366		
	b	Investments—corporate stock (attach schedule)	300,057	361,489	415,707
	c	Investments—corporate bonds (attach schedule)	76,123	73,706	77,882
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	421,833	438,542	496,936
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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	421,833	438,542	
	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 page 17 of the instructions)	421,833	438,542	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	421,833	438,542	

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	421,833
2	Enter amount from Part I, line 27a	2	16,708
3	Other increases not included in line 2 (itemize) ▶	3	1
4	Add lines 1, 2, and 3	4	438,542
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	438,542

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	34,472
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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	21,200	474,329	0 044695
2010	37,051	487,297	0 076034
2009	32,110	475,733	0 067496
2008	32,109	480,498	0 066824
2007	31,716	605,575	0 052373

2	**Total** of line 1, column (d).	2	0 307422
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 061484
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	478,117
5	Multiply line 4 by line 3.	5	29,397
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	407
7	Add lines 5 and 6.	7	29,804
8	Enter qualifying distributions from Part XII, line 4.	8	23,546

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 page 18 of the 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	814
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	814
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	814
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	306		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	306
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	508
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** ▶ 0	**Refunded** ▶		11	0

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶MT			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶US BANK Telephone no ▶(503) 275-4327

Located at ▶555 SW OAK PORTLAND OR ZIP +4 ▶97204

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See 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 page 20 of the instructions)?	1b		No
	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		No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		No
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		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

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

Total number of others receiving over $50,000 for professional services. . . . . ▶	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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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	472,762
b	Average of monthly cash balances	1b	12,636
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	485,398
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	485,398
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,281
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	478,117
6	**Minimum investment return.** Enter 5% of line 5	6	23,906

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	23,906
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 814		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	814
3	Distributable amount before adjustments Subtract line 2c from line 1	3	23,092
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	23,092
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	23,092

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	23,546
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	23,546
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	23,546

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				23,092
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. 0				
b From 2008. 0				
c From 2009. 0				
d From 2010. 2,459				
e From 2011. 0				
f **Total** of lines 3a through e.	2,459			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 23,546				
a Applied to 2011, but not more than line 2a			0	
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.				23,092
e Remaining amount distributed out of corpus	454			
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	2,913			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	2,913			
10 Analysis of line 9				
a Excess from 2008. . . . 0				
b Excess from 2009. . . . 0				
c Excess from 2010. . . . 2,459				
d Excess from 2011. . . . 0				
e Excess from 2012. . . . 454				

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

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 organization 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 organization 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))

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

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 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* See Additional Data Table				
Total . . . . . . ▶ 3a				21,300
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	13,174	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	34,472	
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)				47,646	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 47,646

(See worksheet in line 13 instructions to verify calculations)

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

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

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)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-07-31	******
Signature of officer or trustee	Date	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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
25000 F H L B DEB 3 375% 2/27/13		2008-01-23	2012-06-22
204 813 LAUDUS INTL MARKETMASTERS FUND SEL		2012-02-22	2012-06-22
434 398 LAUDUS INTL MARKETMASTERS FUND SEL		2011-04-14	2012-06-22
410 692 TURNER SPECTRUM FUND INSTL		2011-12-07	2012-06-22
5 APPLE COMPUTER INC		2006-05-16	2012-06-25
27 BAXTER INTL INC		2012-02-22	2012-06-25
11 BRISTOL-MYERS SQUIBB CO		2011-12-21	2012-06-25
59 BRISTOL-MYERS SQUIBB CO		2010-11-24	2012-06-25
31 CAPITAL ONE FINANCIAL CORP		2012-02-22	2012-06-25
30 COACH INC			2012-06-25
18 DOLLAR TREE INC		2012-02-22	2012-06-25
44 EXXON MOBIL CORP			2012-06-25
108 FIFTH THIRD BANCORP		2012-02-22	2012-06-25
35 FREEPORT MCMORAN COPPER GOLD		2010-02-11	2012-06-25
37 GILEAD SCIENCES INC		2011-04-14	2012-06-25
21 GOLDMAN SACHS GROUP INC			2012-06-25
32 HOME DEPOT INC		2012-02-22	2012-06-25
17 HUMANA INC		2012-02-22	2012-06-25
84 INTEL CORP		2001-10-19	2012-06-25
107 J P MORGAN CHASE & CO			2012-06-25
20 NATIONAL OILWELL INC COM		2012-02-22	2012-06-25
15 NOBLE ENERGY INC		2012-02-22	2012-06-25
1492 818 NUVEEN SMALL CAP SELECT FD CL I			2012-06-25
15 OCCIDENTAL PETE CORP COM		2012-02-22	2012-06-25
22 PEPSICO INC		2002-08-21	2012-06-25
16 PERRIGO CO		2012-02-22	2012-06-25
66 PFIZER INC COMMON STOCK			2012-06-25
24 PRAXAIR INC		2004-02-23	2012-06-25
40 QUALCOMM INC			2012-06-25
233 MIDCAP SPDR TRUST SERIES I E T F			2012-06-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
55 STATE STR CORP		2011-08-11	2012-06-25
14 TARGET CORP		2011-12-21	2012-06-25
36 TARGET CORP			2012-06-25
31 UNITED PARCEL SERVICE INC CL B			2012-06-25
20 UNITED TECHNOLOGIES CORP		2004-05-26	2012-06-25
5 UNITED TECHNOLOGIES CORP		2004-07-15	2012-06-25
35 WYNDHAM WORLDWIDE CORP		2012-02-22	2012-06-25
20 ACCENTURE PLC CL A		2012-05-02	2012-06-25
10 COVIDIEN PLC		2012-06-01	2012-06-25
15 COVIDIEN PLC		2012-05-30	2012-06-25
37 INGERSOLL RAND PLC		2012-02-22	2012-06-25
20 ACE LTD		2012-04-30	2012-06-25
5 ECOLAB INC		2002-08-21	2012-07-03
32 ABBOTT LABS		2011-01-14	2012-07-05
36 ECOLAB INC			2012-07-05
31 EXPRESS SCRIPTS HLDGS C			2012-07-05
75 GENERAL ELEC CO		2001-10-19	2012-07-05
15 GENERAL MILLS INC		2011-12-07	2012-07-05
35 GENERAL MILLS INC		2010-02-10	2012-07-05
28 MC DONALD'S CORP			2012-07-05
35 P G E CORP		2012-06-25	2012-07-05
19 3M CO		2002-12-18	2012-07-05
9 MIDCAP SPDR TRUST SERIES I E T F		2012-02-22	2012-07-17
1 MIDCAP SPDR TRUST SERIES I E T F		2009-04-15	2012-07-17
ENRON CORP			2012-07-24
20000 BARCLAYS BANK PLC 5 450% 9/12/12		2007-10-02	2012-09-12
58 E M C CORP MASS		2011-03-16	2012-10-15
35 EDISON INTL		2012-07-05	2012-10-15
20 HUMANA INC			2012-10-15
45 MACYS INC		2012-06-25	2012-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
814 418 P I M C O FDS TOTAL RETURN FD		2012-07-05	2012-10-15
3333 KRAFT FOODS GROUP INC		2012-07-05	2012-10-18
20000 MCGRAW HILL INC 5 375% 11/15/12		2007-11-15	2012-11-15
81 INTEL CORP			2012-11-21
13 KRAFT FOODS GROUP INC		2012-07-05	2012-11-21
78 MICROSOFT CORP			2012-11-21
26 P N C FINANCIAL SERVICES GROUP INC		2012-06-25	2012-11-21
20 UNITED PARCEL SERVICE INC CL B		2012-07-05	2012-11-21
COUNTRYWIDE FINANCIAL CORPORATION			2012-12-31
DELL INC			2013-01-09
30 ABBOTT LABS		2012-10-15	2013-01-23
30 ABBVIE INC		2012-10-15	2013-01-23
165 BANK OF AMERICA CORP		2012-10-15	2013-02-07
30 DISNEY WALT CO		2012-06-25	2013-02-07
29 EMERSON ELEC CO		2012-02-22	2013-02-07
5 EMERSON ELEC CO		2012-11-21	2013-02-07
40 FREEPORT MCMORAN COPPER GOLD		2012-10-15	2013-02-07
30 HOME DEPOT INC		2012-10-15	2013-02-07
17 SCHLUMBERGER LTD		2004-01-12	2013-02-07
5 SCHLUMBERGER LTD		2008-04-03	2013-02-07
49 ISHARES S&P PREF STK INDX FD		2010-11-24	2013-04-05
178 60523 P I M C O FDS TOTAL RETURN FD			2013-04-05
1592 87377 P I M C O FDS TOTAL RETURN FD			2013-04-05
25 ANADARKO PETE CORP		2012-10-15	2013-04-23
30 MERCK AND CO INC		2013-01-23	2013-04-23
5 MERCK AND CO INC		2013-02-07	2013-04-23
40 NIKE INC		2012-07-03	2013-04-23
174 023 T ROWE PRICE SC STOCK		2012-06-25	2013-04-23
70 SPDR DJ WILSHIRE INTERNATIONAL			2013-04-23
479 852 LAUDUS INTL MARKETMASTERS FUND SEL		2010-09-28	2013-04-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
25 UNITED TECHNOLOGIES CORP		2004-07-15	2013-04-23
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,459		25,366	93
3,484		3,775	-291
7,389		8,658	-1,269
4,489		4,702	-213
2,873		330	2,543
1,378		1,528	-150
374		387	-13
2,004		1,520	484
1,626		1,504	122
1,730		1,843	-113
1,958		1,531	427
3,552		1,538	2,014
1,388		1,494	-106
1,112		1,287	-175
1,847		1,540	307
1,913		3,484	-1,571
1,647		1,495	152
1,344		1,527	-183
2,204		2,054	150
3,742		4,218	-476
1,199		1,724	-525
1,161		1,562	-401
20,750		19,017	1,733
1,162		1,555	-393
1,504		948	556
1,832		1,498	334
1,477		2,739	-1,262
2,492		862	1,630
2,149		570	1,579
38,025		24,865	13,160

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,352		1,899	453
799		726	73
2,055		1,186	869
2,365		1,927	438
1,476		831	645
369		227	142
1,760		1,539	221
1,126		1,301	-175
522		512	10
783		787	-4
1,442		1,506	-64
1,418		1,519	-101
342		118	224
2,065		1,506	559
2,468		834	1,634
1,695		1,711	-16
1,528		2,806	-1,278
584		608	-24
1,362		1,213	149
2,514		1,543	971
1,582		1,531	51
1,700		1,149	551
1,530		1,607	-77
170		95	75
69			69
20,000		20,278	-278
1,479		1,496	-17
1,632		1,610	22
1,479		1,708	-229
1,772		1,505	267

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,439		9,244	195
16		14	2
20,000		20,181	-181
1,555		1,594	-39
582		536	46
2,090		1,991	99
1,418		1,516	-98
1,427		1,590	-163
205			205
3			3
983		1,031	-48
1,115		1,118	-3
1,948		1,526	422
1,615		1,407	208
1,657		1,506	151
286		242	44
1,426		1,588	-162
1,985		1,806	179
1,326		458	868
390		462	-72
1,970		1,928	42
2,018		2,065	-47
17,999		18,292	-293
2,029		1,721	308
1,450		1,281	169
242		205	37
2,465		1,800	665
6,540		5,744	796
3,149		2,723	426
10,101		8,513	1,588

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,319		1,134	1,185
			37

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			93
			-291
			-1,269
			-213
			2,543
			-150
			-13
			484
			122
			-113
			427
			2,014
			-106
			-175
			307
			-1,571
			152
			-183
			150
			-476
			-525
			-401
			1,733
			-393
			556
			334
			-1,262
			1,630
			1,579
			13,160

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			453
			73
			869
			438
			645
			142
			221
			-175
			10
			-4
			-64
			-101
			224
			559
			1,634
			-16
			-1,278
			-24
			149
			971
			51
			551
			-77
			75
			69
			-278
			-17
			22
			-229
			267

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			195
			2
			-181
			-39
			46
			99
			-98
			-163
			205
			3
			-48
			-3
			422
			208
			151
			44
			-162
			179
			868
			-72
			42
			-47
			-293
			308
			169
			37
			665
			796
			426
			1,588

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,185

Form 990PF Part XV Line 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*				
MAYO CLINIC HEALTH SYSTEM FKA LUTHER HOSPITAL 1221 WHIPPLE ST EAU CLAIRE, WI 54703	NONE	HOSPITAL	GENERAL SUPPORT	2,130
FRIENDS OF L E PHILLIPS MEMLIBRARY ATTN BUSINESS MGR 400 EAU CLAIRE ST EAU CLAIRE, WI 54701	NONE	PUBLIC	GENERAL SUPPORT	2,130
WESTOVER SCHOOL INC ALUMNAE OFFICE PO BOX 847 MIDDLEBURY, CT 06762	NONE	SCHOOL	GENERAL SUPPORT	5,325
VASSAR COLLEGE ANNUAL FUND C/O VAIKE RIISENBERG MAIL DROP 12 POUGHKEEPSIE, NY 12604	NONE	SCHOOL	GENERAL SUPPORT	5,325
MARCUS DALY MEMORIAL HOSPITAL 1200 WESTWOOD DRIVE HAMILTON, MT 59840	NONE	HOSPITAL	GENERAL SUPPORT	2,130
MINNESOTA MEDICAL FDN MCNAMARA ALUMNI CENTER 200 OAK STREET SE SUITE 300 MINNEAPOLIS, MN 55455	NONE	HOSPITAL	GENERAL SUPPORT	1,065
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807	NONE	UNIVERSITY	GENERAL SUPPORT	1,065
UNIVERSITY OF WISCONSIN EAU CLAIRE FOUNDATION 105 GARFIELD AVENUE EAU CLAIRE, WI 54701	NONE	UNIVERSITY	GENERAL SUPPORT	2,130
Total . . . . ▶ **3a**				21,300

TY 2012 Accounting Fees Schedule

Name: CORA RUST OWEN MEMORIAL TRUST 50514490

EIN: 81-6057848

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

TY 2012 Investments Corporate Bonds Schedule

Name: CORA RUST OWEN MEMORIAL TRUST 50514490

EIN: 81-6057848

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BARCLAYS BANK 5.450 9/12/2012		
TOTAL CAPITAL SA 10/02/2015	9,985	10,577
MCGRAW HILL INC 5.375 11/15/12		
OCCIDENTAL PETROLEUM COR 4.125	15,748	16,529
BOEING CO 3.75 11/20/2016	9,945	10,898
AMERICAN CENTY INTL BOND FD	13,398	13,247
ISHARES BARCLAYS TIPS BOND FD	8,980	9,650
ISHARES JP MORGAN EM BOND FD	6,444	6,920
NUVEEN HIGH INCOME BOND FD	9,206	10,061

TY 2012 Investments Corporate Stock Schedule

Name: CORA RUST OWEN MEMORIAL TRUST 50514490

EIN: 81-6057848

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS		
APACHE CORP	1,210	1,847
APPLE INC	1,954	3,542
BOEING CORP	2,223	2,834
ECOLAB INC		
EXXON MOBIL CORP	2,934	4,538
GENERAL ELEC CO	2,959	3,232
GOLDMAN SACHS GROUP INC	1,699	2,045
INTEL CORP	1,807	2,036
JOHNSON & JOHNSON	2,315	3,750
MICROSOFT CORP	1,500	1,820
ORACLE CORPORATION	1,792	3,409
PEPSICO INC	3,222	4,288
PFIZER INC	2,769	2,733
PRAXAIR INC		
PROCTOR & GAMBLE CO	2,789	3,838
QUALCOMM INC	475	1,848
TARGET CORPORATION	1,574	1,764
UNITED PARCEL SERVICE INC CL B		
UNITED TECHNOLOGIES CORP	1,547	1,826
VERIZON COMMUNICATIONS INC	2,192	3,558
WAL MART STORES INC	2,039	3,342
WELLS FARGO & CO	2,418	3,418
3M CO	1,852	2,094
SCHLUMBERGER LTD	3,635	3,349
NUVEEN REAL ESTATE SECS	18,879	25,336
NUVEEN SMALL CAP SELECT		
IPATH DOW JONES UBS COMMODITY	20,922	18,985
ISHARES MSCI EMERGING MKTS	20,893	21,948
MIDCAP SPDR TRUST SER 1		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCDONALDS CORP	1,715	2,043
GOOGLE INC	1,444	3,298
JP MORGAN CHASE & CO	2,094	2,451
FREEPORT MCMORAN COPPER GOLD		
GENERAL MILLS INC		
MASTERCARD INC	1,369	3,318
BRISTOL MYERS SQUIBB CO		
CAPITAL ONE FINANCIAL CORP		
CHEVRON CORP	1,550	1,830
CITIGROUP INC	1,531	1,726
E M C CORPORATION		
EXPRESS SCRIPTS INC	1,553	1,781
GILEAD SCIENCES INC	1,502	2,026
PRUDENTIAL FINANCIAL INC	1,784	1,813
STARBUCKS CORP	1,073	2,373
ISHARES S&P PREF STK INDEX FD	9,507	9,785
LAUDUS INTL MARKETMASTERS FD	27,711	33,716
SPDR DJ WILSHIRE INTL	9,734	12,450
TFS MARKET NEUTRAL FD	16,150	16,867
BAXTER INTL INC		
COACH INC		
DOLLAR TREE INC		
EMERSON ELEC CO	1,452	1,665
FIFTH THIRD BANCORP		
HOME DEPOT INC		
HUMANA INC		
INTL BUSINESS MACHINES CORP	1,741	1,823
NATIONAL OILWELL VARCO INC		
NOBLE ENERGY INC		
OCCIDENTAL PETROLEUM CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PERRIGO CO		
STATE STR CORP	1,561	2,046
WYNDHAM WORLDWIDE CORP		
INGERSOLL RAND PLC		
AMER CENTY INTL BD FD		
DRIEHAUS ACTIVE INC FD	9,441	9,597
ISHARES BARCLAYS TIPS BD		
ISHARES JP MORGAN EM BD FD		
TURNER SPECTRUM FUND		
CIGNA CORP	1,642	1,654
CVS CAREMARK CORP	1,489	1,920
DISNEY WALT CO	1,795	2,325
DOVER CORP	1,715	1,725
DOW CHEM CO	1,574	1,696
MCKESSON CORP	1,046	1,058
MERCK AND CO INC	1,435	1,645
MONDELEZ INTERNATIONAL W I	1,018	1,258
P G E CORP	1,694	1,938
ACCENTURE PLC	1,672	2,036
ACE LTD	1,953	2,228
COVIDIEN PLC	1,626	1,915
GOLDMAN SACHS M C VALUE	13,683	17,587
OPPENHEIMER SR FLOAT RATE	9,206	9,523
PIMCO TOTAL RETURN FUND	64,477	64,213
T ROWE PRICE MID-CAP GROWTH FD	13,880	16,012
SCOUT INTERNATIONAL FUND	28,234	33,596
SPDR GOLD TRUST	5,124	4,569
T ROWE PRICE SC STOCK	9,715	10,821

TY 2012 Investments Government Obligations Schedule

Name: CORA RUST OWEN MEMORIAL TRUST 50514490

EIN: 81-6057848

US Government Securities - End of Year Book Value:

US Government Securities - End of Year Fair Market Value:

State & Local Government Securities - End of Year Book Value:

State & Local Government Securities - End of Year Fair Market Value:

TY 2012 Other Increases Schedule

Name: CORA RUST OWEN MEMORIAL TRUST 50514490

EIN: 81-6057848

Description	Amount
ROUNDING ADJUSTMENT	1

TY 2012 Taxes Schedule

Name: CORA RUST OWEN MEMORIAL TRUST 50514490

EIN: 81-6057848

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	154	0		0
FEDERAL ESTIMATES - PRINCIPAL	306	0		0
FOREIGN TAXES ON QUALIFIED FOR	187	187		0
FOREIGN TAXES ON NONQUALIFIED	35	35		0