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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 5/1/2012, and ending 4/30/2013

Name of foundation JOHN J HILLBERG TRUST		A Employer identification number 94-6139721
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Winston Salem NC 27101-3818		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 106,764		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	2,841	2,804		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	3,326			
b Gross sales price for all assets on line 6a 36,052				
7 Capital gain net income (from Part IV, line 2)		3,326		
8 Net short-term capital gain	6			
9 Income modifications	9			
10 a 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	6,167	6,130	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	1,975	1,481		494
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	649			649
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	221	62		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	10			10
24 Total operating and administrative expenses. Add lines 13 through 23	2,855	1,543	0	1,153
25 Contributions, gifts, grants paid	3,933			3,933
26 Total expenses and disbursements. Add lines 24 and 25	6,788	1,543	0	5,086
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-621			
b Net investment income (if negative, enter -0-)		4,587		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

500

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,322	3,043	3,043
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	91,651	89,131	106,705
	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)	92,973	92,174	109,748
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	92,973	92,174	
	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)	92,973	92,174	
	31 Total liabilities and net assets/fund balances (see instructions)	92,973	92,174	

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	92,973
2 Enter amount from Part I, line 27a	2	-621
3 Other increases not included in line 2 (itemize) ▶ CTF Income Timing Difference	3	3
4 Add lines 1, 2, and 3	4	92,355
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	181
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	92,174

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

(i) FMV 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			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,326
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	4,412	103,358	0.042687
2010	3,079	100,719	0.030570
2009	3,209	91,473	0.035081
2008	5,862	92,772	0.063187
2007			0.000000

2 Total of line 1, column (d)	2	0.171525
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	0.042881
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	103,878
5 Multiply line 4 by line 3	5	4,454
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	46
7 Add lines 5 and 6	7	4,500
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	5,086

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	46	
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	46	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	46	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	178		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	178		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	132		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 46 Refunded <input type="checkbox"/> 11	11	86		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
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? Website address N/A	13	X	
14	The books are in care of WELLS FARGO BANK N A Telephone no 888-730-4933 Located at 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(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** N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870**6b** X**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** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee 4 00	1,975		

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	102,738
b	Average of monthly cash balances	1b	2,722
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	105,460
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	105,460
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,582
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	103,878
6	Minimum investment return. Enter 5% of line 5	6	5,194

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	5,194
2a	Tax on investment income for 2012 from Part VI, line 5	2a	46
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	46
3	Distributable amount before adjustments Subtract line 2c from line 1	3	5,148
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,148
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	5,148

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	5,086
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,086
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	46
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,040

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				5,148
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			2,345	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 5,086				
a Applied to 2011, but not more than line 2a			2,345	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				2,741
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
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				2,407
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part 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 Attached Statement				
Total			▶ 3a	3,933
b Approved for future payment NONE				
Total			▶ 3b	0

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?

- (1) Cash**

- (2) Other assets**

(1) Sales of assets to a noncharitable exempt organization

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets

- #### (4) Reimbursement arrangements

- (5) Loans or loan guarantees**

- (6) Performance of services or membership or fundraising solicitations**

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

- 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.

[illegible]

- 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) is based on all information of which preparer has any knowledge.

John A. Silente SVP Wells Fargo Bank N.A.

9/4/2013

SVP Wells Fargo Bank N A

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

Preparer's signature

Date _____

PTIN

JOSEPH J CASTRIANO

9/4/2013

Check ☒ if
self-employed

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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JOHN J HILLBERG TRUST

94-6139721 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FRED FINCH CHILDREN'S HOME

Street

3800 COOLIDGE AVE

City

OAKLAND

State

CA

Zip Code

94602-3311

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,933

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV		Long Term CG Distributions		Short Term CG Distributions		Amount	Totals										Net Gain or Loss	
							Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss					
						52	Other sales		36,052		32,728		3,326					
1	X	CORE EQUITY FUND	140995127				5/20/2011		5/15/2012	219	221							
2	X	CORE EQUITY FUND	140995127				7/22/2010		5/15/2012	377	324							
3	X	CORE EQUITY FUND	140995127				7/22/2010		5/15/2012	267	222							
4	X	CORE EQUITY FUND	140995127				2/7/2013		4/5/2013	257	249							
5	X	CREDIT SUISSE COMM RT ST	22544R305				8/17/2011		8/15/2012	139	158							
6	X	DIAMOND HILL LONG-SHORT	25264S833				8/17/2012		2/7/2013	177	162							
7	X	DIAMOND HILL LONG-SHORT	25264S833				8/17/2012		3/28/2013	140	126							
8	X	DREYFUS EMG MKT DEBT LO	26190Q494				2/7/2013		2/7/2013	1,053	1,034							
9	X	HUSSMAN STRATEGIC GROW	448108100				2/19/2008		8/15/2012	1,211	1,684							
10	X	HUSSMAN STRATEGIC GROW	448108100				8/11/2009		8/15/2012	144	169							
11	X	HUSSMAN STRATEGIC GROW	448108100				8/11/2009		2/7/2013	1,279	1,604							
12	X	HUSSMAN STRATEGIC GROW	448108100				5/24/2011		2/7/2013	760	900							
13	X	HUSSMAN STRATEGIC GROW	448108100				2/7/2012		2/7/2013	400	454							
14	X	ISHARES MSCI EAFE	464287465				2/15/2012		8/15/2012	206	216							
15	X	ISHARES MSCI EAFE	464287465				12/31/2009		8/15/2012	928	1,001							
16	X	ISHARES MSCI EAFE	464287465				12/22/2008		2/7/2013	5,288	3,955							
17	X	ISHARES MSCI EAFE	464287465				2/6/2009		2/7/2013	2,092	1,450							
18	X	ISHARES MSCI EAFE	464287465				12/31/2009		2/7/2013	2,150	2,057							
19	X	ISHARES MSCI EAFE	464287465				2/22/2010		2/7/2013	465	425							
20	X	ISHARES MSCI EAFE	464287465				7/22/2010		2/7/2013	2,673	2,326							
21	X	ISHARES MSCI EAFE	464287465				10/21/2011		2/7/2013	232	207							
22	X	ISHARES MSCI EAFE	464287465				5/15/2012		2/7/2013	523	450							
23	X	ISHARES S&P MIDCAP 400 GR	464287606				2/7/2013		3/28/2013	256	246							
24	X	ISHARES S&P MIDCAP 400 VA	464287705				7/22/2010		5/15/2012	246	202							
25	X	ISHARES S&P MIDCAP 400 VA	464287705				8/15/2011		3/28/2013	201	145							
26	X	ISHARES TR SMALLCAP 600 I	464287804				5/20/2011		8/15/2012	148	147							
27	X	ISHARES CORE S&P SMALL-C	464287804				5/20/2011		2/7/2013	1,918	1,690							
28	X	MERGER FD SH BEN INT 260	589509108				5/24/2011		8/15/2012	80	81							
29	X	PIMCO FOREIGN BD FD USD	693390882				8/17/2011		8/15/2012	929	894							
30	X	PIMCO FOREIGN BD FD USD	693390882				8/17/2011		2/7/2013	205	202							
31	X	SPDR DJ WILSHIRE INTERNA	78463X863				5/20/2011		5/15/2012	247	284							
32	X	SPDR DJ WILSHIRE INTERNA	78463X863				5/20/2011		8/15/2012	154	162							
33	X	SPDR DJ WILSHIRE INTERNA	78463X863				5/20/2011		3/28/2013	344	324							
34	X	AMEX MATERIALS SPDR	81369Y100				7/22/2010		8/15/2012	71	62							
35	X	AMEX HEALTH CARE SPDR	81369Y209				7/22/2010		5/15/2012	147	114							
36	X	AMEX HEALTH CARE SPDR	81369Y209				7/22/2010		8/15/2012	216	194							
37	X	AMEX HEALTH CARE SPDR	81369Y209				7/22/2010		2/7/2013	216	143							
38	X	CONSUMER STAPLES SECTO	81369Y308				7/22/2010		5/15/2012	372	295							
39	X	CONSUMER STAPLES SECTO	81369Y308				7/22/2010		8/15/2012	36	27							
40	X	CONSUMER STAPLES SECTO	81369Y308				2/7/2013		3/28/2013	119	112							
41	X	AMEX CONSUMER DISCR SPI	81369Y407				2/7/2013		5/15/2012	159	151							
42	X	AMEX ENERGY SELECT SPDR	81369Y506				7/22/2010		8/15/2012	199	160							
43	X	AMEX ENERGY SELECT SPDR	81369Y506				7/22/2010		8/15/2012	287	213							
44	X	AMEX FINANCIAL SELECT SP	81369Y605				7/22/2010		8/15/2012	90	86							
45	X	AMEX FINANCIAL SELECT SP	81369Y605				7/22/2010		2/7/2013	405	328							
46	X	AMEX INDUSTRIAL SPDR	81369Y704				7/22/2010		5/15/2012	176	146							
47	X	AMEX INDUSTRIAL SPDR	81369Y704				7/22/2010		8/15/2012	73	58							
48	X	ISHARES CORE S&P SMALL-C	464287804				5/20/2011		3/28/2013	349	294							
49	X	AMEX TECHNOLOGY SELECT	81369Y803				7/22/2010		8/15/2012	241	175							
50	X	AMEX TECHNOLOGY SELECT	81369Y803				2/7/2013		3/28/2013	121	118							
51	X	AMEX UTILITIES SPDR	81369Y886				2/22/2010		5/15/2012	72	60							
52	X	AMEX UTILITIES SPDR	81369Y886				7/22/2010		8/15/2012	143	121							
53	X	VANGUARD MSCI EAFE ETF	921943858				2/7/2013		3/28/2013	182	181							
54	X	VANGUARD REIT VIPER	922908553				2/6/2009		5/15/2012	259	119							
55	X	AMEX CONSUMER DISCR SPI	81369Y407				7/22/2010		8/15/2012	90	61							
56	X	VANGUARD REIT VIPER	922908553				2/6/2009		3/28/2013	141	58							
57	X	WELLS FARGO ADV INTL BON	94985D582				5/24/2011		8/15/2012	866	893							
58	X	WELLS FARGO ADV INTL BON	94985D582				5/24/2011		2/7/2013	242	247							
59	X	WELLS FARGO ADV HI INC-IN	949917538				2/12/2006		5/15/2012	212	218							
60	X	WELLS FARGO ADV HI INC-IN	949917538				2/12/2006		2/7/2013	1,110	1,104							
61	X	WELLS FARGO ADV HI INC-IN	949917538				5/24/2011		2/7/2013	102	100							
62	X	WELLS FARGO ADV HI INC-IN	949917538				8/17/2012		2/7/2013	163	160							
63	X	TAXABLE TOTAL RETURN BO	991283912				2/15/2012		5/15/2012	219	219							
64	X	TAXABLE TOTAL RETURN BO	991283912				5/20/2011		5/15/2012	352	351							
65	X	TAXABLE TOTAL RETURN BO	991283912				5/20/2011		2/7/2013	421	429							
66	X	TAXABLE TOTAL RETURN BO	991283912				8/15/2012		2/7/2013	165	168							
67	X	TAXABLE TOTAL RETURN BO	991283912				6/29/1979		2/7/2013	211	189							
68	X	TAXABLE SHORT-TERM BONH	999612906				7/15/2005		8/15/2012	194	196							

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Totals		
													Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
		Long Term CG Distributions	Amount	52											
		Short Term CG Distributions							Capital Gains/Losses					32,726	3,326
									Other sales					0	0
69	X	TAXABLE SHORT-TERM BONDI	999812906			7/15/2005		4/5/2013	129	131				0	-2
70	X	TAXABLE INTERMEDIATE TER	999708902			5/20/2011		5/15/2012	463	466				0	-3
71	X	TAXABLE INTERMEDIATE TER	999708902			5/20/2011		2/7/2013	352	360				0	-8
72	X	TAXABLE INTERMEDIATE TER	999708902			2/15/2012		2/7/2013	237	242				0	-5
73	X	TAXABLE INTERMEDIATE TER	999708902			2/15/2006		2/7/2013	153	148				0	5
74	X	SIT LOSS ON CTF SALES								58					-58
75	X	L/T GAIN ON CTF SALES							537						537

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

		649	0	0	649
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	649			649

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

		221	62	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	62	62		
2	ESTIMATED EXCISE PAYMENTS	159			

Part I, Line 23 (990-PF) - Other Expenses

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10	0		10

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

Line 3 - Other increases not included in Part III, Line 2

1	CTF Income Timing Difference	1	3
2	Total	2	3

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

1	CTF Book to Tax Difference	1	41
2	PY Return of Capital Adjustment	2	51
3	Cost Basis Adjustment	3	89
4	Total	4	181

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

Long Term CG Distributions															Short Term CG Distributions														
Amount															52														
0															0														
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses															
1	CORE EQUITY FUND	140995127		5/20/2011	5/15/2012	219			0	221	-2	0	0	0	3,274														
2	CORE EQUITY FUND	140995127		7/22/2010	5/15/2012	377			0	324	53	0	0	0	53														
3	CORE EQUITY FUND	140995127		7/22/2010	8/15/2012	267			0	222	45	0	0	0	45														
4	CORE EQUITY FUND	140995127		2/7/2013	4/5/2013	257			0	249	8	0	0	0	8														
5	CREDIT SUISSE COMM RT ST GO 2156	22554AR305		8/17/2011	8/15/2012	139			0	156	-19	0	0	0	-19														
6	DIAMOND HILL LONG SHORT FD CL I #	25284S833		8/17/2012	2/7/2013	177			0	162	15	0	0	0	15														
7	DIAMOND HILL LONG SHORT FD CL I #	25284S833		8/17/2012	2/7/2013	140			0	126	14	0	0	0	14														
8	DREYFUS EMG MKT DEBT LOC C1 #608	261880494		8/17/2011	2/7/2013	1053			0	1034	19	0	0	0	19														
9	HUSMAN STRATEGIC GROWTH FUND	448108100		2/19/2008	8/15/2012	1211			0	1684	-473	0	0	0	-473														
10	HUSMAN STRATEGIC GROWTH FUND	448108100		8/17/2009	8/15/2012	144			0	169	-25	0	0	0	-25														
11	HUSMAN STRATEGIC GROWTH FUND	448108100		8/17/2009	2/7/2013	1279			0	1604	-325	0	0	0	-325														
12	HUSMAN STRATEGIC GROWTH FUND	448108100		5/24/2011	2/7/2013	760			0	900	-140	0	0	0	-140														
13	HUSMAN STRATEGIC GROWTH FUND	448108100		2/7/2012	2/7/2013	400			0	454	-54	0	0	0	-54														
14	SHARES MSCI EAFE	464287465		2/15/2012	8/15/2012	206			0	216	-10	0	0	0	-10														
15	SHARES MSCI EAFE	464287465		12/31/2009	8/15/2012	928			0	1001	-73	0	0	0	-73														
16	SHARES MSCI EAFE	464287465		12/22/2008	2/7/2013	5288			0	3955	1333	0	0	0	1333														
17	SHARES MSCI EAFE	464287465		2/6/2008	2/7/2013	2092			0	1450	642	0	0	0	642														
18	SHARES MSCI EAFE	464287465		12/31/2009	2/7/2013	2150			0	2057	93	0	0	0	93														
19	SHARES MSCI EAFE	464287465		2/22/2010	2/7/2013	465			0	425	40	0	0	0	40														
20	SHARES MSCI EAFE	464287465		7/22/2010	2/7/2013	2673			0	2326	347	0	0	0	347														
21	SHARES MSCI EAFE	464287465		10/21/2011	2/7/2013	232			0	207	25	0	0	0	25														
22	SHARES MSCI EAFE	464287465		5/15/2012	2/7/2013	523			0	450	73	0	0	0	73														
23	SHARES S&P MIDCAP 400 GROWTH	464287608		2/7/2013	3/28/2013	256			0	246	10	0	0	0	10														
24	SHARES S&P MIDCAP 400 VALUE	464287705		7/22/2010	5/15/2012	246			0	202	44	0	0	0	44														
25	SHARES S&P MIDCAP 400 VALUE	464287705		8/15/2011	3/28/2013	201			0	145	56	0	0	0	56														
26	SHARES TR SMALLCAP 600 INDEX FD	464287804		5/20/2011	8/15/2012	148			0	147	1	0	0	0	1														
27	SHARES CORE S&P SMALLCAP E	464287804		5/20/2011	2/7/2013	1918			0	1690	228	0	0	0	228														
28	MERGER FD SH BEN INT 280	589509108		5/24/2011	8/15/2012	80			0	81	-1	0	0	0	-1														
29	PIMCO FOREIGN BD FD USD H-INST 10	693330882		8/17/2011	8/15/2012	929			0	894	35	0	0	0	35														
30	PIMCO FOREIGN BD FD USD H-INST 10	693330882		8/17/2011	2/7/2013	205			0	202	3	0	0	0	3														
31	SPDR DJ WILSHIRE INTERNATIONAL R	78463X663		5/20/2011	5/15/2012	247			0	284	-37	0	0	0	-37														
32	SPDR DJ WILSHIRE INTERNATIONAL R	78463X663		5/20/2011	8/15/2012	154			0	162	-8	0	0	0	-8														
33	SPDR DJ WILSHIRE INTERNATIONAL R	78463X663		5/20/2011	3/28/2013	344			0	324	20	0	0	0	20														
34	AMEX MATERIALS SPDR	813697100		7/22/2010	8/15/2012	71			0	62	9	0	0	0	9														
35	AMEX HEALTH CARE SPDR	813697209		7/22/2010	5/15/2012	147			0	114	33	0	0	0	33														
36	AMEX HEALTH CARE SPDR	813697209		8/15/2012	2/7/2013	216			0	194	22	0	0	0	22														
37	AMEX HEALTH CARE SPDR	813697209		7/22/2010	2/7/2013	216			0	143	73	0	0	0	73														
38	CONSUMER STAPLES SECTOR SPDR	813697308		7/22/2010	5/15/2012	372			0	295	77	0	0	0	77														
39	CONSUMER STAPLES SECTOR SPDR	813697308		7/22/2010	8/15/2012	36			0	27	8	0	0	0	8														
40	CONSUMER STAPLES SECTOR SPDR	813697308		2/7/2013	3/28/2013	119			0	151	8	0	0	0	8														
41	AMEX ENERGY SELECT SPDR	813697506		7/22/2010	5/15/2012	160			0	160	39	0	0	0	39														
42	AMEX ENERGY SELECT SPDR	813697506		7/22/2010	8/15/2012	287			0	213	74	0	0	0	74														
43	AMEX FINANCIAL SELECT SPDR	813697605		7/22/2010	8/15/2012	90			0	86	4	0	0	0	4														
44	AMEX FINANCIAL SELECT SPDR	813697605		7/22/2010	5/15/2012	405			0	328	77	0	0	0	77														
45	AMEX INDUSTRIAL SPDR	813697704		7/22/2010	5/15/2012	176			0	146	30	0	0	0	30														
46	AMEX INDUSTRIAL SPDR	813697704		7/22/2010	8/15/2012	73			0	58	15	0	0	0	15														
47	SHARES CORE S&P SMALLCAP E	464287804		5/20/2011	3/28/2013	346			0	294	55	0	0	0	55														
48	AMEX TECHNOLOGY SELECT SPDR	813697803		7/22/2010	8/15/2012	241			0	175	66	0	0	0	66														
49	AMEX TECHNOLOGY SELECT SPDR	813697803		2/7/2013	3/28/2013	121			0	118	3	0	0	0	3														
50	AMEX UTILITIES SPDR	813697888		7/22/2010	5/15/2012	72			0	60	12	0	0	0	12														
51	AMEX UTILITIES SPDR	813697888		7/22/2010	8/15/2012	143			0	121	22	0	0	0	22														
52	VANGUARD MSCI EAFE ETF	921843658		2/7/2013	2/7/2013	182			0	181	1	0	0	0	1														
53	VANGUARD MSCI EAFE ETF	921843658		2/7/2013	2/7/2013	182			0	181	1	0	0	0	1														
54	VANGUARD MSCI EAFE ETF	921843658		2/7/2013	2/7/2013	182			0	181	1	0	0	0	1														
55	VANGUARD MSCI EAFE ETF	921843658		2/7/2013	2/7/2013	182			0	181	1	0	0	0	1														
56	VANGUARD MSCI EAFE ETF	921843658		2/7/2013	2/7/2013	182			0	181	1	0	0	0	1														
57	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
58	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
59	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
60	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
61	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
62	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
63	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
64	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
65	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
66	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
67	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
68	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
69	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
70	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
71	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
72	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
73	WELLS FARGO ADV INTL BOND IS 470	949850552		2/7/2013	2/7/2013	141			0	119	140	0	0	0	140														
74</																													

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	1,975	0	0
2												

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

	Date	Amount
1 Credit from prior year return		19
2 First quarter estimated tax payment	9/11/2012	159
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		178

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

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	2,345
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	2,345

Name: HILLBERG, JOHN J. TUW

Account # 815282

FYE: 4-30-2013

Security Type	Account #	Account EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Other	815282	94-6139721	589509108	MERGER FD SH BEN INT #260	\$3,294.80	207.09	\$3,259.57
Invest - Other	815282	94-6139721	6933390882	PIMCO FOREIGN BD FD USD H-INST #103	\$719.90	65.68	\$698.88
Invest - Other	815282	94-6139721	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	\$1,678.54	41.00	\$1,121.85
Invest - Other	815282	94-6139721	81369Y605	FINANCIAL SELECT SECTOR SPDR	\$2,094.40	112.00	\$1,597.04
Invest - Other	815282	94-6139721	81369Y100	AMEX MATERIALS SPDR	\$751.45	19.00	\$681.95
Invest - Other	815282	94-6139721	81369Y803	AMEX TECHNOLOGY SELECT SPDR	\$3,634.40	118.00	\$2,755.99
Invest - Other	815282	94-6139721	81369Y506	AMEX ENERGY SELECT SPDR	\$1,643.67	21.00	\$1,216.24
Invest - Other	815282	94-6139721	999612906	TAXABLE SHORT-TERM BOND FUND	\$2,255.77	280.22	\$2,275.91
Invest - Other	815282	94-6139721	999708902	TAXABLE INTERMEDIATE TERM BD FD	\$4,161.29	401.67	\$3,983.91
Invest - Other	815282	94-6139721	991283912	TAXABLE TOTAL RETURN BOND FUND	\$4,194.81	530.32	\$3,723.17
Invest - Other	815282	94-6139721	464287804	ISHARES CORE S&P SMALL-CAPE	\$5,302.12	61.00	\$4,305.50
Invest - Other	815282	94-6139721	464287705	ISHARES S&P MIDCAP 400 VALUE	\$3,429.58	34.00	\$2,328.49
Invest - Other	815282	94-6139721	464287606	ISHARES S&P MIDCAP 400 GROWTH	\$4,667.40	36.00	\$3,177.96
Invest - Other	815282	94-6139721	81369Y704	AMEX INDUSTRIAL SPDR	\$1,450.75	35.00	\$1,019.23
Invest - Other	815282	94-6139721	81369Y209	AMEX HEALTH CARE SPDR	\$1,609.22	34.00	\$972.73
Invest - Other	815282	94-6139721	81369Y407	AMEX CONSUMER DISCR SPDR	\$2,075.18	38.00	\$1,321.89
Invest - Other	815282	94-6139721	140995127	CORE EQUITY FUND	\$6,334.90	480.28	\$4,948.56
Invest - Other	815282	94-6139721	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	\$4,375.54	280.66	\$4,178.19
Invest - Other	815282	94-6139721	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	\$709.50	60.75	\$713.75
Invest - Other	815282	94-6139721	922908553	VANGUARD REIT VIPER	\$4,592.08	61.00	\$1,768.96
Invest - Other	815282	94-6139721	922042858	VANGUARD FTSE EMERGING MARKETS ETF	\$11,815.20	270.00	\$10,429.72
Invest - Other	815282	94-6139721	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	\$4,611.00	100.00	\$2,846.00
Invest - Other	815282	94-6139721	921943858	VANGUARD MSCI EAFE ETF	\$12,993.87	339.00	\$12,241.53
Invest - Other	815282	94-6139721	252645833	DIAMOND HILL LONG-SHORT FD CL I #11	\$4,349.42	216.50	\$3,437.22
Invest - Other	815282	94-6139721	949917538	WELLS FARGO ADV HI INC-INS #3110	\$4,426.34	555.38	\$3,934.93
Invest - Other	815282	94-6139721	367829884	GATEWAY FUND - Y #1986	\$4,438.41	157.28	\$4,337.38
Invest - Other	815282	94-6139721	22544R305	CREDIT SUISSE COMM RET ST-I #2156	\$5,095.64	661.77	\$5,854.23
					<u>\$106,705.18</u>		<u>\$89,130.78</u>

Savings & Temp Ir 815282	94-6139721	999999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$3,037.39	3,037.39	\$3,037.39
Savings & Temp Ir 815282	94-6139721	999999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$5.73	5.73	\$5.73
				<u>\$3,043.12</u>		<u>\$3,043.12</u>
			Grand Total	<u>\$109,748.30</u>		<u>\$92,173.90</u>