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

2012

Department of the Treasury
Internal Revenue Service

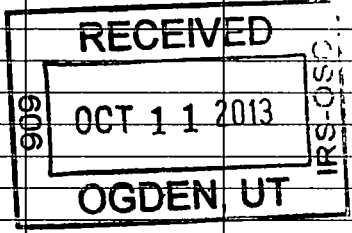
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For calendar year 2012 or tax year beginning JUNE 1 , 2012, and ending MAY 31 , 2013

Name of foundation LARKIN HOFFMAN DALY & LINDGREN, LTD. FOUNDATION		A Employer identification number 36 3463116
Number and street (or P O box number if mail is not delivered to street address) 7900 XERXES AVENUE SOUTH	Room/suite 1500	B Telephone number (see instructions) 952-835-3800
City or town, state, and ZIP code MINNEAPOLIS, MN 55431-1194		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 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) \$ 11,550.00	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)	42,800				
	2 Check <input 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					
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10					
	b Gross sales price for all assets on line 6a					
	7 Capital gain net income (from Part IV, line 2)		0.00			
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less: Cost of goods sold						
c Gross profit or (loss) (attach schedule)		0.00				
11 Other income (attach schedule)						
12 Total. Add lines 1 through 11		42,800.00	0.00	0.00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.					
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees (attach schedule)					
	b Accounting fees (attach schedule)					
	c Other professional fees (attach schedule)					
	17 Interest					
	18 Taxes (attach schedule) (see instructions)					
	19 Depreciation (attach schedule) and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses (attach schedule)					
	24 Total operating and administrative expenses. Add lines 13 through 23		0.00	0.00	0.00	
	25 Contributions, gifts, grants paid		36,370			36,370
26 Total expenses and disbursements. Add lines 24 and 25		36,370.00	0.00	0.00	36,370.00	
27 Subtract line 26 from line 12.						
a Excess of revenue over expenses and disbursements		6,430.00				
b Net investment income (if negative, enter -0-)			0.00			
c Adjusted net income (if negative, enter -0-)				0.00		



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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	5,120	11,550	11,550
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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			
	10a	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)			
	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)	5,120.00	11,550.00	11,550.00	
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)	0.00	0.00	
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	5,120	11,550	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	5,120.00	11,550.00		
31	Total liabilities and net assets/fund balances (see instructions)	5,120.00	11,550.00		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,120.00
2	Enter amount from Part I, line 27a	2	6,430.00
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,550.00
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,550.00

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 NONE				
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			0.00	
b			0.00	
c			0.00	
d			0.00	
e			0.00	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a		0	0.00	
b		0	0.00	
c		0	0.00	
d		0	0.00	
e		0	0.00	
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 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	18,600		0.0000
2010	49,420		0.0000
2009	50,320		0.0000
2008	46,880		0.0000
2007	37,456		0.0000
2 Total of line 1, column (d)			0.0000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			
5 Multiply line 4 by line 3			0.00
6 Enter 1% of net investment income (1% of Part I, line 27b)			
7 Add lines 5 and 6			0.00
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.			36,370

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b	1	0
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	0.00
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	0.00
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	0.00
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	0.00
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.00
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.00

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MINNESOTA		
8b 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ RICHARD A. KNUTSON Telephone no. ▶ 952-835-3800 Located at ▶ 7900 XERXES AVE S #1500, MINNEAPOLIS MN ZIP+4 ▶ 55431-1194			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	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 type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
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	
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	
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**

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** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

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

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

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

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 NONE	
2	
3	
4	0

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		
Total. Add lines 1 through 3		0.00

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	0
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	0.00
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	0.00
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.00
6	Minimum investment return. Enter 5% of line 5	6	0.00

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	0
2a	Tax on investment income for 2012 from Part VI, line 5	2a	0
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.00
3	Distributable amount before adjustments Subtract line 2c from line 1	3	0.00
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	0.00
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	0.00

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	36,370
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	36,370.00
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,370.00

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				0.00
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>36,370</u>				
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				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			0.00	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.00
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	0.00			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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 **N/A**

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

	Tax year				(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					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.00
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)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year— see instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))
 NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
 NONE

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

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

RICHARD A KNOTSON, LARKIN HOFFMAN DALY & LINDGREN, 7900 XERXES AVE SO, SUITE #1500, MINNEAPOLIS, MN 55431 952-835-3800

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

THERE ARE NO SPECIFIC REQUIREMENTS

c Any submission deadlines:
 N/A

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

NONE, BUT ACTUAL AWARDS HAVE BEEN GIVEN TO LOCAL CHARITIES

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i></p> <p>SEE ATTACHED</p>				
<p>Total</p>			3a	0.00
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
<p>Total</p>			3b	0.00

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

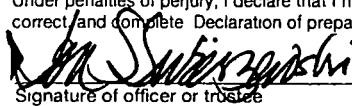
- | | | | | |
|---|---|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | | | |
| | | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | | |

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

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

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

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


Date 10/7/13
Title President

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

Paid Preparer Use Only	Pnn/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no			

LARKIN HOFFMAN DALY & LINDGREN LTD FOUNDATION
FORM 990-PF PART I, LINE 1
YEAR ENDED MAY 31, 2013

<u>RECEIVED FROM</u>	<u>AMOUNT</u>
Larkin Hoffman Daly & Lindgren, Ltd 7900 Xerxes Ave So , Suite 1500 Minneapolis, MN 55431	\$ 5,000 00
Daniel T Kadlec 10032 Nord Road Bloomington, MN 55437	5,600 00
Gary A Renneke 11757 Boulder Bay Road Eden Prairie, MN 55344	5,600 00
Joseph J. Fittante 2528 Thrush Street Shakopee, MN 55379	5,600 00
William C Griffith 7900 Xerxes Ave S , Suite 1500 Minneapolis, MN 55431	4,200 00
Paul B Plunkett 7900 Xerxes Ave S , Suite 1500 Minneapolis, MN 55431	5,600 00
Tamara O'Neill Moreland 6267 Ginger Drive Eden Prairie, MN 55346	5,600 00
Thomas J Oppold 8900 Woodhill Circle Savage, MN 55378	4,200 00
Peter J. Coyle 7900 Xerxes Ave S., Suite 1500 Minneapolis, MN 55431	1,400 00
Total Received	<u>\$ 42,800 00</u>

LARKIN HOFFMAN DALY & LINDGREN LTD FOUNDATION
FORM 990-PF PART VIII
YEAR ENDED MAY 31, 2013

LIST ALL OFFICERS, DIRECTORS	<u>TITLE</u>	<u>CONTRIB TO EMPL. BEN PLAN</u>	<u>EXPENSE ACCOUNT</u>	<u>COMPENSATION</u>
JON SWIERZEWSKI 7900 XERXES AVENUE S BLOOMINGTON, MN 55431	PRESIDENT	0	0	0
JOHN D. FULLMER 7900 XERXES AVENUE S. BLOOMINGTON, MN 55431	VICE PRESIDENT	0	0	0
MICHAEL SMITH 7900 XERXES AVENUE S BLOOMINGTON, MN 55431	SEC /TREA	0	0	0
GERALD SECK 7900 XERXES AVENUE S BLOOMINGTON, MN 55431	DIR	0	0	0

LARKIN HOFFMAN DALY & LINDGREN LTD FOUNDATION
FORM 990-PF PART XV LINE 3a
YEAR ENDED MAY 31, 2013

	NAME & ADDRESS	FOUNDATION STATUS	PURPOSE	AMOUNT
1	Adoption Option P O Box 24132 Minneapolis, MN 55424	Public	Human Services	100 00
2	Animal Humane Society 845 Meadow Lane North Golden Valley, MN 55422	Public	Human Services	200 00
3	Bethany Academy 105 3rd Avenue S W Faribault, MN 55021	Public	Education	250 00
4	Blake School 110 Blake Road South Hopkins, MN 55343	Public	Education	500 00
5	Bloomington Community Foundation P O Box 385907 Bloomington, MN 55438	Public	Human Services	100 00
6	Boy Scouts of America 15659 St Francis Blvd Ramsey, MN 55303	Public	Human Services	225 00
7	Breaking Free P O Box 4366 St Paul, MN 55104	Public	Human Services	100 00
8	Caring & Sharing Hands 525 North 7th Street Minneapolis, MN 55405	Public	Human Services	150 00
9	Casa Guadalupana P O Box 7244 St Paul, MN 55107	Public	Human Services	400 00
10	Catholic Charities P O Box 1414 Minneapolis, MN 55480	Public	Human Services	100 00
11	Childrens Assoc of Minneapolis Mail Stop MDB 307 2525 Chicago Ave So Minneapolis, MN 55404	Public	Human Services	50.00

12	College Possible 450 N Syndicate, Suite 325 St Paul, MN 55104	Public	Human Services	100.00
13	Cornerstone Advocacy Service 1000 East 80th Street Bloomington, MN 55420	Public	Human Services	500 00
14	David Flint Memorial Fund-Moorhead State Minnesota State University Moorhead 11047th Avenue south Moorhead, MN 56563	Public	Higher Education	100 00
15	DeLaSalle High School One DeLaSalle Drive Minneapolis, MN 55401	Public	Education	250.00
16	Eastview Community Foundation P O Box 240905 Apple Valley, MN 55124	Public	Human Services	250 00
17	Environmental Initiatives 211 1st Street North, Suite 250 Minneapolis, MN 55401	Public	Human Services	500 00
18	Friends of the Hennepin County Library Minneapolis Central 300 Nicollet Mall, N-290 Minneapolis, MN 55401	Public	Human Services	250 00
19	Gillette Childrens Foundation 200 University Avenue East St Paul, MN 55103	Public	Human Services	600 00
20	Global Justice Center 275 Seventh Ave, Suite 1502 New York, NY 10001	Public	Human Services	50 00
21	Growth & Justice 2324 University Ave West, Suite 120A St Paul, MN 55114	Public	Human Services	50 00
22	Grugel Memorial Scholarship-UW Colleges UW Colleges 780 Regent Street P O Box 8680 Madison, WI 53708-8680	Public	Higher Education	100 00
23	Gustavus Adolphus College 800 W College Ave St Peter, MN 56082	Public	Higher Education	150 00

24	Hazelden 15251 Pleasant Valley Road Center City, MN 55102	Public	Human Services	50 00
25	Hennepin Theatre 805 Hennepin Ave Minneapolis, MN 55402	Public	Promote the Arts	250 00
26	Interfaith Outreach & Community Partners 110 Grand Avenue Wayzata, MN 55391	Public	Human Services	500 00
27	Jewish Federation of Greater St Paul 790 So Cleveland Ave, Suite 227 St Paul, MN 55116	Public	Human Services	750 00
28	Kalamazoo College Office of College Advancement 1200 Academy Kalamazoo, MI 49006	Public	Higher Education	50 00
29	Lake City Hospice 500 West Grant Street Lake City, MN 55041	Public	Human Services	250.00
30	Lake Country School 3755 Pleasant Avenue South Minneapolis, MN 55409	Public	Education	125 00
31	Living Word Christian Center 9201 75th Ave N Brooklyn Park, MN 55428	Public	Human Services	600 00
32	Lutheran Partners in Global Ministry 122 W Franklin Avenue, #518 Minneapolis, MN 55404-2447	Public	Human Services	400 00
33	March of Dimes - Minnesota Chapter 5233 Edina Industrial Blvd Edina, MN 55439	Public	Human Services	500 00
34	Mid Minnesota Legal Aid 430 1st Ave N, Suite 300 Minneapolis, MN 55401	Public	Human Services	4,220 00

35	Minneapolis Jewish Federation 131 Wayzata Blvd , Suite 200 Minnetonka, MN 55305	Public	Human Services	1,250 00
36	Minnesota Coalition of the the Homeless 2233 University Ave W St Paul, MN 55114	Public	Human Services	100 00
37	Minnesota Council on Economic Education University Of Minnesota 1994 Buford Avenue St Paul, MN 55109	Public	Human Services	100 00
38	Minnesota Home Ownership Center 1000 Payne Ave, #200 St Paul, MN 55130	Public	Human Services	225 00
39	Minnesota Land Trust 2356 University Ave W , Suite 240 St Paul, MN 55114	Public	Human Services	50 00
40	Minnesota Military Appreciation Fund P O Box 2070 Minneapolis, MN 55402	Public	Human Services	100 00
41	Minnesota Public Radio 480 Cedar Street St Paul, MN 55101	Public	Human Services	100 00
42	Minnesota River Valley Audubon Chapter 3814 American Blvd E Bloomington, MN 55425	Public	Human Services	100 00
43	Model Cities of St Paul 839 University Ave W St Paul, MN 55104	Public	Human Services	100 00
44	NDSU Development Foundation 1241 N University Dr Fargo, ND 58102	Public	Higher Education	500 00
45	New Life Family Services 308 Delaware St SE Minneapolis, MN 55414	Public	Human Services	300 00
46	Page Education Foundation 901 N 3rd Street Minneapolis, MN 55401	Public	Human Services	625 00

47	River Valley Riders 8362 Tamarack Village, Suite 119-440 Woodbury, MN 55125	Public	Human Services	500 00
48	Salvation Army 2445 Prior Ave N Roseville, MN 55113	Public	Human Services	500 00
49	Second Harvest Heartland 1140 Gervais Avenue St Paul, MN 55109	Public	Human Services	50 00
50	Southdale YMCA 7355 York Avenue South Edina, MN 55435	Public	Human Services	150 00
51	St Catherine University 2004 Randolph Avenue St Paul, MN 55105	Public	Higher Education	125 00
52	St Paul Youth Services 2100 Wilson Ave St Paul, MN 55119	Public	Human Services	100 00
53	St Thomas Academy 955 Lake Drive Mendota Heights, MN 55120	Public	Education	400 00
54	Teens Alone, Inc 915 Mainstreet Hopkins, MN 55343	Public	Human Services	750 00
55	Theater Latta Da 1170 15th Ave SE, Suite 202 Minneapolis, MN 55405	Public	Promote the Arts	750 00
56	Transform Minnesota 1515 E 66th Street Richfield, MN 55423	Public	Human Services	200 00
57	Trinity School 601 River Ridge Parkway Eagan, MN 55121	Public	Education	2,000 00
58	University of Iowa Law School Foundation P O. Box 4550 Iowa City, IA 52244	Public	Legal Education	850 00
59	University of Michigan Law School 3003 South State Street, Suite 800 Ann Arbor, MI 48109-1288	Public	Legal Education	100 00

60	University of Minn Law School Foundation 200 Oak St. SE, Suite 500 Minneapolis, MN 55445	Public	Legal Education	275 00
61	University of North Dakota Foundation 4201 James Ray Drive Grand Forks, ND 58202	Public	Higher Education	250 00
62	University of St Thomas 2115 Summit Avenue St Paul, MN 55105	Public	Higher Education	10,100 00
63	Valley City State University Foundation 101 College Street SW Valley City, SD 58072	Public	Higher Education	100 00
64	Venture Expeditions 511 E Travelers Trail Burnsville, MN 55337	Public	Human Services	750 00
65	Vinland National Center Lake Independence P O Box 308 Loretto, MN 55357	Public	Human Services	1,000 00
66	Visitation High School 2455 Visitation Drive Mendota Heights, MN 55120	Public	Education	250 00
67	Wishes & More 961 Hillwind Road NE Minneapolis, MN 55432	Public	Human Services	750 00
68	Young Life Bloomington 7240 Metro Blvd, Suite 3 Minneapolis, MN 55439	Public	Human Services	100 00

36,370 00