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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

6/1/2012

, and ending

5/31/2013

Name of foundation JAMES W. COFFROTH TRUST		A Employer identification number 94-6057063
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 checked="" 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"/>
Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 793,589	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)				
	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	19,424	19,162		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	21,809			
	b Gross sales price for all assets on line 6a	225,461			
	7 Capital gain net income (from Part IV, line 2)		21,809		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	41,233	40,971	0	
	13 Compensation of officers, directors, trustees, etc	10,736	8,052		2,684
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,002			1,002
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	583	456		
	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.	12,331	8,508	0	3,696
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	34,841			34,841
	26 Total expenses and disbursements. Add lines 24 and 25	47,172	8,508	0	38,537
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-5,939			
	b Net investment income (if negative, enter -0-)		32,463		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	20,800	19,640
	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)	661,216	656,634
	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)	682,016	676,274
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 ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	682,016	676,274
	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)	682,016	676,274
	31	Total liabilities and net assets/fund balances (see instructions)	682,016	676,274

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	682,016
2	Enter amount from Part I, line 27a	2	-5,939
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	531
4	Add lines 1, 2, and 3	4	676,608
5	Decreases not included in line 2 (itemize) ► PY Return of Capital Adjustment	5	334
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	676,274

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	21,809	
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			0 000000
2010			0 000000
2009			0 000000
2008			0 000000
2007			0 000000

- 2 Total of line 1, column (d)** **2** 0 000000
- 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 000000
- 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5** **4**
- 5 Multiply line 4 by line 3** **5**
- 6 Enter 1% of net investment income (1% of Part I, line 27b)** **6** 0
- 7 Add lines 5 and 6** **7** 0
- 8 Enter qualifying distributions from Part XII, line 4** **8** 0
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)1 a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1

Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

6a 567

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

7 567

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

8

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9 82

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 0

11 Enter the amount of line 10 to be Credited to 2013 estimated tax ►

Refunded ►

11 0

Part VII-A Statements Regarding Activities

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?

Yes No

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

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A			
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 ►	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)? 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?	► <input type="checkbox"/>	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)		
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)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				5b N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
				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	10,736	

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

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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 pr

Total. Add lines 1 through 3

3 NONE

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	742,078
b	Average of monthly cash balances	1b	23,651
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	765,729
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	765,729
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,486
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	754,243
6	Minimum investment return. Enter 5% of line 5	6	37,712

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	37,712
2a	Tax on investment income for 2012 from Part VI, line 5	2a	649
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	649
3	Distributable amount before adjustments Subtract line 2c from line 1	3	37,063
4	Recoveries of amounts treated as qualifying distributions	4	482
5	Add lines 3 and 4	5	37,545
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	37,545

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	38,537
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	38,537
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	38,537

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				37,545
2 Undistributed income, if any, as of the end of 2012			17,439	
a Enter amount for 2011 only				
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 ► \$ 38,537			17,439	
a Applied to 2011, but not more than line 2a				
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				21,098
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:	0	0	0	0
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013			0	16,447
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A**

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling				►		
1 b	Check box to indicate whether the foundation is a private operating foundation described in section					<input type="checkbox"/> 4942(j)(3) or	<input type="checkbox"/> 4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
2 b	85% of line 2a					0	
2 c	Qualifying distributions from Part XII, line 4 for each year listed					0	
2 d	Amounts included in line 2c not used directly for active conduct of exempt activities					0	
2 e	Qualifying distributions made directly for active conduct of exempt activities					0	
	Subtract line 2d from line 2c					0	
3	Complete 3a, b, or c for the alternative test relied upon						
a	"Assets" alternative test—enter					0	
(1)	Value of all assets					0	
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)					0	
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0	
c	"Support" alternative test—enter					0	
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0	
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					0	
(3)	Largest amount of support from an exempt organization					0	
(4)	Gross investment income					0	

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

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	34,841
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)	0		41,233	0	
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)	13		41,233	0	

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
Not Applicable	

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		
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.		

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.

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J. CASTRIANO		9/19/2013		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				

JAMES W. COFFROTH TRUST

94-6057063 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**

LELAND STANFORD JR UNIVERSITY

Street

450 SERRA MALL

City STANFORD	State CA	Zip Code 94305-2004	Foreign Country
------------------	-------------	------------------------	-----------------

Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 6,969
--	-----------------

Name

ST MARYS COLLEGE OF CALIFORNIA

Street

PO BOX 4200

City MORAGA	State CA	Zip Code 94575	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 6,968
--	-----------------

Name

SANTA CLARA UNIVERSITY

Street

500 EL CAMINO REAL

City SANTA CLARA	State CA	Zip Code 95053	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 6,968
--	-----------------

Name

UNIVERSITY OF SAN FRANCISCO

Street

2130 FULTON ST IMN 300

City SAN FRANCISCO	State CA	Zip Code 94117	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 6,968
--	-----------------

Name

UNIVERSITY OF CALIFORNIA

Street

PO BOX 60000

City SAN FRANCISCO	State CA	Zip Code 94160-3706	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 6,968
--	-----------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I: Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount	772	Short Term CG Distributions		0	Capital Gains/Losses		Totals	Gross Sales	Cost, Other	Basis and Expenses	203,652	Net Gain or Loss	21,809	
Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business		Date Acquired	Acquisition Method	Date	Gross Sales Price	Cost or Other Basis	Valuation Method		Depreciation	Adjustments	Net Gain or Loss
1	X	SHARES MSCI EAFE	464287465			10/14/2011	2/8/2013	10/6/2010	9.434	9.34				0	1,206	
2	X	SHARES MSCI EAFE	464287465			5/9/2012	2/8/2013	3.568	3.059				0	449		
3	X	SHARES TR SMALLCAP 600	464287804			5/8/2012	8/9/2012	743	727				0	16		
4	X	SHARES TR SMALLCAP 600	464287804			5/9/2012	8/23/2012	1.125	1.091				0	34		
5	X	SHARES TR SMALLCAP 600	464287804			8/15/2011	8/23/2012	75	64				0	11		
6	X	SHARES CORE S&P SMALL-C	464287804			10/14/2011	2/8/2013	8.649	6.617				0	2,032		
7	X	SHARES CORE S&P SMALL-C	464287804			8/15/2011	2/8/2013	5.122	3.985				0	1,227		
8	X	LAUDIUS MONDRIAN INT'L FUND	51850Q555			10/18/2011	8/9/2012	5.422	5.883				0	-221		
9	X	LAUDIUS MONDRIAN INT'L FUND	51850Q555			10/4/2011	8/9/2012	1.489	1.514				0	-25		
10	X	MERGER FD BEN INT'L	56850J088			5/4/2010	8/9/2012	620	612				0	8		
11	X	PIMCO FOREIGN BD FD USD	6933900882			8/17/2011	8/9/2012	6.288	6.044				0	244		
12	X	PIMCO FOREIGN BD FD USD	6933900882			8/17/2011	2/8/2013	1.425	1.415				0	20		
13	X	RIDGEWORTH SEX HY BD-1	7626281845			8/13/2012	8/9/2012	994	963				0	1		
14	X	RIDGEWORTH SEX HY BD-1	7626281845			8/13/2012	2/8/2013	5.938	5.728				0	210		
15	X	RIDGEWORTH SEX HY BD-1	7626281845			10/18/2011	2/8/2013	3.612	3.346				0	336		
16	X	SPDR DJ WILSHIRE INTERN	78463X863			5/2/2011	8/9/2012	1.165	1.165				0	95		
17	X	SPDR DJ WILSHIRE INTERN	78463X863			5/2/2011	2/8/2013	1.610	1.623				0	-13		
18	X	AMEX HEALTH CARE SPDR	81369Y209			5/24/2012	8/9/2012	259	254				0	15		
19	X	CREDIT SUISSE COMM RT ST	22544R305			8/17/2011	8/9/2012	150	174				0	-24		
20	X	CREDIT SUISSE COMM RT ST	22544R305			8/17/2011	8/9/2012	2.319	2.885				0	-266		
21	X	CREDIT SUISSE COMM RT ST	22544R305			8/17/2011	8/9/2012	891	886				0	-95		
22	X	HUSSMAN STRATEGIC GROW	448108100			10/19/2009	2/8/2013	1.226	1.512				0	-286		
23	X	HUSSMAN STRATEGIC GROW	448108100			10/12/2010	2/8/2013	1.279	1.616				0	-337		
24	X	HUSSMAN STRATEGIC GROW	448108100			11/24/2010	2/8/2013	634	788				0	-154		
25	X	HUSSMAN STRATEGIC GROW	448108100			2/9/2011	2/8/2013	2.801	3.200				0	-359		
26	X	HUSSMAN STRATEGIC GROW	448108100			2/13/2012	2/8/2013	4.115	4.768				0	-583		
27	X	HUSSMAN STRATEGIC GROW	448108100			5/12/2012	2/8/2013	1.642	1.849				0	-207		
28	X	SHARES MSCI EAFE	464287465			10/14/2011	8/9/2012	3.830	3.939				0	-127		
29	X	SHARES MSCI EAFE	464287465			10/14/2011	8/9/2012	2.190	2.177				0	13		
30	X	SHARES MSCI EAFE	464287465			12/22/2008	2/8/2013	47.038	34.983				0	12,076		
31	X	SHARES MSCI EAFE	464287465			2/6/2009	2/8/2013	22.624	15.591				0	7,033		
32	X	SHARES MSCI EAFE	464287465			9/30/2011	2/8/2013	16.398	13.332				0	2,837		
33	X	VANGUARD SHORT TERM BO	921937627			9/20/2011	2/8/2013	2.426	2.442				0	22		
34	X	VANGUARD MSCI EMERGING	922042858			8/15/2011	8/23/2012	1.584	1.642				0	-6		
35	X	VANGUARD REIT VIPER	922868553			2/6/2009	8/9/2012	1.512	1.558				0	-1		
36	X	DIAMOND HILL LONG-SHORT	25264.SS33			10/18/2011	2/8/2013	1.568	1.293				0	265		
37	X	DIREXUS EMG Mkt DEBT LO	2619800494			8/17/2011	8/23/2012	894	927				0	-63		
38	X	DIREXUS EMG Mkt DEBT LO	2619800494			8/17/2011	2/8/2013	5.129	5.023				0	1,185		
39	X	DIREXUS EMG Mkt DEBT LO	2619800494			8/7/2011	2/8/2013	947	925				0	574		
40	X	DIREXUS EMG Mkt DEBT LO	2619800494			10/12/2010	2/8/2013	935	929				0	26		
41	X	DIREXUS EMG Mkt DEBT LO	2619800494			21/9/2008	8/9/2012	12.009	16.705				0	-4,656		
42	X	HUSSMAN STRATEGIC GROW	448108100			2/19/2008	2/8/2013	131	194				0	-63		
43	X	HUSSMAN STRATEGIC GROW	448108100			8/11/2008	2/8/2013	4.569	5.784				0	34		
44	X	AMEX HEALTH CARE SPDR	81369Y209			9/24/2012	2/8/2013	2.197	2.071				0	-121		
45	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010	8/23/2012	3.146	2.572				0	478		
46	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010	8/9/2012	321	251				0	5,339		
47	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010	8/23/2012	892	698				0	234		
48	X	AMEX CONSUMER DISCR. SPDR	81369Y407			4/30/2010	8/9/2012	312	249				0	2,807		
49	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010	8/9/2012	215	181				0	34		
50	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010	8/9/2012	1.066	1.207				0	-16		
51	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010	8/23/2012	4,841	5,339				0	478		
52	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010	8/9/2012	215	251				0	21		
53	X	VANGUARD INTERMEDIATE T	921937619			9/20/2011	2/8/2013	2,733	2,807				0	-14		
54	X	VANGUARD SHORT TERM BO	921937627			8/9/2012	2/8/2013	2,190	2,198				0	-8		
55	X	VANGUARD SHORT TERM BO	921937627			9/30/2011	8/23/2012	1,361	1,361				0	-3		
56	X	VANGUARD SHORT TERM BO	921937627			5/9/2012	2/8/2013	4,044	4,044				0	0		
57	X	AMEX TECHNOLOGY SELECT	81369Y703			4/30/2010	8/9/2012	930	986				0	204		
58	X	VANGUARD INTERMEDIATE T	921937619			9/30/2011	8/9/2012	2,315	2,280				0	0		

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

	1,002	0	0	1,002
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,002			1,002

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

		583	456	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	456	456		
2	PY Excise Tax Due	127	0		

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Chantable Purposes	10
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	Cost Basis Adjustment	1	49
2	Distribution Recovery	2	482
3	Total	3	531

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

1	PY Return of Capital Adjustment	1	334
2	Total	2	334

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

Long Term CG Distributions		Short Term CG Distributions		224,889		0		121		203,773		21,037		
Amount	772	Amount	0	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allocated	Adjustments	Cost or Other Basis Plus	F MV as of 12/31/09	Gain or Loss	Expense of Sale	Excess of FMV Over Adjusted Basis or Losses	
Description of Property Sold														
1	ISHARES MSCI EAFE	464,287,955		208/2011	10/14/2011	10,840			9,344	1,206		449	0	1,206
2	ISHARES MSCI EAFE	464,287,955		208/2012	5/6/2012	3,508			3,059	449		16	0	16
3	ISHARES TR SMALLCAP 600 INDEX FD	464,287,804		5/6/2012	8/9/2012	1,743			727	16		0	0	16
4	ISHARES TR SMALLCAP 600 INDEX FD	464,287,804		5/6/2012	8/23/2012	1,225			1,091	34		0	0	34
5	ISHARES TR SMALLCAP 600 INDEX FD	464,287,804		8/15/2011	8/23/2012	75			64	11		0	0	11
6	ISHARES CORE SAP SMALL-CAP E	464,287,804		10/14/2011	2/8/2013	8,349			6,617	2,032		0	0	2,032
7	SHARE CLASS C S&P SMALL-CAP E	464,287,804		8/15/2011	2/8/2013	5,122			3,095	1,227		0	0	1,227
8	LAUDIUS MONDRAN INT'L FINST	2340,015556555		10/19/2011	8/9/2012	5,652			5,585	221		0	0	221
9	LAUDIUS MONDRAN INT'L FINST	2340,015556555		8/9/2011	8/9/2012	1,889			1,163	25		0	0	25
10	MERGER FD SH BEN INT'L	260	589,509,108	5/4/2010	8/6/2010	620			612	8		0	0	8
11	PIMCO FOREIGN BD FD USDI-H-INST #10	693,390,082		8/17/2011	8/9/2012	6,288			6,044	244		0	0	244
12	PIMCO FOREIGN BD FD USDI-H-INST #1	693,390,082		8/17/2011	8/9/2012	1,435			1,415	20		0	0	20
13	RIDGEWORTH SEKIXX FD 54555	768,207,845		8/13/2012	8/23/2013	984			983	1		0	0	1
14	RIDGEWORTH SEKIXX FD 54555	768,207,845		8/13/2012	8/23/2013	5,229			5,229	210		0	0	210
15	SPDR DJ WILSHIRE INTERNATIONAL R	784,631,983		10/19/2011	2/8/2013	3,582			3,346	338		0	0	338
16	SPDR DJ WILSHIRE INTERNATIONAL R	784,631,983		8/9/2011	2/8/2012	1,078			1,163	66		0	0	66
17	SPDR DJ WILSHIRE INTERNATIONAL R	784,631,983		5/22/2011	8/6/2012	1,610			1,623	13		0	0	13
18	AMEX HEALTH CARE SPDR	81369,209		5/24/2012	8/9/2012	259			254	15		0	0	15
19	CREDIT SUISSE COMFAST ST-CO 2156,2244,8205	81369,209		8/17/2011	8/9/2012	150			174	24		0	0	24
20	CREDIT SUISSE COMFAST ST-CO 2156,2244,8205	81369,209		8/17/2011	8/9/2012	1,219			2,985	-268		0	0	-268
21	CREDIT SUISSE COMFAST ST-CO 2156,2244,8205	81369,209		8/17/2011	8/23/2012	991			986	95		0	0	95
22	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		10/19/2009	2/8/2013	1,228			1,512	-286		0	0	-286
23	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		10/19/2010	2/8/2013	1,078			1,018	-337		0	0	-337
24	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		11/24/2010	2/8/2013	634			788	-154		0	0	-154
25	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		20/2/2011	2/8/2013	2,001			3,200	-389		0	0	-389
26	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		21/3/2012	2/8/2013	4,185			4,768	-563		0	0	-563
27	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		9/11/2012	2/8/2013	1,342			1,049	-207		0	0	-207
28	ISHARES MSCI EAFE	464,287,655		10/14/2011	2/8/2012	3,390			3,353	9		0	0	9
29	ISHARES MSCI EAFE	464,287,655		10/14/2011	2/8/2012	2,190			2,177	13		0	0	13
30	ISHARES MSCI EAFE	464,287,655		12/22/2008	2/8/2013	47,954			34,983	12,076		0	0	12,076
31	ISHARES MSCI EAFE	464,287,655		26/2/2009	2/8/2013	22,354			22,354	0		0	0	0
32	ISHARES MSCI EAFE	464,287,655		9/30/2011	2/8/2013	16,369			16,369	0		0	0	0
33	VANGUARD SHORT TERM BOND ETF	921,837,827		9/3/2010	2/8/2013	2,428			2,428	-16		0	0	-16
34	VANGUARD BOND EFCM	922,04,258		8/15/2011	8/23/2012	1,354			87	1,042	-1		0	-1
35	VANGUARD BOND EFCM	922,04,258		10/18/2011	8/23/2012	1,512			853	854		0	0	854
36	DIAMOND HILL LONG-SHORT FD CL I#2584,533	81369,08533		10/18/2011	2/8/2013	1,558			1,283	265		0	0	265
37	DREYFUS ENG MKT DEBT LOC C-1	808	261,980,094	8/17/2011	8/23/2012	894			34	927	1		0	1
38	DREYFUS ENG MKT DEBT LOC C-1	808	261,980,094	8/17/2011	8/23/2012	5,129			5,023	106		0	0	106
39	DREYFUS ENG MKT DEBT LOC C-1	808	261,980,094	8/17/2011	8/23/2012	247			923	22		0	0	22
40	DREYFUS ENG MKT DEBT LOC C-1	808	261,980,094	10/12/2010	2/8/2013	355			623	26		0	0	26
41	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		219/2008	8/9/2012	12,009			16,194	-4,896		0	0	-4,896
42	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		219/2008	2/8/2013	1,311			0	-43		0	0	-43
43	HUSSMAN STRATEGIC GROWTH FUND	448,108,000		8/11/2009	2/8/2013	4,599			5,784	-1,185		0	0	-1,185
44	AMEX HEALTH CARE SPDR	81369,209		5/24/2012	8/23/2012	2,187			2,071	-121		0	0	-121
45	AMEX HEALTH CARE SPDR	81369,209		4/30/2010	8/23/2012	3,146			2,372	-574		0	0	-574
46	CONSUMER STAPLES SECTOR SPDR	81369,209		4/30/2010	8/23/2012	321			251	-70		0	0	-70
47	CONSUMER STAPLES SECTOR SPDR	81369,209		4/30/2010	8/23/2012	862			693	184		0	0	184
48	AMEX CONSUMER DISCR SPDR	81369,209		4/30/2010	8/23/2012	312			249	63		0	0	63
49	AMEX ENERGY SELECT SPDR	81369,209		4/30/2010	8/23/2012	216			181	34		0	0	34
50	AMEX FINANCIAL SELECT SPDR	81369,209		4/30/2010	8/23/2012	1,098			1,207	-121		0	0	-121
51	AMEX FINANCIAL SELECT SPDR	81369,209		4/30/2010	8/23/2012	4,981			5,339	-478		0	0	-478
52	AMEX INDUSTRIAL SPDR	81369,209		4/30/2010	8/23/2012	2,555			2,300	21		0	0	21
53	VANGUARD INTERMEDIATE TERM B	921,937,819		9/30/2011	2/8/2013	2,793			2,807	-14		0	0	-14
54	VANGUARD SHORT TERM BOND ETF	921,937,827		9/30/2011	8/9/2012	1,381			1,384	-3		0	0	-3
55	VANGUARD SHORT TERM BOND ETF	921,937,827		5/6/2012	2/8/2013	4,044			4,060	-16		0	0	-16
56	VANGUARD SHORT TERM BOND ETF	921,937,827		4/30/2010	8/9/2012	990			784	204		0	0	204
57	AMEX TECHNOLOGY SELECT SPDR	81369,209		4/30/2010	8/9/2012	0			2,280	35		0	0	35
58	VANGUARD INTERMEDIATE TERM B	921,937,819		9/30/2011	8/9/2012	0			0	0		0	0	0

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

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

	Date	Amount
1 Credit from prior year return	1	440
2 First quarter estimated tax payment	2	127
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	567

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	17,439
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	17,439

Name: COFFROTH, JAMES W. T-U-W

Account # 009663

EIN: 94-6057063 FYE 05/31/2013

Security Type	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Coast
Cash	009663	94-6057063			\$0.00	0.00	\$0.00
Savings & Temp Inv	009663	94-6057063	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	\$19,640.19	19,640.19	\$19,640.19
				TOTAL CASH AND SAVINGS & TEMP INV	\$19,640.19		\$19,640.19
Invest - Other	009663	94-6057063	589509108	MERGER FD SH BEN INT #260	\$23,651.16	1,484.69	\$23,352.23
Invest - Other	009663	94-6057063	6933900882	PIMCO FOREIGN BD FD USD H-INST #103	\$5,026.80	468.48	\$4,984.64
Invest - Other	009663	94-6057063	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	\$17,501.85	437.00	\$13,240.94
Invest - Other	009663	94-6057063	81369Y605	FINANCIAL SELECT SECTOR SPDR	\$24,185.08	1,219.00	\$16,311.05
Invest - Other	009663	94-6057063	81369Y100	AMEX MATERIALS SPDR	\$8,019.70	199.00	\$7,359.38
Invest - Other	009663	94-6057063	81369Y803	AMEX TECHNOLOGY SELECT SPDR	\$37,263.82	1,177.00	\$29,183.79
Invest - Other	009663	94-6057063	81369Y506	AMEX ENERGY SELECT SPDR	\$17,307.50	215.00	\$13,438.93
Invest - Other	009663	94-6057063	464287804	ISHARES CORE S&P SMALL-CAP E	\$42,166.20	465.00	\$27,815.33
Invest - Other	009663	94-6057063	464287705	ISHARES S&P MIDCAP 400 VALUE	\$26,906.49	261.00	\$18,965.62
Invest - Other	009663	94-6057063	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	\$5,991.70	560.50	\$6,722.14
Invest - Other	009663	94-6057063	464287606	ISHARES S&P MIDCAP 400 GROWTH	\$36,440.25	275.00	\$26,810.22
Invest - Other	009663	94-6057063	81369Y704	AMEX INDUSTRIAL SPDR	\$17,107.29	393.00	\$12,516.53
Invest - Other	009663	94-6057063	81369Y209	AMEX HEALTH CARE SPDR	\$17,367.71	361.00	\$11,971.13
Invest - Other	009663	94-6057063	81369Y407	AMEX CONSUMER DISCR SPDR	\$23,794.88	424.00	\$16,592.22
Invest - Other	009663	94-6057063	261980494	DREYFUS EMG MKT DEBT LOC I #6083	\$29,415.88	2,014.79	\$29,486.66
Invest - Other	009663	94-6057063	922908553	VANGUARD REIT VIPER	\$31,780.22	449.00	\$12,981.36
Invest - Other	009663	94-6057063	922042858	VANGUARD FTSE EMERGING MARKETS ETF	\$79,754.88	1,920.00	\$69,488.57
Invest - Other	009663	94-6057063	921937827	VANGUARD SHORT TERM BOND ETF	\$48,831.48	606.00	\$49,250.86
Invest - Other	009663	94-6057063	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	\$31,086.72	756.00	\$22,772.15
Invest - Other	009663	94-6057063	921937819	VANGUARD INTERMEDIATE TERM B	\$25,901.05	301.00	\$26,208.52
Invest - Other	009663	94-6057063	921943858	VANGUARD FTSE DEVELOPED ETF	\$91,561.78	2,462.00	\$89,490.75
Invest - Other	009663	94-6057063	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	\$33,654.16	1,623.45	\$26,618.46
Invest - Other	009663	94-6057063	76628T645	RIDGEWORTH SEIX HY BD-I #5555	\$31,149.29	3,027.14	\$27,483.25
Invest - Other	009663	94-6057063	367829884	GATEWAY FUND - Y #1986	\$31,980.79	1,133.27	\$31,188.27
Invest - Other	009663	94-6057063	22544R305	CREDIT SUISSE COMM RET ST-I #2156	\$36,102.16	4,794.44	\$42,400.62
				TOTAL INVEST - OTHER	\$773,948.84		\$656,633.62
				TOTAL ASSETS	\$793,589.03		\$676,273.81