Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2012

For calendar year 2012, or tax year beginning 7/01 **, 2012, and ending** 6/30 , 2013

HARPER FAMILY CHARITABLE FOUNDATION INC
6917 SOUTH ROUND LAKE ROAD
MOUNT DORA, FL 32757

A Employer identification number 02-0685568

B Telephone number (see the instructions) 407-886-4613

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 8,401,764.

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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 (att sch)	600.			
2 Ck ► [X] if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	6,915.	6,915.	6,915.	
4 Dividends and interest from securities	383,110.	383,110.	383,110.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	22,763.			
b Gross sales price for all assets on line 6a 22,763.				
7 Capital gain net income (from Part IV, line 2)		22,763.		
8 Net short-term capital gain			1,298.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	413,388.	412,788.	391,323.	
OPERATING AND ADMINISTRATIVE EXPENSES 13 Compensation of officers, directors, trustees etc	54,000.	23,400.	10,200.	20,400.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	3,750.		3,750.	
c Other prof fees (attach sch) See St 2	43,019.	31,079.	10,746.	1,194.
17 Interest				
18 Taxes (attach schedule)(see instrs)				
19 Depreciation (attach sch) and depletion				
20 Occupancy	2,303.		2,303.	
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 3	4,675.		4,108.	567.
24 **Total operating and administrative expenses.** Add lines 13 through 23	107,747.	54,479.	31,107.	22,161.
25 Contributions, gifts, grants paid Part XV	407,600.			407,600.
26 **Total expenses and disbursements.** Add lines 24 and 25	515,347.	54,479.	31,107.	429,761.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-101,959.			
b **Net investment income** (if negative, enter -0-)		358,309.		
c **Adjusted net income** (if negative, enter -0-)			360,216.	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	167,677.	20,524.	20,524.
	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 sch) ►			
	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) Statement 4	57,672.	51,909.	51,909.
	b Investments – corporate stock (attach schedule) Statement 5	301,076.	316,723.	316,723.
	c Investments – corporate bonds (attach schedule) Statement 6	847,132.	974,447.	974,447.
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans	2,913,159.	2,899,126.	2,899,126.
	13 Investments – other (attach schedule) Statement 7	3,817,350.	4,139,035.	4,139,035.
	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)	8,104,066.	8,401,764.	8,401,764.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here** ► ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► X **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	8,104,066.	8,401,764.	
	30 **Total net assets or fund balances** (see instructions)	8,104,066.	8,401,764.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	8,104,066.	8,401,764.	

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	8,104,066.
2	Enter amount from Part I, line 27a	2	-101,959.
3	Other increases not included in line 2 (itemize) ► See Statement 8	3	408,657.
4	Add lines 1, 2, and 3	4	8,410,764.
5	Decreases not included in line 2 (itemize) ► See Statement 9	5	9,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	8,401,764.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SCHEDULE ATTACHED	P	Various	Various
b	SCHEDULE ATTACHED	P	Various	Various
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	1,298.			1,298.
b	21,465.			21,465.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				1,298.
b				21,465.
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	22,763.
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	1,298.

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 (column (b) divided by column (c))
2011	420,534.	7,983,513.	0.052675
2010	422,906.	8,041,624.	0.052590
2009	406,904.	7,709,375.	0.052780
2008	402,309.	7,812,659.	0.051495
2007	507,810.	8,960,737.	0.056671

2	**Total** of line 1, column (d)	2	0.266211
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	0.053242
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,208,309.
5	Multiply line 4 by line 3	5	437,027.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,583.
7	Add lines 5 and 6	7	440,610.
8	Enter qualifying distributions from Part XII, line 4	8	429,761.

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 instrs)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	7,166.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	7,166.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	7,166.
6	Credits/Payments			
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 6,707.		
b	Exempt foreign organizations — tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 8,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	14,707.
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	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	7,541.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ► 7,541.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► FL			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ► ROBERT W. HARPER Telephone no ► 407-886-4613

Located at ► 6917 SOUTH ROUND LAKE ROAD MT DORA FL ZIP + 4 ► 32757

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? N/A **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
FREIDA H. MARTIN 31833 BAY STREET TAVARES, FL 32778	Pres/Dir 5.00	18,000.	0.	0.
ROBERT W. HARPER 6917 SOUTH ROUND LAKE ROAD MOUNT DORA, FL 32757	Treas/Dir 10.00	18,000.	0.	0.
PATRICK J DOUGHERTY 2781 WEST STATE ROAD 434 LONGWOOD, FL 32779	Sec/VP/DIR 8.00	18,000.	0.	0.

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

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

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 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes			
a	Average monthly fair market value of securities		**1 a**	8,284,001.
b	Average of monthly cash balances		**1 b**	49,308.
c	Fair market value of all other assets (see instructions)		**1 c**	
d	**Total** (add lines 1a, b, and c)		**1 d**	8,333,309.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	**1 e** 0.		
2	Acquisition indebtedness applicable to line 1 assets		**2**	0.
3	Subtract line 2 from line 1d		**3**	8,333,309.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		**4**	125,000.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		**5**	8,208,309.
6	**Minimum investment return.** Enter 5% of line 5		**6**	410,415.

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**	410,415.
2 a	Tax on investment income for 2012 from Part VI, line 5	**2 a** 7,166.		
b	Income tax for 2012 (This does not include the tax from Part VI)	**2 b**		
c	Add lines 2a and 2b		**2 c**	7,166.
3	Distributable amount before adjustments Subtract line 2c from line 1		**3**	403,249.
4	Recoveries of amounts treated as qualifying distributions		**4**	
5	Add lines 3 and 4		**5**	403,249.
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**	403,249.

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	**1 a**	429,761.
b	Program-related investments – total from Part IX-B	**1 b**	
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)	**3 a**	
b	Cash distribution test (attach the required schedule)	**3 b**	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	**4**	429,761.
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**	429,761.

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					403,249.
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	26,333.				
d From 2010	29,003.				
e From 2011	28,029.				
f **Total** of lines 3a through e		83,365.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 429,761.					
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					403,249.
e Remaining amount distributed out of corpus		26,512.			
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		109,877.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount — see instructions			0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount — see instructions				0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		109,877.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009	26,333.				
c Excess from 2010	29,003.				
d Excess from 2011	28,029.				
e Excess from 2012	26,512.				

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 ►

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

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 10

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 11				
Total			► 3a	407,600.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(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			14	6,915.	
4 Dividends and interest from securities			14	383,110.	
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					22,763.
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)				390,025.	22,763.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 412,788.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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			

2 a 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

Robert W Harper 11-20-13 TREASURER

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self employed	PTIN
PATRICK J DOUGHERTY	Patrick J Dougherty	11/18/13		P00339554
Firm's name ► PATRICK J. DOUGHERTY, CPA, PA			Firm's EIN ► 59-2712944	
Firm's address ► 2781 W. STATE ROAD 434 LONGWOOD, FL 32779			Phone no (407) 788-1333	

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Preparation Fee	$ 3,750.		$ 3,750.	
Total	$ 3,750.	$ 0.	$ 3,750.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	$ 31,079.	$ 31,079.		
Mileage reimbursement	1,560.		$ 1,376.	$ 184.
Professional Services	10,380.		9,370.	1,010.
Total	$ 43,019.	$ 31,079.	$ 10,746.	$ 1,194.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Office supplies & expense	$ 3,095.		$ 3,095.	
Plaques & Markers	567.			$ 567.
Telephone	1,013.		1,013.	
Total	$ 4,675.	$ 0.	$ 4,108.	$ 567.

Statement 4
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

State/Municipal Obligations	Valuation Method	Book Value	Fair Market Value
Publicly Traded Bond -See Schedule	Mkt Val	$ 51,909.	$ 51,909.
		$ 51,909.	$ 51,909.
Total		$ 51,909.	$ 51,909.

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Publicly Traded Stocks-See Schedule	Mkt Val	$ 316,723.	$ 316,723.
	Total	$ 316,723.	$ 316,723.

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Publicly Traded Bonds-See Schedule	Mkt Val	$ 974,447.	$ 974,447.
	Total	$ 974,447.	$ 974,447.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Securities			
Publicly Traded Mutual Fund-See Schedule	Mkt Val	$ 4,139,035.	$ 4,139,035.
	Total	$ 4,139,035.	$ 4,139,035.

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments	$ 408,657.
Total	$ 408,657.

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

EXCISE TAX PAID	$ 9,000.
Total	$ 9,000.

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	
Name:	HARPER FAMILY CHARITABLE FOUNDATION
Care Of:	ROBERT W. HARPER
Street Address:	6917 SOUTH ROUND LAKE ROAD
City, State, Zip Code:	MOUNT DORA, FL 32757
Telephone:	407-886-4613
E-Mail Address:	
Form and Content:	LETTER WITH A COPY OF THE ORGANIZATION'S IRS SECTION 501(C)3 DETERMINATION LETTER
Submission Deadlines:	NONE
Restrictions on Awards:	SECTION 501(c)3 ORGANIZATIONS ONLY

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Conductive Education Center of Florida 3377 Forsyth Road Winter Park, FL 32792	None	Public	General Support	$ 1,000.
Friends of Casa Feliz, Inc P.O. Box 951 Winter Park, FL 32790	None	Public	General Support	2,000.
LifeStream Behavioral Center P.O. Box 49100 Leesburg, FL 34749	None	Public	General Support	33,500.
Salvation Army 416 West Colonial Drive Orlando, FL 32804	None	PUBLIC	GENERAL SUPPORT	10,500.
Shriners Hospital for Children 12502 Pine Drive Tampa, FL 33612	None	PUBLIC	GENERAL SUPPORT	15,000.
Angel Flight 8864 Airport Blvd Leesburg, FL 34788	None	PUBLIC	General Support	12,000.
Quest Inc-Camp Thunderbird 500 East Colonial Drive Orlando, FL 32803	None	PUBLIC	GENERAL SUPPORT	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Central Florida YMCA 433 North Mills Avenue Orlando, FL 32803	None	PUBLIC	GENERAL SUPPORT	$ 11,000.
Boy Scouts of America 1951 S. Orange Blossom Trail Apopka, FL 32703	NONE	PUBLIC	GENERAL SUPPORT	5,000.
Childrens Land Fund & Missionary Society 2095 W. Fairbanks avenue Winter Park, FL 32789	NONE	PUBLIC	GENERAL SUPPORT	13,000.
Achievement Academy 716 East Bella Vista Street Lakeland, FL 33805	None	PUBLIC	GENERAL SUPPORT	10,000.
Project Walk Orlando 330 Harbor Isle Way Suite 1090 Longwood, FL 32750	None	PUBLIC	GENERAL SUPPORT	10,000.
The ARC Nature Coast 5283 Neff Lake Road Brooksville, FL 34601	None	PUBLIC	GENERAL SUPPORT	3,000.
United Cerebral Palsy of Central Florida 3305 South Orange Ave Orlando, FL 32806	None	PUBLIC	GENERAL SUPPORT	20,000.
Beacon College 105 East Main Street Leesburg, FL 34748	NONE	PUBLIC	GENERAL SUPPORT	12,500.
Geneva Elementary School 275 FIRST STREET GENEVA, FL 32732	NONE	PUBLIC	GENERAL SUPPORT	5,000.
Lake Cares Food Pantry 2001 West Old Hwy 441, Suite #1 Mt Dora, FL 32757	NONE	PUBLIC	GENERAL SUPPORT	13,000.
Nemours Children's Hospital 1717 South Orange Avenue Orlando, FL 32806	NONE	PUBLIC	GENERAL SUPPORT	9,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Adaptive Technology Solutions 119 South Palmetto Avenue Suite 173 Daytona Beach, FL 32114	NONE	PUBLIC	General Support	$ 4,000.
The ARC Big Bend P.O. 912 Madison, FL 32341	NONE	PUBLIC	General Support	500.
BASCA. Inc 841 Plainfield Avenue Orange Park, FL 32073	NONE	PUBLIC	General Support	2,000.
Boys Town 975 Oklahoma Street Oviedo, FL 32765	NONE	PUBLIC	General Support	15,000.
Casa De Mexico 400 S Orange Avenue 9th Floor Orlando, FL 32801	NONE	PUBLIC	General Support	14,000.
FL Lions Conklin Center for the Blind 405 White Street Daytona Beach, FL 32114	NONE	PUBLIC	General Support	5,000.
From the Heart Charitable Foundation P.O. Box 692286 Orlando, FL 32869	NONE	PUBLIC	General Support	1,000.
Guardian Angels Medical Service Dogs 3251 NE 180th Avenue Williston, FL 32626	NONE	PUBLIC	General Support	11,000.
Haven Horse Ranch 7333 County Road 208 St. Augustine, FL 32033	NONE	PUBLIC	General Support	2,500.
Jewish Family Services 2100 Lee Road Winter Park, FL 32789	NONE	PUBLIC	General Support	1,500.
Miami Lighthouse for the Blind 601 SW 8th Avenue Miami, FL 33130	NONE	PUBLIC	General Support	1,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Promise, Inc P.O. Box 100024 Palm Bay, FL 32910	NONE	PUBLIC	General Support	$ 5,500.
Safe Climate Coalition P.O. Box 64 Yalaha, FL 34797	NONE	PUBLIC	General Support	1,500.
Seminole County Legal Aid Society 101 West Palmetto Avenue Longwood, FL 32750	NONE	PUBLIC	General Support	4,000.
Sertoma Club of the Villages 1007 Solebab Way The Villages, FL 32159	NONE	PUBLIC	General Support	2,000.
Achilles Track Club 517 Delaney Ave 3-D Orlando, FL 32801	NONE	PUBLIC	General Support	5,000.
Albin Polasek Museum 633 Osceola Avenue Winter Park , FL 32789	NONE	PUBLIC	General Support	5,000.
Advisory Board for The Disabled 225 Newburyport Avenue Altamonte Springs, FL 32701	NONE	PUBLIC	General Support	5,000.
American Cancer Society 1601 W Colonial Drive Orlando, FL 32804	NONE	PUBLIC	General Support	15,000.
Camp Boggy Creek 30500 Brantley Branch Road Eustis, FL 32736	NONE	PUBLIC	General Support	8,000.
Bread of Life Fellowship P.O. Box 770451 Winter Garden, FL 34777	NONE	PUBLIC	General Support	2,500.
Building Blocks Ministries Inc 548 South Hwy 27 Minneola, Fl 34715	NONE	PUBLIC	General Support	5,500.
Christian Help 450 Seminola Blvd. Casselberry, FL 32707	NONE	PUBLIC	General Support	5,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Clean the World 400 A Pittman Street Orlando, FL 32801	NONE	PUBLIC	General Support	$ 1,000.
Dreams are Free Catholic School 4380 Fruitville Road Sarasota, FL 34232	NONE	PUBLIC	General Support	2,000.
Faith Re-entry Entersrises 4851 S. Apopka Vineland Road Orlando, FL 32819	NONE	PUBLIC	General Support	1,000.
Girl Scouts of Citrus Council Inc 341 N. Mills Avenue Orlando, FL 32803	NONE	PUBLIC	General Support	10,000.
Harbor House P.O. Box 680748 Orlando, FL 32868	NONE	PUBLIC	General Support	5,000.
Hearing Loss Association of America 3020 Lakeland Highland Road Lakeland, FL 33803	NONE	PUBLIC	General Support	3,000.
Hobe Sound Soccer 8949 S.E. Bridge Road #215 Hobe Sound, FL 33455	NONE	PUBLIC	General Support	1,000.
832 K-9 Deputy Dogs 11565 E. Gulf to Lake Hwy Inverness, FL 34450	NONE	PUBLIC	General Support	5,600.
Lake Sumter State College Foundation 9501 US Hwy 441 Leesburg, FL 34788	NONE	PUBLIC	General Support	3,000.
Lift Disability Network PO Box 77067 Winter Garden, FL 34777	NONE	PUBLIC	General Support	5,500.
Mount Dora Center for the Arts 138 East Fifth Avenue Mount Dora, Fl 32757	NONE	PUBLIC	General Support	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Mount Dora Masonic Lodge #238 PO Box 1162 Mount Dora, FL 32756	NONE	PUBLIC	General Support	$ 1,000.
Muscular Dystrophy Association Inc 3452 Lake Lynda Drive #190 Orlando, FL 32817	NONE	PUBLIC	General Support	10,000.
New Beginnings PO Box 121129 Clermont, FL 34712	NONE	PUBLIC	General Support	5,000.
Northland A Church Distributed 530 Dog Track Road Longwood, Fl 32750	NONE	PUBLIC	General Support	1,200.
Orlando Magic Wheels 12114 Garnet Drive Clermont, FL 34711	NONE	PUBLIC	General Support	10,000.
The Path of Citrus County PO Box 3024 Inverness, FL 34451	NONE	PUBLIC	General Support	3,000.
Rollins College 1000 Holt Avenue #2756 Winter Park, FL 32789	NONE	PUBLIC	General Support	2,000.
Ronald McDonald House Charities 1030 N. Orange Ave #105 Orlando, FL 32801	NONE	PUBLIC	General Support	2,000.
Sertoma Camp Endeavor Inc PO Box 910 Dundee, FL 33838	NONE	PUBLIC	General Support	9,500.
St Judes Children's Research Hospital 501 St Jude Place Memphis, TN 38105	NONE	PUBLIC	General Support	500.
St Theresa Social Services 11528 SE Hwy 301 Belleview, FL 34420	NONE	PUBLIC	General Support	500.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Seminole Work Opportunity Program (SWOP) 1095 Belle Avenue Casselberry, FL 32708	NONE	PUBLIC	General Support	$ 9,000.
University of Central Florida 4000 Central Florida Blvd #120 Orlando, FL 32816	NONE	PUBLIC	General Support	5,800.
			Total	$ 407,600.

Harper Family Charitable Foundation
Form 990PF-6/30/13 EIN # 02-0685568
Supporting Schedule-Part II-Balance Sheet

Quantity	Description	Value
Line 10a		
4333	Eaton Vance Insured Municipal Bond Fund	51,909.00
	Total	51,909.00
Line 10b		
2385	AT&T Inc	84,429.00
1500	Nextera Energy Inc	122,220.00
753	Duke Energy Inc	50,828.00
5300	Putnam Premier Income Tr SBI	28,355.00
700	Southern Company	30,891.00
	Total	316,723.00
Line 10c		
	Brokerage Cash Balance	5,014.00
800	CORTS Trust 6.000% 2-15-34	19,872.00
8013	Invesco Comstock Fund Class Y	166,278.00
11931	Bond Fund of America	148,786.00
38563	T. Rowe Price Short Term BD Fund	184,715.00
2779	Fidelity GNMA Fund	31,463.00
37550	FIMM Money Market Port Inst	37,550.00
3199	Fidelity Short Term Bond Fund	27,349.00
5232	Fidelity Total Bond Fund	55,299.00
7309	Vanguard Inter-Term Inv. Grade Fund	101,016.00
4614	Vanguard Short-Term Inv. Grade Fund	27,327.00
11151	Vanguard Total Bond Market Index Adm	169,778.00
	Total	974,447.00
Line 12		
	Mortgage Note Receivable-Darlin	$97,358.00
	Mortgage Note Receivable-Henns	694,477.00
	Mortgage Note Receivable-Veigle	1,897,291.00
	Mortgage Note Receivable-Sunrise	210,000.00
	Total	2,899,126.00

Harper Family Charitable Foundation
Form 990PF-6/30/13 EIN # 02-0685568
Supporting Schedule-Part II-Balance Sheet

Quantity	Description	Value
Line 13		
2216	Eaton Vance ADV SR FLTNG RT CLASS A	24,593.00
9688	Eaton Vance ADV SR FLTNG RT CL C	107,353.00
36184	Goldman Sachs Finl SQ	36,184.00
7519	Janus Perkins Mid Cap Value	180,601.00
5740	Managers Funds Bond Fund	155,731.00
1187	Cohen & Syeers Realty Income Fund	80,280.00
4121	Euro Pac Growth Fund	172,297.00
4557	Pioneer Fund Inc SHS	168,351.00
5231	Pioneer Ser Tr 1 Pioneer Oak Ridge Small Cap	180,583.00
3503	T. Rowe Price Blue Chip Growth Fund	179,254.00
1267	Arden Alternative Strategies Class 1	12,971.00
2950	Merger Fund	46,853.00
1966	Pimco Short Term Adminstrative Shs	19,307.00
4397	Pimco Total Return Admin. Shs	47,307.00
2867	Strategic Advisers Emerging Market Fund	26,028.00
5691	Strategic Advisers US Oppty Fund	64,474.00
24876	Strategic Advisers International Fund	233,585.00
8824	Strategic Advisers Short Duration Fund	88,589.00
4360	Strategic Advisers Small Mid-Cap Fund	55,026.00
7180	Strategic Advisers Income Opportunities Fund	71,661.00
32057	Strategic Advisers Core Income Fund	335,640.00
10976	Strategic Advisers Core Fund	151,469.00
9210	Strategic Advisers Growth Fund	133,085.00
8414	Strategic Advisers Value Fund	140,774.00
1833	Templeton Global Bond Class A	23,732.00
967	Vanguard Explorer Fund	77,474.00
3490	Vanguard Strategic Equity Fund	75,656.00
15103	Vanguard Total International Index Adm	399,241.00
13534	Vanguard Total Stock Market Index Adm	500,309.00
3070	Vanguard U.S. Growth Fund	174,582.00
3251	Vanguard Windsor II Fund	176,045.00
	Total	4,139,035.00

Harper Family Charitable Foundation
Form 990PF-6/30/13 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity		How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
23	Arden Alternative Strategies Class 1	P	Various	6/18/2012	240.00	233.92	6.08
3151	Goldman Sachs TR	P	5/14/2012	4/12/2013	3,151.34	3,151.34	0.00
3485	Sentinel Mut Funds	P	Various	8/30/2012	27,532.14	26,240.36	1,291.78
					30,923.48	29,625.62	1,297.86

Description
Harper Family Charitable Foundation
Form 990PF-6/30/13 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
2000	BAC CAP TRUST X 6.25%	P	3/21/2006	7/25/2012	50,000.00	50,000.00	0.00
467	Cohen & Steers Total Return Realty FD	P	12/31/2004	4/25/2013	6,837.34	9,396.04	-2,558.70
0.03098	Duke Energy	P	12/31/2004	7/3/2012	2.15	1.61	0.54
0.23697	Duke Energy	P	5/26/2005	7/3/2012	16.41	12.24	4.17
274	F.P.C. Capital TR 7.10%	P	12/31/2004	2/1/2013	6,850.00	6,937.68	-87.68
51	Fidelity GNMA Fund	P	3/2/2011	6/18/2012	591.00	591.06	-0.06
223	Fidelity Select Gold Fund	P	3/4/2009	4/10/2012	6,500.00	8,769.54	-2,269.54
153	Fidelity Select Gold Fund	P	3/4/2009	4/24/2012	3,519.85	6,018.64	-2,498.79
127	Fidelity Select Gold Fund	P	Various	3/18/2012	3,900.00	4,997.68	-1,097.68
86	Fidelity Select Gold Fund	P	3/4/2009	11/14/2012	3,300.00	3,387.67	-87.67
59	Fidelity Short Term Bond Fund	P	9/12/2006	6/18/2012	508.00	509.77	-1.77
443	Fidelity Short Term Bond Fund	P	2/28/2011	8/2/2012	3,800.00	3,817.72	-17.72
663	Fidelity Short Term Bond Fund	P	2/28/2011	11/14/2012	5,700.00	5,706.63	-6.63
97	Fidelity Total Bond Fund	P	Various	6/18/2012	1,040.00	1,008.95	31.05
907	Fidelity Total Bond Fund	P	6/30/2006	4/29/2012	10,000.00	9,402.12	597.88
1000	GE Captial 5.875%	P	3/13/2006	1/18/2013	25,000.00	24,792.50	207.50
817	Invesco Comstock Fund	P	7/5/2007	6/13/2013	17,233.84	16,596.46	637.38
497	Invesco Comstock Fund Class Y	P	7/5/2007	4/26/2013	10,000.00	10,099.46	-99.46
55	Merger Fund	P	12/8/2006	6/18/2012	869.00	847.88	21.12
415	Merger Fund	P	Various	11/27/2012	6,600.00	6,453.87	146.13
354	Pimco Short Term Admin. Shs	P	7/31/2009	3/18/2012	3,500.00	3,486.57	13.43
36	Pimco Short Term Admin. Shs	P	5/31/2007	6/18/2012	359.00	358.72	0.28
314	Pimco Short Term Admin. Shs	P	Various	8/2/2012	3,100.00	3,100.57	-0.57
595	Pimco Short Term Admin. Shs	P	Various	11/14/2012	5,900.00	5,865.39	34.61
81	Pimco Total Return Admin. Shs	P	Various	6/18/2012	894.00	865.38	28.62
332	Pimco Total Return Admin. Shs	P	Various	8/30/2012	3,800.00	3,510.82	289.18
474	Pimco Total Return Admin. Shs	P	Various	11/14/2012	5,500.00	5,023.19	476.81
338	Pioneer Fund CL-Y	P	7/5/2007	6/13/2013	12,766.16	17,736.32	-4,970.16
16343	Sentinel Mut Funds	P	2/22/2011	8/30/2012	129,113.08	137,121.36	-8,008.28
213	Strategic Advisers Core Fund	P	1/20/2010	6/18/2012	2,989.00	2,190.24	798.76
610	Strategic Advisers Core Fund	P	1/20/2010	6/26/2012	8,300.00	6,274.13	2,025.87
431	Strategic Advisers Core Fund	P	Various	1/25/2012	5,500.00	4,437.99	1,062.01
420	Strategic Advisers Core Fund	P	1/20/2010	8/30/2012	5,000.00	4,313.65	686.35
593	Strategic Advisers Core Income Fund	P	10/24/2007	6/18/2012	6,311.00	6,223.87	87.13
366	Strategic Advisers Core Income Fund	P	Various	4/10/2012	4,000.00	3,841.16	158.84
53	Strategic Advisers Emerging Markets	P	10/13/2010	6/18/2012	490.00	542.46	-52.46
169	Strategic Advisers Growth Fund	P	6/24/2010	6/18/2012	2,494.00	1,818.42	675.58
429	Strategic Advisers Growth Fund	P	Various	3/18/2012	6,000.00	4,606.30	1,393.70
407	Strategic Advisers Growth Fund	P	6/24/2010	8/30/2012	5,200.00	4,352.78	847.22
798	Strategic Advisers Growth Fund	P	Various	11/27/2012	10,200.00	8,555.51	1,644.49
132	Strategic Advisers Income Oppty Fund	P	10/24/2007	6/18/2012	1,341.00	1,254.78	86.22

Description
Harper Family Charitable Foundation
Form 990PF-6/30/13 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
761	Strategic Advisers Income Oppty Fund	P	10/24/2007	1/25/2012	7,800.00	7,227.14	572.86
1117	Strategic Advisers Income Oppty Fund	P	10/24/2007	11/14/2012	11,100.00	10,596.63	503.37
445	Strategic Advisers International Fund	P	3/4/2009	6/18/2012	4,295.00	3,717.21	577.79
1580	Strategic Advisers International Fund	P	Various	8/30/2012	13,000.00	13,026.24	-26.24
611	Strategic Advisers International Fund	P	11/13/2008	11/27/2012	5,300.00	5,041.18	258.82
163	Strategic Advisers Short Duration Fund	P	Various	6/18/2012	1,645.00	1,642.44	2.56
75	Strategic Advisers Small-Mid Cap Fund	P	11/13/2008	6/18/2012	959.00	708.74	250.26
298	Strategic Advisers US Oppty Fund	P	3/17/2008	6/5/2012	3,400.00	2,635.62	764.38
105	Strategic Advisers US Oppty Fund	P	3/17/2008	6/18/2012	1,203.00	926.06	276.94
154	Strategic Advisers Value Fund	P	1/20/2010	6/18/2012	2,632.00	1,969.13	662.87
313	Strategic Advisers Value Fund	P	1/20/2010	1/25/2012	4,800.00	3,986.49	813.51
306	Strategic Advisers Value Fund	P	3/29/2010	8/30/2012	4,400.00	3,885.89	514.11
34	Templeton Global Bond Class A	P	6/2/2009	6/18/2012	445.00	413.40	31.60
113	Vanguard Explorer Fund	P	Various	4/26/2012	9,400.00	7,067.97	2,332.03
222	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	5/13/2012	2,395.45	2,397.40	-1.95
2793	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	6/13/2012	30,000.00	30,178.23	-178.23
924	Vanguard Short-Term Investment-Grade Inv	P	6/23/2006	4/26/2012	10,000.00	9,548.68	451.32
203	Vanguard Short-Term Investment-Grade Inv	P	6/23/2006	7/30/2012	2,192.83	2,095.80	97.03
208	Vanguard Short-Term Investment-Grade Inv	P	6/23/2006	10/31/2012	2,264.64	2,150.51	114.13
212	Vanguard Short-Term Investment-Grade Inv	P	6/23/2006	1/28/2013	2,292.58	2,217.33	75.25
538	Vanguard Strategic Equity Fund	P	Various	4/26/2012	13,100.00	10,421.15	2,678.85
1410	Vanguard Total Stock Market Index Fund	P	Various	4/26/2012	55,900.00	41,316.94	14,583.06
232	Vanguard US Growth Fund	P	Various	4/26/2012	13,900.00	9,814.18	4,085.82
353	Vanguard Windsor II Fund	P	Various	4/26/2012	20,600.00	18,773.12	1,826.88
					223,024.50	191,757.48	21,464.72