Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 07-01-2012 , and ending 06-30-2013

Name of foundation
A GOOD NEIGHBOR FOUNDATION

A Employer identification number
22-3885976

Number and street (or P O box number if mail is not delivered to street address) 414 WALNUT ST Room 1014
Room/suite

B Telephone number (see instructions)
(513) 651-9333

City or town, state, and ZIP code
CINCINNATI, OH 45202

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* $ 27,779,855

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	843,830	843,830		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	886,855			
	b	Gross sales price for all assets on line 6a 6,772,767				
	7	Capital gain net income (from Part IV, line 2)		886,855		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,730,685	1,730,685		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	165,000	41,250	41,250	123,750
	14	Other employee salaries and wages	78,566	19,642	19,642	58,924
	15	Pension plans, employee benefits	70,000	17,500	17,500	52,500
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	9,000	4,500	4,500	4,500
	c	Other professional fees (attach schedule)	136,229	136,229	136,229	
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	8,452	8,452	8,452	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	14,609	3,652	3,652	10,957
	21	Travel, conferences, and meetings	8,790	8,790	8,790	
	22	Printing and publications				
	23	Other expenses (attach schedule)	52,886	23,564	23,564	29,322
	24	**Total operating and administrative expenses.** Add lines 13 through 23	543,532	263,579	263,579	279,953
	25	Contributions, gifts, grants paid	3,311,831			3,311,831
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,855,363	263,579	263,579	3,591,784
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,124,678			
	b	**Net investment income** (if negative, enter -0-)		1,467,106		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	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	276,067	87,904	87,904
	2		Savings and temporary cash investments	844,039	1,095,363	1,095,363
	3		Accounts receivable ▶ 2,955 Less allowance for doubtful accounts ▶	6,129	2,955	2,955
	4		Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5		Grants receivable			
	6		Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7		Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8		Inventories for sale or use			
	9		Prepaid expenses and deferred charges			
	10a		Investments—U S and state government obligations (attach schedule)			
	b		Investments—corporate stock (attach schedule)	27,167,580	26,593,633	26,593,633
	c		Investments—corporate bonds (attach schedule)			
	11		Investments—land, buildings, and equipment basis ▶ 26,832 Less accumulated depreciation (attach schedule) ▶ 26,832			
	12		Investments—mortgage loans			
	13		Investments—other (attach schedule)			
	14		Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15		Other assets (describe ▶)			
	16		**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	28,293,815	27,779,855	27,779,855
Liabilities	17		Accounts payable and accrued expenses	117,754	119,931	
	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)	117,754	119,931	
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	28,176,061	27,659,924	
	25		Temporarily restricted			
	26		Permanently restricted			
			Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27		Capital stock, trust principal, or current funds			
	28		Paid-in or capital surplus, or land, bldg , and equipment fund			
	29		Retained earnings, accumulated income, endowment, or other funds			
	30		**Total net assets or fund balances** (see page 17 of the instructions)	28,176,061	27,659,924	
	31		**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	28,293,815	27,779,855	

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	28,176,061
2	Enter amount from Part I, line 27a	2	-2,124,678
3	Other increases not included in line 2 (itemize) ▶	3	1,608,541
4	Add lines 1, 2, and 3	4	27,659,924
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,659,924

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	886,855
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	3,809,743	28,926,143	000 131706
2010	4,012,018	32,415,956	000 123767
2009	3,566,776	32,394,877	000 110103
2008	3,254,743	24,639,271	000 132096
2007	4,657,537	31,247,426	000 149053

2	**Total** of line 1, column (d).	2	000 646725
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	000 129345
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	27,909,199
5	Multiply line 4 by line 3.	5	3,609,915
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	14,671
7	Add lines 5 and 6.	7	3,624,586
8	Enter qualifying distributions from Part XII, line 4.	8	3,591,784

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	29,342
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	29,342
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	29,342
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	177
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	29,519
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶OH			
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		No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶T HUNLEY Telephone no ▶(513) 651-9333

Located at ▶414 WALNUT ST CINCINNATI OH ZIP +4 ▶45202

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

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

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

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

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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
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 NO DIRECT PROGRAMS, SEE SCHEDULE FOR PART XV FOR CHARITABLE GIFTS	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	27,041,379
b	Average of monthly cash balances	1b	1,266,001
c	Fair market value of all other assets (see instructions)	1c	26,832
d	**Total** (add lines 1a, b, and c)	1d	28,334,212
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	28,334,212
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	425,013
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	27,909,199
6	**Minimum investment return.** Enter 5% of line 5	6	1,395,460

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	1,395,460
2a	Tax on investment income for 2012 from Part VI, line 5	2a	29,342		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	29,342
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,366,118
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,366,118
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	1,366,118

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	3,591,784
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	3,591,784
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	3,591,784

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					1,366,118
2 Undistributed income, if any, as of the end of 2012					
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.	3,139,736				
b From 2008.	2,057,117				
c From 2009.	2,021,405				
d From 2010.	2,422,210				
e From 2011.	2,379,208				
f Total of lines 3a through e.		12,019,676			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 3,591,784					
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.					1,366,118
e Remaining amount distributed out of corpus		2,225,666			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		14,245,342			
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
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) . . .		3,139,736			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		11,105,606			
10 Analysis of line 9					
a Excess from 2008. . . .	2,057,117				
b Excess from 2009. . . .	2,021,405				
c Excess from 2010. . . .	2,422,210				
d Excess from 2011. . . .	2,379,208				
e Excess from 2012. . . .	2,225,666				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

T HUNLEY
414 WALNUT ST SUITE 1012
CINCINNATI,OH 45202
(513) 651-9333

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

CONTACT OFFICE

c Any submission deadlines

NONE

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

NONE

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*				
96 501(C)(3) ORGANIZATIONS C/O 414 WALNUT ST CINCINNATI,OH 45202		501C3	CHARITABLE	2,912,620
REFUND PRIOR YEAR CONTRIBUTION 414 WALNUT ST CINCINNATI,OH 45202		501C3	CHARITABLE	-789
A GOOD DAY FOUNDATION 414 WALNUT ST CINCINNATI,OH 45202		501C3	CHARITABLE	400,000
Total . . . . ► 3a				3,311,831
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		
4 Dividends and interest from securities			14	843,830	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	886,855	
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)				1,730,685	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,730,685

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2013-11-10 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
Thomas Schulte	Thomas Schulte	2013-11-10	☑	

Firm's name ▶ Thomas L Schulte CPA

Firm's EIN ▶

Firm's address ▶ 1961 Messmer Rd Verona, KY 41092

Phone no (859) 485-3600

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
100 AMGEN INC	P	2008-07-29	2012-08-21
100 HOME DEPOT	P	2009-12-02	2012-08-21
100 WAL MART STORES	P	2009-06-17	2012-08-21
350 AMGEN INC	P	2008-07-29	2012-09-19
50 K CGE 7	P	2008-11-19	2012-09-15
50 K LOWES CO 5 6	P	2009-01-20	2012-09-15
3562 3RD AVE VAL FD	P	2010-09-11	2012-09-11
750 ALLSTATE CORP	P	2008-12-09	2012-10-22
100 APPLE INC	P	2011-05-25	2012-10-22
908 43 GATEWAY FD CL A	P	2010-04-01	2012-09-28
57K IBM INTL GR 5 05	P	2008-11-07	2012-10-22
50K MIDAM EN HLDGS 5 87	P	2009-03-11	2012-10-01
45 VF CORP	P	2008-10-22	2012-10-22
50 WELLS FARGO CO 5 25	P	2009-03-17	2012-10-23
4537 DFA INT EXT QUAL PT INSTL	P	2011-10-21	2012-10-23
INTL VECT EQ PT	P	2011-10-21	2012-10-23
7130 DFA INTL R/E SEC PT	P	2011-10-21	2012-10-23
1583 DFA US LG CAP VAL PRTH INST	P	2011-10-21	2012-10-23
1085 VANGD INDX FDS	P	2011-10-21	2012-10-23
415 COMCAST CORP CL A	P	2011-03-06	2012-11-27
7225 CREDIT SUISSE FL RD A	P	2011-01-24	2012-11-27
372 GATEWAY FD CL A	P	2010-12-20	2012-11-15
1125 HEWLETT PACK	P	2010-12-29	2012-11-13
390 AMERIPRISE FINL	P	2008-11-07	2012-11-15
200 A T T	P	2008-07-29	2012-11-15
345 COMPUTER SCIENCES	P	2008-08-19	2012-11-15
100 EXXON MOBIL CORP	P	2008-07-29	2012-11-27
7143 GATEWAY FD CL A	P	2010-12-21	2012-11-15
2475 HEWLETT PACK	P	2008-07-29	2012-11-13
500 HOME DEPOT	P	2009-12-02	2012-11-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
150 JPMORGAN CHASE	P	2008-07-29	2012-11-27
180 KIMBERLY CLARK CORP	P	2008-07-29	2012-11-15
628 PFIZER INC	P	1997-12-03	2012-11-15
120 PPG IND INC	P	2008-11-07	2012-11-27
240 TRAVELERS COS	P	2008-07-29	2012-11-27
100 VF CORP	P	2008-10-22	2012-11-15
100 WAL MART STORES	P	2009-06-17	2012-11-27
325 COMCAST CORP NEW CL A	P	2011-03-06	2012-12-19
105 DOVER CORP	P	2011-06-12	2012-12-19
115 574 OPPENHMR DEV MKT FD CL A	P	2011-04-04	2012-12-14
430 ORACLE CORP	P	2011-02-16	2012-12-19
165 ALLSTATE CORP	P	2008-12-09	2012-12-19
411 4 AM FDS EUROPAC GR F-1	P	2010-02-10	2012-12-14
160 AMERIPRISE FINAL INC	P	2008-11-07	2012-12-19
150 A T T	P	2008-08-19	2012-12-17
700 CISCO SYSTEMS INC	P	2009-02-10	2012-12-17
420 COCA-COLA ENTPR INC NEW	P	2011-09-22	2012-12-19
100 COVIDIEN PLC	P	2008-10-16	2012-12-17
100 DIAMOND OFFSH DR INC	P	2011-08-17	2012-12-17
200 EMERSON ELECT CO	P	1999-12-21	2012-12-19
180 EXXON MOBIL CORP	P	2008-07-29	2012-12-17
513 3 GATEWAY FD CL A	P	2010-04-01	2012-12-17
192 2 HARBOR INTL FD	P	2010-08-27	2012-12-14
100 HOME DEPOT INC	P	2009-12-02	2012-12-17
125 HONEYWELL INTL	P	2008-10-16	2012-12-19
70 IBM	P	2008-10-22	2012-12-17
100 JOHNSON JOHNSON	P	2008-07-29	2012-12-14
360 JPMORGAN CHASE	P	2008-07-29	2012-12-17
75 KIMBERLY CLARK CORP	P	2008-08-19	2012-12-17
310 LINCOLN NATL CORP	P	2008-11-07	2012-12-17

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
365 OMNICOM GR INC	P	2008-10-16	2012-12-19
100 PARKER HANNIFIN CORP	P	2008-10-16	2012-12-17
110 PEPSICO INC	P	2010-07-14	2012-12-14
500 PFIZER INC	P	1997-12-03	2012-12-17
185 PNC FINL SERV GR	P	2011-01-20	2012-12-19
80 PPG IND INC	P	2008-11-07	2012-12-14
90 P G INC	P	2009-02-24	2012-12-14
1072 3 ROYCE PENN MUT FD	P	2010-11-04	2012-12-14
300 TE CONN LTD CHF	P	2008-10-22	2012-12-14
210 TRAVELERS COS INC	P	2008-07-29	2012-12-17
55 UNTD TECH CORP	P	2008-08-19	2012-12-19
540 VERIZON COMM INC	P	2008-07-29	2012-12-17
100 WAL MART STORES INC	P	2009-06-17	2012-12-14
1982 DFA EMERG MKTS CORE EQU PT	P	2011-12-01	2012-12-19
2135 DFA US TGT VAL PRTF INSTL	P	2011-12-01	2012-12-19
4204 VANGD ST BD INDX SIGL SHRS	P	2011-12-01	2012-12-19
5387 VANGD TX MGD INTL FD MSCI EARE	P	2011-12-01	2012-12-21
1440 VANGD INDX FDS MIDCAP GR	P	2011-12-01	2012-12-21
871 VANGD INDX FDS	P	2011-12-01	2012-12-21
435 VANGD INDX FDS VIPERS	P	2011-12-01	2012-12-21
1204 VANGD INDX FDS TL STK	P	2011-12-01	2012-12-21
16846 LEUTHOLD ASST ALLO FD	P	2011-12-01	2012-12-19
1203 SCOUT INTL	P	2011-12-01	2012-12-20
3642 JPMORGAN ALERIAN MLP	P	2011-12-01	2012-12-24
5042 IBOXX HI YLD CORP BD ETF	P	2011-12-01	2012-12-19
75 COMCAST CORP CL A	P	2011-03-06	2013-02-19
100 DOVER CORP	P	2011-06-13	2013-02-19
100 ALLSTATE CORP	P	2008-12-09	2013-02-19
70 AMERIPRISE FINL	P	2008-11-07	2013-02-19
1500 BK OF NOVA SCOTIA	P	2010-04-14	2013-02-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
210 CARDINAL HEALTH	P	2008-07-29	2013-02-19
175 COCA COLA ENTR	P	2011-09-22	2013-02-19
55 COVIDIEN PLC	P	2008-10-16	2013-02-19
90 EMERSON ELECTRIC CO	P	1999-12-21	2013-02-19
75 HONEYWELL INTL	P	2008-10-22	2013-02-19
80 J J COM	P	2008-07-29	2013-02-19
100 JPMORGAN CHASE	P	2008-08-19	2013-02-19
275 LINCOLN NATL CORP	P	2008-11-07	2013-12-19
100 OMNICOM GR	P	2008-10-16	2013-02-19
60 PARKER HANNIFIN COR	P	2008-10-16	2013-02-19
50 PEPSICO INC	P	2010-07-14	2013-02-19
50 P G CO	P	2009-02-24	2013-02-19
155 STATE STREET CORP	P	2008-11-07	2013-02-19
470 SYMANTEC CORP	P	2008-10-22	2013-02-19
160 TE CONN LTD CHF	P	2008-10-22	2013-02-19
60 UNTD TECH CORP	P	2008-08-19	2013-02-19
9215 8 RS EMERG MKTS FD CL Y	P	2011-01-13	2013-02-14
1983 ASTON/MONTAG GR CL 1	P	2012-02-25	2013-02-26
12 59 SHS PIMCO ST FD INSTL CL	P	2012-01-26	2013-02-26
4212 ARTISAN VAL FD INSTL SHS	P	2012-01-26	2013-02-26
2754 VANGD TL STK MKT INDX FD	P	2012-01-25	2013-02-27
2989 SCOUT INTL	P	2012-01-25	2013-02-27
986 JPMORGAN ALERIAN MLP INX	P	2012-01-25	2013-02-28
100 ALLSTATE CORP	P	2009-01-06	2013-03-21
286 5 AM FDS EUROPAC GR F-1	P	2010-02-10	2013-03-21
70 AMERIPRISE FINL	P	2008-11-07	2013-03-15
50 CHEVRON CORP	P	1993-11-10	2013-03-15
230 DEVON ENERGY CORP	P	2008-07-29	2013-03-21
2475 FOREST LABS	P	2008-09-19	2013-03-14
237 HARBOR INTL FD	P	2010-08-27	2013-03-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
50 HONEYWELL INTL	P	2008-10-22	2013-03-21
20 IBM	P	2008-10-22	2013-03-21
50 J J	P	2008-08-19	2013-03-21
250 LINCOLN NATL CORP	P	2008-11-07	2013-03-15
75 MCDONALDS CORP	P	2011-03-09	2013-03-15
130 PNC FINL SERV	P	2011-01-20	2013-03-21
50K PPG IND INC NTS 5 75	P	2008-11-07	2013-03-15
953 8 ROYCE PENN MUT FD	P	2010-11-04	2013-03-21
100 STATE STREET CORP	P	2008-10-22	2013-03-15
370 SYMANTEC CORP	P	2008-10-16	2013-03-05
50 TRAVELERS COS INC	P	2008-08-19	2013-03-21
47K TRAVELERS PPTY CAS 5	P	2008-12-23	2013-03-15
100 VERIZON COMM INC	P	2008-08-19	2013-03-15
25 VF CORP	P	2008-10-22	2013-03-21
150 ALLSTATE CORP	P	2008-12-09	2013-04-17
175 AMGEN INC	P	2008-07-29	2013-04-17
250 A T T	P	2008-08-19	2013-04-17
200 COCA COLA ENTR	P	2011-09-22	2013-04-17
125 COVIDIEN PLC	P	2008-10-22	2013-04-17
150 HOME DEPOT INC	P	2009-12-02	2013-04-17
100 J J COM	P	2008-08-19	2013-04-17
125 KIMBERLY CLARK CORP	P	2008-08-19	2013-04-17
150 LINCOLN NATL CORP	P	2008-11-07	2013-04-17
75 MCDONALDS CORP	P	2011-03-09	2013-04-17
150 OMNICOM GR INC	P	2008-10-22	2013-04-17
150 PEPSICO INC	P	2010-07-14	2013-04-17
500 PFIZER INC	P	1997-12-03	2013-04-17
100 PROCTER GAMBLE	P	2009-02-24	2013-04-17
250 SYMANTEC CORP	P	2008-10-16	2013-04-17
100 TRAVELERS COS	P	2008-08-19	2013-04-17

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
195 VERIZON COMM	P	2008-08-19	2013-04-17
200 WAL MART STORES INC	P	2009-06-17	2013-04-17
100 WELLPOINT INC	P	2008-09-19	2013-04-17
12182 EATON VANCE GL MAC AGS RETN	P	2012-03-30	2013-04-30
5417 ABERDEEN ASIA BD INSTL CL	P	2012-03-30	2013-04-30
14442 FID CONSV INC BD INSTL	P	2012-03-30	2013-04-30
22450 PIMCO EM LOL GD FD INSTL CL	P	2012-03-30	2013-04-30
7 62 PIMCO EM LOCL BD FD INSTL CL	P	2012-03-30	2013-04-30
320 MICROSOFT CORP	P	2008-08-19	2013-04-30
50 PPG IND	P	2008-11-07	2013-04-30
150 TE CONN	P	2008-11-07	2013-04-30
25 VF CORP	P	2008-10-22	2013-04-30
2721 8 ARTISAN SM CAP VAL FD	P	2012-04-15	2013-05-15
1095 7 ASTON/MONTAGCALD GR CL 1	P	2012-04-15	2013-05-15
1092 SCOUT INTL	P	2012-04-15	2013-05-15
2278 8 VANGD TL STK MKT INX FD	P	2012-04-15	2013-05-15
12385 5 EATON VANCE GL MAC AGX RETN FD	P	2012-04-15	2013-05-15
1081 IVA WLDWD FD CL 1	P	2012-04-15	2013-05-15
3820 EII GL PROP FDS INST	P	2012-04-15	2013-05-15
1483 8 BARON SM CAP FD INSTL	P	2012-04-15	2013-05-15
1285 4 ABERDEEN ASIA BD INSTL	P	2012-04-15	2013-05-15
478 5 MATHEWS ASIAN GR INC	P	2012-04-15	2013-05-15
1992 2 ARTISAN VAL FD INSTL	P	2012-04-15	2013-05-15
2351 HARTFORD WLD BD	P	2012-04-15	2013-05-15
7091 FID CONSR INC BD INSTL	P	2012-04-15	2013-05-15
1308 JPMORGAN ALERIAN MLP INDX ETN	P	2012-04-17	2013-05-17
75 AMERIPRISE FINL	P	2008-12-03	2013-06-05
300 CISCO SYSTEMS	P	2009-02-10	2013-06-05
15408 ROYCE PENN MUT FD	P	2010-11-04	2013-06-11
2200 TEA PHARM IND LTD	P	2010-10-13	2013-05-29

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
8719 ARTISAN SM CAP VAL FD	P	2012-05-17	2013-06-17
20560 PIMCO ST FD INSTL CL	P	2011-09-23	2012-10-23
LIQ HATTERAS SECURITIES	P	2010-01-15	2013-06-21

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
8,366		6,339	2,027
5,677		2,823	2,854
7,204		4,850	2,354
28,629		22,186	6,443
50,000		50,404	-404
50,000		52,284	-2,284
170,355		164,988	5,367
31,772		19,927	11,845
62,386		33,517	28,869
25,000		23,219	1,781
57,000		57,192	-192
50,000		51,559	-1,559
7,241		2,358	4,883
50,000		48,296	1,704
50,000		46,733	3,267
50,000		47,105	2,895
40,000		35,080	4,920
35,960		28,296	7,664
79,281		61,855	17,426
15,405		11,965	3,440
50,000		48,699	1,301
9,906		9,986	-80
14,839		26,820	-11,981
22,635		8,112	14,523
6,686		6,146	540
11,893		16,054	-4,161
8,782		8,056	726
190,094		187,711	2,383
32,642		97,007	-64,365
30,858		14,113	16,745

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,149		5,755	394
15,036		10,711	4,325
14,808		16,667	-1,859
14,224		5,549	8,675
16,638		10,132	6,506
15,352		5,240	10,112
6,986		4,850	2,136
12,066		9,370	2,696
6,763		5,851	912
4,000		3,850	150
14,135		12,159	1,976
6,708		4,384	2,324
17,000		14,568	2,432
9,913		3,328	6,585
5,103		4,606	497
13,905		11,279	2,626
13,148		10,378	2,770
5,737		4,163	1,574
6,786		6,251	535
10,525		5,779	4,746
15,892		14,249	1,643
14,000		13,122	878
12,000		9,843	2,157
6,298		2,823	3,475
14,109		6,360	7,749
13,510		5,918	7,592
7,064		6,864	200
15,512		13,131	2,381
6,403		4,656	1,747
7,959		6,021	1,938

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
18,147		10,460	7,687
8,364		3,928	4,436
7,712		6,984	728
12,619		13,270	-651
10,598		11,219	-621
10,455		3,699	6,756
6,326		4,485	1,841
12,000		11,796	204
10,888		6,002	4,886
15,457		8,914	6,543
4,573		3,567	1,006
23,920		17,272	6,648
6,925		4,853	2,072
39,790		37,490	2,300
36,300		29,339	6,961
44,740		45,118	-378
189,898		169,414	20,484
99,938		67,312	32,626
56,997		38,500	18,497
31,458		22,324	9,134
89,660		66,136	23,524
178,406		162,399	16,007
40,000		34,320	5,680
142,165		114,419	27,746
472,416		433,587	38,829
3,111		2,162	949
7,266		5,573	1,693
4,630		2,657	1,973
4,826		1,456	3,370
88,380		77,246	11,134

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
9,763		8,072	1,691
6,335		4,324	2,011
3,482		2,306	1,176
5,263		2,600	2,663
5,288		2,113	3,175
6,152		5,513	639
4,950		3,527	1,423
8,416		5,341	3,075
5,733		2,878	2,855
5,822		2,318	3,504
3,765		3,175	590
3,867		2,492	1,375
8,900		6,354	2,546
10,581		6,939	3,642
6,601		2,768	3,833
5,462		3,892	1,570
221,272		206,807	14,465
50,000		43,911	6,089
125		125	
50,000		46,546	3,454
100,000		71,991	28,009
100,000		85,262	14,738
42,467		30,977	11,490
4,784		3,197	1,587
12,000		10,241	1,759
5,204		1,382	3,822
5,964		1,280	4,684
13,171		21,822	-8,651
93,440		63,220	30,220
15,000		12,148	2,852

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,735		1,409	2,326
4,225		1,691	2,534
3,957		3,545	412
8,338		4,855	3,483
7,449		5,695	1,754
8,593		7,884	709
50,000		48,950	1,050
12,000		10,493	1,507
5,994		3,838	2,156
8,954		4,952	4,002
4,187		2,126	2,061
47,000		45,849	1,151
4,793		3,203	1,590
4,142		1,310	2,832
7,357		3,985	3,372
19,003		11,093	7,910
9,456		7,677	1,779
7,379		4,942	2,437
8,245		5,621	2,624
10,844		4,234	6,610
8,395		7,091	1,304
12,604		7,497	5,107
4,781		2,659	2,122
7,681		5,696	1,985
8,918		4,328	4,590
11,972		9,524	2,448
15,391		13,270	2,121
7,935		4,983	2,952
5,900		3,346	2,554
8,523		4,252	4,271

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
9,709		6,064	3,645
15,704		9,700	6,004
6,901		4,998	1,903
120,000		126,091	-6,091
61,000		60,675	325
145,000		145,000	
250,321		227,019	23,302
85		83	2
10,525		8,784	1,741
7,336		2,312	5,024
6,495		2,520	3,975
4,442		1,310	3,132
46,000		38,079	7,921
30,200		24,261	5,939
39,200		31,159	8,041
91,200		59,569	31,631
122,617		127,122	-4,505
18,800		17,578	1,222
71,400		55,699	15,701
46,000		27,986	18,014
14,500		14,398	102
9,700		7,963	1,737
25,800		22,015	3,785
25,300		25,488	-188
71,200		71,200	
61,894		42,404	19,490
6,071		1,282	4,789
7,278		4,834	2,444
200,000		167,544	32,456
85,362		118,848	-33,486

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
149,624		122,985	26,639
203,138		203,985	-847
410,102		350,000	60,102

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,027
			2,854
			2,354
			6,443
			-404
			-2,284
			5,367
			11,845
			28,869
			1,781
			-192
			-1,559
			4,883
			1,704
			3,267
			2,895
			4,920
			7,664
			17,426
			3,440
			1,301
			-80
			-11,981
			14,523
			540
			-4,161
			726
			2,383
			-64,365
			16,745

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			394
			4,325
			-1,859
			8,675
			6,506
			10,112
			2,136
			2,696
			912
			150
			1,976
			2,324
			2,432
			6,585
			497
			2,626
			2,770
			1,574
			535
			4,746
			1,643
			878
			2,157
			3,475
			7,749
			7,592
			200
			2,381
			1,747
			1,938

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			7,687
			4,436
			728
			-651
			-621
			6,756
			1,841
			204
			4,886
			6,543
			1,006
			6,648
			2,072
			2,300
			6,961
			-378
			20,484
			32,626
			18,497
			9,134
			23,524
			16,007
			5,680
			27,746
			38,829
			949
			1,693
			1,973
			3,370
			11,134

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,691
			2,011
			1,176
			2,663
			3,175
			639
			1,423
			3,075
			2,855
			3,504
			590
			1,375
			2,546
			3,642
			3,833
			1,570
			14,465
			6,089
			3,454
			28,009
			14,738
			11,490
			1,587
			1,759
			3,822
			4,684
			-8,651
			30,220
			2,852

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,326
			2,534
			412
			3,483
			1,754
			709
			1,050
			1,507
			2,156
			4,002
			2,061
			1,151
			1,590
			2,832
			3,372
			7,910
			1,779
			2,437
			2,624
			6,610
			1,304
			5,107
			2,122
			1,985
			4,590
			2,448
			2,121
			2,952
			2,554
			4,271

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3,645
			6,004
			1,903
			-6,091
			325
			23,302
			2
			1,741
			5,024
			3,975
			3,132
			7,921
			5,939
			8,041
			31,631
			-4,505
			1,222
			15,701
			18,014
			102
			1,737
			3,785
			-188
			19,490
			4,789
			2,444
			32,456
			-33,486

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			26,639
			-847
			60,102

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
BETTY BASSETT C/O 414 WALNUT ST CINCINNATI, OH 45202	DIR/VP 010 00	33,000		
DONALD FELDMAN C/O 414 WALNUT ST CINCINNATI, OH 45202	DIR/TREAS 010 00	33,000		
EMILY K UHL C/O 414 WALNUT ST CINCINNATI, OH 45202	DIR 010 00	33,000		
GARY SALLQUIST C/O 414 WALNUT ST CINCINNATI, OH 45202	DIR 010 00	33,000		
JAMES MINUTOLO C/O 414 WALNUT ST CINCINNATI, OH 45202	DIR/PRES 010 00	33,000		

TY 2012 Accounting Fees Schedule

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMAS L SCHULTE	9,000	4,500	4,500	4,500

TY 2012 Explanation of Non-Filing with Attorney General Statement

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Statement: OHIO DOES NOT REQUIRE FILING OF THE FORM, ONLY NOTIFICATION OF HAVING FILED.

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: A GOOD NEIGHBOR FOUNDATION
EIN: 22-3885976
Software ID: 12000057
Software Version: 12.19.1011.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
100 AMGEN INC	2008-07	P	2012-08		8,366	6,339			2,027	
100 HOME DEPOT	2009-12	P	2012-08		5,677	2,823			2,854	
100 WAL MART STORES	2009-06	P	2012-08		7,204	4,850			2,354	
350 AMGEN INC	2008-07	P	2012-09		28,629	22,186			6,443	
50 K CGE 7	2008-11	P	2012-09		50,000	50,404			-404	
50 K LOWES CO 5 6	2009-01	P	2012-09		50,000	52,284			-2,284	
3562 3RD AVE VAL FD	2010-09	P	2012-09		170,355	164,988			5,367	
750 ALLSTATE CORP	2008-12	P	2012-10		31,772	19,927			11,845	
100 APPLE INC	2011-05	P	2012-10		62,386	33,517			28,869	
908 43 GATEWAY FD CL A	2010-04	P	2012-09		25,000	23,219			1,781	
57K IBM INTL GR 5 05	2008-11	P	2012-10		57,000	57,192			-192	
50K MIDAM EN HLDGS 5 87	2009-03	P	2012-10		50,000	51,559			-1,559	
45 VF CORP	2008-10	P	2012-10		7,241	2,358			4,883	
50 WELLS FARGO CO 5 25	2009-03	P	2012-10		50,000	48,296			1,704	
4537 DFA INT EXT QUAL PT INSTL	2011-10	P	2012-10		50,000	46,733			3,267	
INTL VECT EQ PT	2011-10	P	2012-10		50,000	47,105			2,895	
7130 DFA INTL R/E SEC PT	2011-10	P	2012-10		40,000	35,080			4,920	
1583 DFA US LG CAP VAL PRTH INST	2011-10	P	2012-10		35,960	28,296			7,664	
1085 VANGD INDX FDS	2011-10	P	2012-10		79,281	61,855			17,426	
415 COMCAST CORP CL A	2011-03	P	2012-11		15,405	11,965			3,440	
7225 CREDIT SUISSE FL RD A	2011-01	P	2012-11		50,000	48,699			1,301	
372 GATEWAY FD CL A	2010-12	P	2012-11		9,906	9,986			-80	
1125 HEWLETT PACK	2010-12	P	2012-11		14,839	26,820			-11,981	
390 AMERIPRISE FINL	2008-11	P	2012-11		22,635	8,112			14,523	
200 A T T	2008-07	P	2012-11		6,686	6,146			540	
345 COMPUTER SCIENCES	2008-08	P	2012-11		11,893	16,054			-4,161	
100 EXXON MOBIL CORP	2008-07	P	2012-11		8,782	8,056			726	
7143 GATEWAY FD CL A	2010-12	P	2012-11		190,094	187,711			2,383	
2475 HEWLETT PACK	2008-07	P	2012-11		32,642	97,007			-64,365	
500 HOME DEPOT	2009-12	P	2012-11		30,858	14,113			16,745	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
150 JPMORGAN CHASE	2008-07	P	2012-11		6,149	5,755			394	
180 KIMBERLY CLARK CORP	2008-07	P	2012-11		15,036	10,711			4,325	
628 PFIZER INC	1997-12	P	2012-11		14,808	16,667			-1,859	
120 PPG IND INC	2008-11	P	2012-11		14,224	5,549			8,675	
240 TRAVELERS COS	2008-07	P	2012-11		16,638	10,132			6,506	
100 VF CORP	2008-10	P	2012-11		15,352	5,240			10,112	
100 WAL MART STORES	2009-06	P	2012-11		6,986	4,850			2,136	
325 COMCAST CORP NEW CL A	2012-03	P	2012-12		12,066	9,370			2,696	
105 DOVER CORP	2012-06	P	2012-12		6,763	5,851			912	
115 574 OPPENHMR DEV MKT FD CL A	2012-04	P	2012-12		4,000	3,850			150	
430 ORACLE CORP	2012-02	P	2012-12		14,135	12,159			1,976	
165 ALLSTATE CORP	2008-12	P	2012-12		6,708	4,384			2,324	
411 4 AM FDS EUROPAC GR F-1	2010-02	P	2012-12		17,000	14,568			2,432	
160 AMERIPRISE FINAL INC	2008-11	P	2012-12		9,913	3,328			6,585	
150 A T T	2008-08	P	2012-12		5,103	4,606			497	
700 CISCO SYSTEMS INC	2009-02	P	2012-12		13,905	11,279			2,626	
420 COCA-COLA ENTPR INC NEW	2011-09	P	2012-12		13,148	10,378			2,770	
100 COVIDIEN PLC	2008-10	P	2012-12		5,737	4,163			1,574	
100 DIAMOND OFFSH DR INC	2011-08	P	2012-12		6,786	6,251			535	
200 EMERSON ELECT CO	1999-12	P	2012-12		10,525	5,779			4,746	
180 EXXON MOBIL CORP	2008-07	P	2012-12		15,892	14,249			1,643	
513 3 GATEWAY FD CL A	2010-04	P	2012-12		14,000	13,122			878	
192 2 HARBOR INTL FD	2010-08	P	2012-12		12,000	9,843			2,157	
100 HOME DEPOT INC	2009-12	P	2012-12		6,298	2,823			3,475	
125 HONEYWELL INTL	2008-10	P	2012-12		14,109	6,360			7,749	
70 IBM	2008-10	P	2012-12		13,510	5,918			7,592	
100 JOHNSON JOHNSON	2008-07	P	2012-12		7,064	6,864			200	
360 JPMORGAN CHASE	2008-07	P	2012-12		15,512	13,131			2,381	
75 KIMBERLY CLARK CORP	2008-08	P	2012-12		6,403	4,656			1,747	
310 LINCOLN NATL CORP	2008-11	P	2012-12		7,959	6,021			1,938	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
365 OMNICOM GR INC	2008-10	P	2012-12		18,147	10,460			7,687	
100 PARKER HANNIFIN CORP	2008-10	P	2012-12		8,364	3,928			4,436	
110 PEPSICO INC	2010-07	P	2012-12		7,712	6,984			728	
500 PFIZER INC	1997-12	P	2012-12		12,619	13,270			-651	
185 PNC FINL SERV GR	2011-01	P	2012-12		10,598	11,219			-621	
80 PPG IND INC	2008-11	P	2012-12		10,455	3,699			6,756	
90 P G INC	2009-02	P	2012-12		6,326	4,485			1,841	
1072 3 ROYCE PENN MUT FD	2010-11	P	2012-12		12,000	11,796			204	
300 TE CONN LTD CHF	2008-10	P	2012-12		10,888	6,002			4,886	
210 TRAVELERS COS INC	2008-07	P	2012-12		15,457	8,914			6,543	
55 UNTD TECH CORP	2008-08	P	2012-12		4,573	3,567			1,006	
540 VERIZON COMM INC	2008-07	P	2012-12		23,920	17,272			6,648	
100 WAL MART STORES INC	2009-06	P	2012-12		6,925	4,853			2,072	
1982 DFA EMERG MKTS CORE EQU PT	2011-12	P	2012-12		39,790	37,490			2,300	
2135 DFA US TGT VAL PRTF INSTL	2011-12	P	2012-12		36,300	29,339			6,961	
4204 VANGD ST BD INDX SIGL SHRS	2011-12	P	2012-12		44,740	45,118			-378	
5387 VANGD TX MGD INTL FD MSCI EARE	2011-12	P	2012-12		189,898	169,414			20,484	
1440 VANGD INDX FDS MIDCAP GR	2011-12	P	2012-12		99,938	67,312			32,626	
871 VANGD INDX FDS	2011-12	P	2012-12		56,997	38,500			18,497	
435 VANGD INDX FDS VIPERS	2011-12	P	2012-12		31,458	22,324			9,134	
1204 VANGD INDX FDS TL STK	2011-12	P	2012-12		89,660	66,136			23,524	
16846 LEUTHOLD ASST ALLO FD	2011-12	P	2012-12		178,406	162,399			16,007	
1203 SCOUT INTL	2011-12	P	2012-12		40,000	34,320			5,680	
3642 JPMORGAN ALERIAN MLP	2011-12	P	2012-12		142,165	114,419			27,746	
5042 IBOXX HI YLD CORP BD ETF	2011-12	P	2012-12		472,416	433,587			38,829	
75 COMCAST CORP CL A	2012-03	P	2013-02		3,111	2,162			949	
100 DOVER CORP	2012-06	P	2013-02		7,266	5,573			1,693	
100 ALLSTATE CORP	2008-12	P	2013-02		4,630	2,657			1,973	
70 AMERIPRISE FINL	2008-11	P	2013-02		4,826	1,456			3,370	
1500 BK OF NOVA SCOTIA	2010-04	P	2013-02		88,380	77,246			11,134	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
210 CARDINAL HEALTH	2008-07	P	2013-02		9,763	8,072			1,691	
175 COCA COLA ENTR	2011-09	P	2013-02		6,335	4,324			2,011	
55 COVIDIEN PLC	2008-10	P	2013-02		3,482	2,306			1,176	
90 EMERSON ELECTRIC CO	1999-12	P	2013-02		5,263	2,600			2,663	
75 HONEYWELL INTL	2008-10	P	2013-02		5,288	2,113			3,175	
80 J J COM	2008-07	P	2013-02		6,152	5,513			639	
100 JPMORGAN CHASE	2008-08	P	2013-02		4,950	3,527			1,423	
275 LINCOLN NATL CORP	2008-11	P	2013-12		8,416	5,341			3,075	
100 OMNICOM GR	2008-10	P	2013-02		5,733	2,878			2,855	
60 PARKER HANNIFIN COR	2008-10	P	2013-02		5,822	2,318			3,504	
50 PEPSICO INC	2010-07	P	2013-02		3,765	3,175			590	
50 P G CO	2009-02	P	2013-02		3,867	2,492			1,375	
155 STATE STREET CORP	2008-11	P	2013-02		8,900	6,354			2,546	
470 SYMANTEC CORP	2008-10	P	2013-02		10,581	6,939			3,642	
160 TE CONN LTD CHF	2008-10	P	2013-02		6,601	2,768			3,833	
60 UNTD TECH CORP	2008-08	P	2013-02		5,462	3,892			1,570	
9215 8 RS EMERG MKTS FD CL Y	2011-01	P	2013-02		221,272	206,807			14,465	
1983 ASTON/MONTAG GR CL 1	2012-02	P	2013-02		50,000	43,911			6,089	
12 59 SHS PIMCO ST FD INSTL CL	2012-01	P	2013-02		125	125				
4212 ARTISAN VAL FD INSTL SHS	2012-01	P	2013-02		50,000	46,546			3,454	
2754 VANGD TL STK MKT INDX FD	2012-01	P	2013-02		100,000	71,991			28,009	
2989 SCOUT INTL	2012-01	P	2013-02		100,000	85,262			14,738	
986 JPMORGAN ALERIAN MLP INX	2012-01	P	2013-02		42,467	30,977			11,490	
100 ALLSTATE CORP	2009-01	P	2013-03		4,784	3,197			1,587	
286 5 AM FDS EUROPAC GR F-1	2010-02	P	2013-03		12,000	10,241			1,759	
70 AMERIPRISE FINL	2008-11	P	2013-03		5,204	1,382			3,822	
50 CHEVRON CORP	1993-11	P	2013-03		5,964	1,280			4,684	
230 DEVON ENERGY CORP	2008-07	P	2013-03		13,171	21,822			-8,651	
2475 FOREST LABS	2008-09	P	2013-03		93,440	63,220			30,220	
237 HARBOR INTL FD	2010-08	P	2013-03		15,000	12,148			2,852	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
50 HONEYWELL INTL	2008-10	P	2013-03		3,735	1,409			2,326	
20 IBM	2008-10	P	2013-03		4,225	1,691			2,534	
50 J J	2008-08	P	2013-03		3,957	3,545			412	
250 LINCOLN NATL CORP	2008-11	P	2013-03		8,338	4,855			3,483	
75 MCDONALDS CORP	2011-03	P	2013-03		7,449	5,695			1,754	
130 PNC FINL SERV	2011-01	P	2013-03		8,593	7,884			709	
50K PPG IND INC NTS 5 75	2008-11	P	2013-03		50,000	48,950			1,050	
953 8 ROYCE PENN MUT FD	2010-11	P	2013-03		12,000	10,493			1,507	
100 STATE STREET CORP	2008-10	P	2013-03		5,994	3,838			2,156	
370 SYMANTEC CORP	2008-10	P	2013-03		8,954	4,952			4,002	
50 TRAVELERS COS INC	2008-08	P	2013-03		4,187	2,126			2,061	
47K TRAVELERS PPTY CAS 5	2008-12	P	2013-03		47,000	45,849			1,151	
100 VERIZON COMM INC	2008-08	P	2013-03		4,793	3,203			1,590	
25 VF CORP	2008-10	P	2013-03		4,142	1,310			2,832	
150 ALLSTATE CORP	2008-12	P	2013-04		7,357	3,985			3,372	
175 AMGEN INC	2008-07	P	2013-04		19,003	11,093			7,910	
250 A T T	2008-08	P	2013-04		9,456	7,677			1,779	
200 COCA COLA ENTR	2011-09	P	2013-04		7,379	4,942			2,437	
125 COVIDIEN PLC	2008-10	P	2013-04		8,245	5,621			2,624	
150 HOME DEPOT INC	2009-12	P	2013-04		10,844	4,234			6,610	
100 J J COM	2008-08	P	2013-04		8,395	7,091			1,304	
125 KIMBERLY CLARK CORP	2008-08	P	2013-04		12,604	7,497			5,107	
150 LINCOLN NATL CORP	2008-11	P	2013-04		4,781	2,659			2,122	
75 MCDONALDS CORP	2011-03	P	2013-04		7,681	5,696			1,985	
150 OMNICOM GR INC	2008-10	P	2013-04		8,918	4,328			4,590	
150 PEPSICO INC	2010-07	P	2013-04		11,972	9,524			2,448	
500 PFIZER INC	1997-12	P	2013-04		15,391	13,270			2,121	
100 PROCTER GAMBLE	2009-02	P	2013-04		7,935	4,983			2,952	
250 SYMANTEC CORP	2008-10	P	2013-04		5,900	3,346			2,554	
100 TRAVELERS COS	2008-08	P	2013-04		8,523	4,252			4,271	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
195 VERIZON COMM	2008-08	P	2013-04		9,709	6,064			3,645	
200 WAL MART STORES INC	2009-06	P	2013-04		15,704	9,700			6,004	
100 WELLPOINT INC	2008-09	P	2013-04		6,901	4,998			1,903	
12182 EATON VANCE GL MAC AGS RETN	2012-03	P	2013-04		120,000	126,091			-6,091	
5417 ABERDEEN ASIA BD INSTL CL	2012-03	P	2013-04		61,000	60,675			325	
14442 FID CONSV INC BD INSTL	2012-03	P	2013-04		145,000	145,000				
22450 PIMCO EM LOL GD FD INSTL CL	2012-03	P	2013-04		250,321	227,019			23,302	
7 62 PIMCO EM LOCL BD FD INSTL CL	2012-03	P	2013-04		85	83			2	
320 MICROSOFT CORP	2008-08	P	2013-04		10,525	8,784			1,741	
50 PPG IND	2008-11	P	2013-04		7,336	2,312			5,024	
150 TE CONN	2008-11	P	2013-04		6,495	2,520			3,975	
25 VF CORP	2008-10	P	2013-04		4,442	1,310			3,132	
2721 8 ARTISAN SM CAP VAL FD	2012-04	P	2013-05		46,000	38,079			7,921	
1095 7 ASTON/MONTAGCALD GR CL 1	2012-04	P	2013-05		30,200	24,261			5,939	
1092 SCOUT INTL	2012-04	P	2013-05		39,200	31,159			8,041	
2278 8 VANGD TL STK MKT INX FD	2012-04	P	2013-05		91,200	59,569			31,631	
12385 5 EATON VANCE GL MAC AGX RETN FD	2012-04	P	2013-05		122,617	127,122			-4,505	
1081 IVA WLDWD FD CL 1	2012-04	P	2013-05		18,800	17,578			1,222	
3820 EII GL PROP FDS INST	2012-04	P	2013-05		71,400	55,699			15,701	
1483 8 BARON SM CAP FD INSTL	2012-04	P	2013-05		46,000	27,986			18,014	
1285 4 ABERDEEN ASIA BD INSTL	2012-04	P	2013-05		14,500	14,398			102	
478 5 MATHEWS ASIAN GR INC	2012-04	P	2013-05		9,700	7,963			1,737	
1992 2 ARTISAN VAL FD INSTL	2012-04	P	2013-05		25,800	22,015			3,785	
2351 HARTFORD WLD BD	2012-04	P	2013-05		25,300	25,488			-188	
7091 FID CONSR INC BD INSTL	2012-04	P	2013-05		71,200	71,200				
1308 JPMORGAN ALERIAN MLP INDX ETN	2012-04	P	2013-05		61,894	42,404			19,490	
75 AMERIPRISE FINL	2008-12	P	2013-06		6,071	1,282			4,789	
300 CISCO SYSTEMS	2009-02	P	2013-06		7,278	4,834			2,444	
15408 ROYCE PENN MUT FD	2010-11	P	2013-06		200,000	167,544			32,456	
2200 TEA PHARM IND LTD	2010-10	P	2013-05		85,362	118,848			-33,486	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
8719 ARTISAN SM CAP VAL FD	2012-05	P	2013-06		149,624	122,985			26,639	
20560 PIMCO ST FD INSTL CL	2011-09	P	2012-10		203,138	203,985			-847	
LIQ HATTERAS SECURITIES	2010-01	P	2013-06		410,102	350,000			60,102	

TY 2012 General Explanation Attachment

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

TY 2012 Investments Corporate Stock Schedule

Name: A GOOD NEIGHBOR FOUNDATION
EIN: 22-3885976
Software ID: 12000057
Software Version: 12.19.1011.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LISTED SECURITIES	26,593,633	26,593,633

TY 2012 Investments - Land Schedule

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	26,832	26,832		

TY 2012 Other Expenses Schedule

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANKING FEE	5,031	1,258	1,258	3,773
DUES SUBSCRIPTIONS	2,375	2,375	2,375	
INSURANCE	5,064	1,266	1,266	3,798
LICENSES AND PERMITS	200	200	200	
OFFICE EXPENSE	23,052	11,526	11,526	11,526
TELEPHONE EXPENSE	6,992	3,496	3,496	3,496
EMPLOYER PAYROLL TAXES	8,972	2,243	2,243	6,729
MEDICAL REIMBURSEMENT FEE	1,200	1,200	1,200	

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TY 2012 Other Increases Schedule

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Amount
UNREALIZED GAINS	1,608,541

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TY 2012 Other Professional Fees Schedule

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FINANCIAL ADVISORS	136,229	136,229	136,229	

TY 2012 Taxes Schedule

Name: A GOOD NEIGHBOR FOUNDATION

EIN: 22-3885976

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	8,036	8,036	8,036	
FOREIGN TAX WITHHELD	416	416	416	