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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
DOROTHY M M KERSTEN TR UA 04-4825

A Employer identification number
31-6258173

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 1118 ML CN-OH-W10X

B Telephone number (see instructions)
(513) 632-4588

City or town, state, and ZIP code
CINCINNATI, OH 452011118

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)* ▶$ 23,088,517

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	567,421	565,571	1,850	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	436,717			
	b	Gross sales price for all assets on line 6a 2,253,475				
	7	Capital gain net income (from Part IV, line 2)		436,717		
	8	Net short-term capital gain			0	
	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)	25,123			
	12	**Total.** Add lines 1 through 11	1,029,261	1,002,288	1,850	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	265,447	238,902		26,545
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	4,909	4,909		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	201	1		200
	24	**Total operating and administrative expenses.** Add lines 13 through 23	270,557	243,812	0	26,745
	25	Contributions, gifts, grants paid	594,107			594,107
	26	**Total expenses and disbursements.** Add lines 24 and 25	864,664	243,812	0	620,852
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	164,597			
	b	**Net investment income** (if negative, enter -0-)		758,476		
	c	**Adjusted net income** (if negative, enter -0-)			1,850	

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	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing			
2 Savings and temporary cash investments	736,486	1,196,040	1,196,040
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶		0	0
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 ▶ 0			
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)	6,966,887	6,386,265	10,055,999
c Investments—corporate bonds (attach schedule)	1,378,682	955,588	981,984
11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments—mortgage loans			
13 Investments—other (attach schedule)	9,834,922	10,403,741	10,854,494
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)	18,916,977	18,941,634	23,088,517
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)		0	
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 ▶ ☑ **and complete lines 27 through 31.**			
27 Capital stock, trust principal, or current funds	18,916,977	18,941,634	
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)	18,916,977	18,941,634	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	18,916,977	18,941,634	

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	18,916,977
2	Enter amount from Part I, line 27a	2	164,597
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	19,081,574
5	Decreases not included in line 2 (itemize) ▶	5	139,940
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,941,634

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
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	436,717
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	1,347,413	20,967,520	0 064262
2010	884,865	22,031,205	0 040164
2009	1,006,485	20,348,637	0 049462
2008	1,135,328	19,164,654	0 059241
2007			

2	**Total** of line 1, column (d).	2	0 213129
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 053282
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	22,213,670
5	Multiply line 4 by line 3.	5	1,183,589
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,585
7	Add lines 5 and 6.	7	1,191,174
8	Enter qualifying distributions from Part XII, line 4.	8	620,852

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	15,170
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	15,170
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	15,170
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,760		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	7,760
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	7,410
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** ▶ 0	**Refunded** ▶		11	0

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	Yes	
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		
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 ▶US BANK NA Telephone no ▶(513) 632-4588

Located at ▶P O BOX 1118 ML CN-OH-W10X CINCINNATI OH ZIP+4 ▶452011118

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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		
	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		No
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
US BANK NA PO BOX 1118 ML CN-OH-W10X CINCINNATI,OH 452011118	TRUSTEE 10	265,447		

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	
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	19,977,211
b	Average of monthly cash balances	1b	2,574,738
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	22,551,949
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	22,551,949
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	338,279
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,213,670
6	**Minimum investment return.** Enter 5% of line 5	6	1,110,684

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	1,110,684
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 15,170		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	15,170
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,095,514
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,095,514
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,095,514

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	620,852
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	620,852
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	620,852

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				1,095,514
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. 0				
b From 2008. 11,333				
c From 2009. 257				
d From 2010. 0				
e From 2011. 309,762				
f **Total** of lines 3a through e.	321,352			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 620,852				
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.				620,852
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	321,352			321,352
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		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				153,310
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . . 0				
b Excess from 2009. . . . 0				
c Excess from 2010. . . . 0				
d Excess from 2011. . . . 0				
e Excess from 2012. . . . 0				

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				594,107
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					
4 Dividends and interest from securities. . . .			14	567,421	
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.			14	25,123	
8 Gain or (loss) from sales of assets other than inventory			18	436,717	
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). .				1,029,261	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 1,029,261

(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

******	2013-09-24	******
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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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)
3333 DUKE ENERGY HOLDING CORP		1989-08-29	2012-07-23
25000 HEWLETT PACK CO 2 950% 8/15/12		2009-07-07	2012-08-15
50000 HEWLETT PACK CO 2 950% 8/15/12		2009-07-10	2012-08-15
18000 CONOCOPHILLIPS 4 750% 2/01/14		2009-07-07	2012-08-17
222 INTEL CORP		2012-03-14	2012-09-11
2000 INTEL CORP		2011-06-21	2012-09-11
286 INTEL CORP		1995-08-22	2012-09-11
1000 INTEL CORP		2012-02-08	2012-09-11
172 INTEL CORP		1995-08-22	2012-09-11
83 INTEL CORP		2012-03-14	2012-09-11
217 INTEL CORP		1995-08-22	2012-09-11
211 INTEL CORP		1995-08-22	2012-09-11
278 INTEL CORP		1995-08-22	2012-09-11
292 INTEL CORP		1995-08-22	2012-09-11
208 INTEL CORP		2012-03-14	2012-09-11
173 INTEL CORP		1995-08-22	2012-09-11
174 INTEL CORP		1995-08-22	2012-09-11
226 INTEL CORP		2012-03-14	2012-09-11
1500 INTEL CORP		2012-03-06	2012-09-11
2777 778 NUVEEN HIGH INCOME BOND FD CL I		2012-03-19	2012-10-09
2312 674 NUVEEN FUNDS CORE BD FD I		2008-02-28	2012-10-09
A O L TIME WARNER INC			2012-10-12
1664 817 NUVEEN HIGH INCOME BOND FD CL I		2012-03-19	2012-10-16
4143 646 NUVEEN FUNDS CORE BD FD I		2008-02-28	2012-10-16
25000 WELLS FARGO CO 5 250% 10/23/12		2009-07-07	2012-10-23
800 ARCHER DANIELS MIDLAND CO		2007-04-02	2012-10-25
1500 BANK OF AMERICA CORP		2011-01-26	2012-10-25
600 CSX CORP		2009-10-01	2012-10-25
1385 042 NUVEEN FUNDS CORE BD FD I		2008-02-28	2012-10-25
250 PHILIP MORRIS INTL		2011-05-12	2012-10-25

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)
600 PHILLIPS 66		2009-07-01	2012-10-25
250 PROCTER & GAMBLE CO		2011-06-13	2012-10-25
5000 ALCOA INC		2010-01-04	2012-11-13
500 DISNEY WALT CO		2012-02-03	2012-11-13
3663 004 NUVEEN MID CAP INDEX FUND CL I		2001-10-24	2012-11-13
1732 502 NUVEEN SMALL CAP SELECT FD CL I		2001-08-06	2012-11-13
200 PROCTER & GAMBLE CO		1984-07-28	2012-11-13
250 UTILITIES SELECT SECTOR S P D R		2010-07-21	2012-11-13
25000 IBM CORP 4 750% 11/29/12		2009-01-26	2012-11-29
30 EATON CORP		2011-06-02	2012-12-03
28 EATON CORP		2011-06-02	2012-12-03
20 EATON CORP		2011-06-02	2012-12-03
19 EATON CORP		2011-06-02	2012-12-03
43 EATON CORP		2011-06-02	2012-12-03
20 EATON CORP		2011-06-02	2012-12-03
21 EATON CORP		2011-06-02	2012-12-03
17 EATON CORP		2011-06-02	2012-12-03
DELL INC			2013-01-09
DELL INC			2013-01-09
DELL INC			2013-01-09
DELL INC			2013-01-09
DELL INC			2013-01-09
1000 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-01-11
25000 BARCLAYS BK PLC 2 500% 1/23/13		2010-07-21	2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23

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)
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-23
ELECTRONIC DATA SYSTEMS LLC			2013-01-24
ELECTRONIC DATA SYSTEMS LLC			2013-01-25
ELECTRONIC DATA SYSTEMS LLC			2013-01-25
50000 WELLS FARGO CO 4 375% 1/31/13		2009-07-07	2013-01-31
225 MICROSOFT CORP		2012-03-14	2013-02-13
406 MICROSOFT CORP		2012-03-14	2013-02-13
1400 MICROSOFT CORP		1995-09-05	2013-02-13
405 MICROSOFT CORP		2012-03-14	2013-02-13
75 MICROSOFT CORP		1995-09-05	2013-02-13
300 MICROSOFT CORP		2012-03-14	2013-02-13
94 MICROSOFT CORP		1995-09-05	2013-02-13
231 MICROSOFT CORP		2012-03-14	2013-02-13
69 MICROSOFT CORP		1995-09-05	2013-02-13
94 MICROSOFT CORP		1995-09-05	2013-02-13
2000 MICROSOFT CORP		2012-02-03	2013-02-13
1700 MICROSOFT CORP		2012-02-03	2013-02-13
206 MICROSOFT CORP		2012-03-14	2013-02-13
95 MICROSOFT CORP		1995-09-05	2013-02-13
1800 HEWLETT PACKARD CO		2005-08-24	2013-02-27
600 3M CO COM		2003-08-01	2013-02-27
50000 WEYERHAEUSER CO 7 500% 3/01/13		2000-09-05	2013-03-01
25000 WEYERHAEUSER CO 7 500% 3/01/13		2000-09-05	2013-03-01
25000 WEYERHAEUSER CO 7 500% 3/01/13		2000-09-05	2013-03-01
25000 WEYERHAEUSER CO 7 500% 3/01/13		2000-09-05	2013-03-01
75000 WEYERHAEUSER CO 7 500% 3/01/13		2000-09-05	2013-03-01
5 JARDEN CORP		2011-06-02	2013-03-26
5 JARDEN CORP		2011-06-02	2013-03-26

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)
5 JARDEN CORP		2011-06-02	2013-03-26
200 INTERNATIONAL BUSINESS MACHS CORP		2011-09-23	2013-04-17
200 INTERNATIONAL BUSINESS MACHS CORP		2011-09-21	2013-04-17
250 JOHNSON & JOHNSON		2011-09-23	2013-04-17
250 JOHNSON & JOHNSON		2011-09-23	2013-04-17
250 JOHNSON & JOHNSON		2004-12-28	2013-04-17
1000 BANK OF AMERICA CORP		2009-09-23	2013-05-03
552 FRONTIER COMMUNICATIONS CORP		2006-12-11	2013-05-03
1000 PHILLIPS 66		2009-10-19	2013-05-03
1600 UTILITIES SELECT SECTOR S P D R		2008-06-20	2013-05-03
1800 STAPLES INC		2004-03-05	2013-05-03
100 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
600 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
500 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
500 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
500 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
600 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
750 UTILITIES SELECT SECTOR S P D R		2010-07-21	2013-05-23
500 PROCTER & GAMBLE CO		1984-07-28	2013-05-24
500 HASBRO INC		2013-02-13	2013-05-31
1000 ISHARES IBOXX HIGH YIELD ETF		2010-07-30	2013-05-31
500 NIKE INC		2011-09-23	2013-05-31
300 SPDR GOLD TRUST		2012-11-13	2013-06-21
TYCO INTL LTD NEW COM			2013-06-24
300 ORACLE CORPORATION		2012-06-22	2013-06-25
124 ORACLE CORPORATION		2011-06-02	2013-06-25
84 ORACLE CORPORATION		2011-06-02	2013-06-25
82 ORACLE CORPORATION		2011-06-02	2013-06-25
96 ORACLE CORPORATION		2011-06-02	2013-06-25
87 ORACLE CORPORATION		2011-06-02	2013-06-25

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)
91 ORACLE CORPORATION		2011-06-02	2013-06-25
123 ORACLE CORPORATION		2011-06-02	2013-06-25
1500 ORACLE CORPORATION		2012-03-06	2013-06-25
CAPITAL GAIN DIVIDENDS	P		

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)
22		7	15
25,000		25,522	-522
50,000		51,112	-1,112
19,048		19,065	-17
5,182		6,169	-987
46,689		30,688	16,001
6,676		2,212	4,464
23,344		26,970	-3,626
4,015		1,330	2,685
1,938		2,307	-369
5,066		1,678	3,388
4,926		1,632	3,294
6,490		2,150	4,340
6,817		2,258	4,559
4,856		5,780	-924
4,039		1,338	2,701
4,062		1,346	2,716
5,276		6,281	-1,005
35,016		40,219	-5,203
24,972		24,500	472
25,023		23,289	1,734
25			25
15,033		14,684	349
44,959		41,727	3,232
25,000		25,073	-73
21,504		29,408	-7,904
13,710		20,565	-6,855
12,288		8,440	3,848
14,986		13,947	1,039
21,944		17,037	4,907

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)
26,847		11,744	15,103
17,545		16,215	1,330
41,549		72,181	-30,632
23,759		19,860	3,899
49,853		40,658	9,195
24,827		25,347	-520
13,424		710	12,714
8,647		7,607	1,040
25,000		26,434	-1,434
1,565		1,503	62
1,460		1,403	57
1,043		1,013	30
991		952	39
2,243		2,137	106
1,043		1,002	41
1,095		1,052	43
887		852	35
4			4
24			24
27			27
5			5
35			35
35,310		30,368	4,942
25,000		25,255	-255
19			19
109			109
109			109
75			75
27			27
27			27

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)
27			27
38			38
38			38
38			38
38			38
145			145
50,000		50,797	-797
6,271		7,391	-1,120
11,315		13,337	-2,022
39,017		8,170	30,847
11,287		13,304	-2,017
2,090		438	1,652
8,361		9,855	-1,494
2,620		549	2,071
6,438		7,588	-1,150
1,923		403	1,520
2,620		549	2,071
55,739		26,410	29,329
47,378		17,290	30,088
5,741		6,767	-1,026
2,648		554	2,094
35,495		48,510	-13,015
61,987		41,900	20,087
50,000		49,959	41
25,000		24,979	21
25,000		24,979	21
25,000		24,979	21
75,000		74,938	62
22		11	11
22		11	11

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)
22		11	11
41,917		33,394	8,523
41,917		34,708	7,209
21,006		15,357	5,649
21,006		15,357	5,649
21,006		15,933	5,073
12,280		17,778	-5,498
2,231		5,788	-3,557
61,959		23,940	38,019
65,647		69,139	-3,492
24,102		31,931	-7,829
3,920		3,028	892
23,518		18,203	5,315
19,598		15,134	4,464
19,598		15,149	4,449
19,598		15,232	4,366
23,518		18,280	5,238
29,397		22,822	6,575
40,866		1,776	39,090
22,450		20,232	2,218
93,838		88,790	5,048
31,339		22,338	9,001
37,534		50,157	-12,623
16			16
8,967		8,978	-11
3,706		4,045	-339
2,511		2,740	-229
2,451		2,669	-218
2,869		3,131	-262
2,600		2,838	-238

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)
2,720		2,968	-248
3,676		4,012	-336
44,834		44,205	629
			323

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	
			15
			-522
			-1,112
			-17
			-987
			16,001
			4,464
			-3,626
			2,685
			-369
			3,388
			3,294
			4,340
			4,559
			-924
			2,701
			2,716
			-1,005
			-5,203
			472
			1,734
			25
			349
			3,232
			-73
			-7,904
			-6,855
			3,848
			1,039
			4,907

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	
			15,103
			1,330
			-30,632
			3,899
			9,195
			-520
			12,714
			1,040
			-1,434
			62
			57
			30
			39
			106
			41
			43
			35
			4
			24
			27
			5
			35
			4,942
			-255
			19
			109
			109
			75
			27
			27

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	
			27
			38
			38
			38
			38
			145
			-797
			-1,120
			-2,022
			30,847
			-2,017
			1,652
			-1,494
			2,071
			-1,150
			1,520
			2,071
			29,329
			30,088
			-1,026
			2,094
			-13,015
			20,087
			41
			21
			21
			21
			62
			11
			11

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	
			11
			8,523
			7,209
			5,649
			5,649
			5,073
			-5,498
			-3,557
			38,019
			-3,492
			-7,829
			892
			5,315
			4,464
			4,449
			4,366
			5,238
			6,575
			39,090
			2,218
			5,048
			9,001
			-12,623
			16
			-11
			-339
			-229
			-218
			-262
			-238

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	
			-248
			-336
			629

Form 990PF Part XV Line 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*				
SHRINERS HOSPITAL FOR CRIPPLED CHILDREN PO BOX 31356 TAMPA, FL 336313356	NONE	PUBLIC	CHARITABLE	15,762
CINCINNATI CHILDREN'S HOSPITAL ATTN KENNETH MASSEY PRESIDENT 3333 BURNET AVE CINCINNATI, OH 452293026	NONE	PUBLIC	CHARITABLE	74,737
CINCINNATI INSTITUTE OF FINE ARTS - ARTS WAVE 2649 ERIE AVENUE CINCINNATI, OH 452082019	NONE	PUBLIC	CHARITABLE	84,136
ZOOLOGICAL SOCIETY OF CINCINNATI ATTN MARY NEWMAN 3400 VINE STREET CINCINNATI, OH 452201333	NONE	PUBLIC	CHARITABLE	24,912
CHURCH OF THE ADVENT 2366 KEMPER LN CINCINNATI, OH 452062611	NONE	PUBLIC	CHARITABLE	17,568
GREATER CINCINNATI TELEVISION EDUCATIONAL FOUNDATION 1223 CENTRAL PARKWAY CINCINNATI, OH 45214	NONE	PUBLIC	CHARITABLE	17,628
LITTLE SISTERS OF THE POOR ATTN SR ANNE DOYLE ISP 476 RIDDLE ROAD CINCINNATI, OH 452202493	NONE	PUBLIC	CHARITABLE	24,912
AMERICAN HEART ASSOCIATION 5455 NORTH HIGH STREET COLUMBUS, OH 43214	NONE	PUBLIC	CHARITABLE	27,437
HISTORIC SOUTHWEST OHIO ATTN JANE MCCONE EXEC DIRECTOR PO BOX 62475 CINCINNATI, OH 452620475	NONE	PUBLIC	CHARITABLE	14,947
PUBLIC LIBRARY OF CINCINNATI AND HAMILTON COUNTY 800 VINE STREET CINCINNATI, OH 452022009	NONE	PUBLIC	CHARITABLE	24,912
SALVATION ARMY 114 EAST CENTRAL PARK WAX CINCINNATI, OH 45202	NONE	PUBLIC	CHARITABLE	26,627
AMERICAN CANCER SOCIETY PO BOX 720366 OKLAHOMA CITY, OK 73162	NONE	PUBLIC	CHARITABLE	28,397
SHAKERTOWN AT PLEASANT HILL ATTN MADGE D ADAMS PRESIDENT 3501 LEXINGTON RD HARRODSBURG, KY 403309218	NONE	PUBLIC	CHARITABLE	24,912
CINCINNATI ART MUSEUM 953 EDEN PARK DR CINCINNATI, OH 452021557	NONE	PUBLIC	CHARITABLE	67,658
CINCINNATI PRESERVATION ASSOCIATION 342 WEST FOURTH ST CINCINNATI, OH 452022603	NONE	PUBLIC	CHARITABLE	7,705

Form 990PF Part XV Line 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*				
NAT'L TR FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVENUE NW WASHINGTON, DC 200362117	NONE	PUBLIC	CHARITABLE	21,421
UNITED WAY 2400 READING RD CINCINNATI, OH 452021458	NONE	PUBLIC	CHARITABLE PURPOSES	14,533
CINCINNATI MUSEUM CENTER ATTN A LARRY SISK CFO 1301 WESTERN AVE CINCINNATI, OH 452031138	NONE	PUBLIC	CHARITABLE	75,903
Total . . . . ▶ **3a**				594,107

TY 2012 Investments Corporate Bonds Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WEYERHAEUSER CO 7.5 3/1/13		
GENERAL ELEC 5.50 6/4/14	103,239	104,685
HONEYWELL 5.30 3/15/17	100,067	112,729
IBM CORP 4.75 11/29/12		
SBC COMM 5.1 9/15/14		
HELWETT PACKARD CO 2.950 8/15		
WELLS FARGO COMPANY 5.25		
ATT INC 5.10 9/15/2014	25,588	26,268
WELLS FARGO CO 4.375 1/13/2013		
CONOCOPHILLIPS 4.75 2/1/2014	7,414	7,170
UNILEVER CAPITAL CORP	230,841	229,316
GLAXCOSMITHKLINE 4.375 4/15/14	104,071	103,096
PRAXAIR INC 4.625 3/30/2015	157,720	160,167
GOLDMAN SACHS GROUP INC 5.375	100,416	108,505
MORGAN STANLEY 4.20 11/20/14	25,500	25,862
GOLDMAN SACHS GROUP 3.7 8/1/15	100,732	104,186
BARCLAYS BANK PLC 2.5 1/23/13		

TY 2012 Investments Corporate Stock Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLSTATE CORP	52,560	57,744
APACHE CORP	53,234	138,739
CVS/CAREMARK CORP	36,697	57,180
CONOCOPHILLIPS	161,096	263,357
COSTCO WHSL CORP	104,090	267,358
EXELON CORPORATION	90,550	61,760
GENERAL ELEC CO	173,395	221,209
HEWLETT PACKARD CO	5,013	4,613
HUMANA INC	36,472	84,380
ILLINOIS TOOL WORKS	17,702	27,668
INTEL CORP	33,914	36,345
J P MORGAN CHASE & CO	283,119	354,485
JOHNSON & JOHNSON	224,832	327,384
LINEAR TECHNOLOGY CORP	37,741	55,260
LOWES COS INC	66,555	109,121
MCDONALDS CORP	212,823	455,400
MEDTRONIC INC	50,320	52,396
NIKE INC CL B	201,347	299,296
NORFOLK SOUTHN CORP	19,149	21,795
PEPSICO INC	76,173	182,964
PROCTER & GAMBLE CO	143,801	231,586
REPUBLIC SVCS INC	129,412	229,740
STAPLES INC		
TEXAS INSTRUMENTS INC	46,560	69,700
UNION PAC CORP	23,030	77,140
UNITED TECHNOLOGIES CORP	111,151	298,523
VERIZON COMMUNICATIONS INC	256,716	349,511
WASTE MGMT INC DEL	19,405	20,165
WELLS FARGO CO	109,758	214,604
3M CO		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE LTD	135,184	426,435
SCHLUMBERGER LTD	93,845	264,282
MICROSOFT CORP	9,419	55,756
ABBOTT LABORATORIES	12,974	17,440
ALCOA INC	12,466	8,672
ALTRIA GROUP INC	37,488	62,982
AMGEN INC	49,178	78,928
ARCHER DANIELS MIDLAND CO	36,760	33,910
BOEING CO	126,096	205,700
BRISTOL-MYERS SQUIBB CO	160,516	252,722
CARDINAL HEALTH INC	49,551	61,454
CHEVRON CORPORATION	2,638	12,662
DUKE ENERGY CORP	488	1,553
EMC CORP	50,322	43,508
EMERSON ELEC CO	40,048	69,920
EXPRESS SCRIPTS INC	13,297	14,077
EXXON MOBIL CORP	95,224	139,049
FED EX CORP	62,818	94,440
GOLDMAN SACHS GROUP INC	70,245	84,398
HALLIBURTON CO	38,491	41,720
INTUIT INC	1,023	2,869
NEWMONT MINING CORPORATION	10,135	5,990
OCCIDENTAL PETROLEUM CORP	18,407	15,794
P G & E CORP	18,634	18,841
PFIZER INC	175,501	256,880
QUALCOMM INC	71,511	121,141
SCHWAB CHARLES CORP	29,055	48,723
TJX COS INC	36,257	115,639
TARGET CORPORATION	63,208	86,557
THERMO FISHER SCIENTIFIC INC	49,738	118,482

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WALMART STORES INC	35,019	54,601
PRAXAIR INC	32,415	115,160
WINDSTREAM CORP	57,601	42,405
ATT INC	56,216	70,800
CSX CORP	42,202	69,570
FIRST ENERGY CORP	49,289	41,074
INTERNATIONAL BUSINESS MACHS	148,962	191,110
MARATHON OIL CORP	36,016	69,160
MERCK & CO INC NEW	35,438	46,450
PUBLIC SVC ENTERPRISE GROUP	31,930	32,660
SIMON PROPERTY GROUP INC	103,496	189,504
APPLE INC	63,766	76,530
B M C SOFTWARE INC	25,138	20,805
BANK OF AMERICA CORP		
ALLERGAN INC	16,355	16,932
AMERICAN TOWER CORP	18,642	25,024
AMERPRISE FINL INC	18,972	32,352
ANADARKO PETROLEUM CORP	15,189	16,928
AUTOMATIC DATA PROCESSING	12,353	15,700
BRUNSWICK CORP	17,467	27,956
CAMERON INTL CORP	11,778	15,535
CAPITAL ONE FINANCIAL	12,319	14,698
CATERPILLAR INC	15,762	12,703
CITIGROUP INC	59,775	66,438
DIRECTV CL A	21,838	27,060
DISNEY WALT	138,583	214,710
DOLLAR TREE INC	12,255	20,133
DOVER CORP	14,844	18,095
DR PEPPER SNAPPLE	1,687	1,929
EATON CORP	10,285	13,030

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIFTH THIRD BANK	15,344	22,328
FOOT LOCKER	17,559	25,750
FORD MOTOR CO	19,037	20,637
FRONTIER COMM CORP		
JARDEN CORP	14,728	29,269
KELLOG CO	8,562	9,891
MACYS INC	14,084	24,192
MASTERCARD INC	21,333	43,088
MCKESSON CORP	13,661	18,435
NATIONAL OILWELL VARCO	21,897	20,877
ON SEMICONDUCTOR CORP	15,363	11,457
ORACLE CORP		
PARKER HANNIFIN CORP	17,441	19,175
PHILIP MORRIS	57,555	73,627
PRUDENTIAL FINANCIAL INC	19,811	23,443
SLM CORP	18,549	25,329
ST JUDE MED INC	16,405	15,240
STARBUCKS	21,168	38,585
SUNTRUST BKS	11,937	14,364
TERADATA CORP DEL	21,622	19,841
UNITED HEALTH GROUP	23,336	30,972
WHITING PETROLEUM CORP	26,091	18,713
ACE LTD	18,133	23,802
CHECK POINT SOFTWARE	17,246	15,351
SONY CORP	6,129	4,874
CBS CORP CLASS B	33,440	48,870
COCA COLA CO	84,530	88,242
HASBRO INC	198,470	221,909
HOLLYFRONTIER CORP	15,479	22,673
MARATHON PETROLEUM CORP	24,363	71,060

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PHILLIPS 66	10,885	31,576
ROYAL BK SCOTLAND GROUP	12,533	12,615
ZOETIS	68,320	72,065
ABBVIE INC	14,070	20,670
NVIDIA CORP	24,460	28,080

TY 2012 Investments - Other Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NUVEEN INFLATION PRO SEC	AT COST	100,000	122,958
NUVEEN INTERNATIONAL	AT COST	812,316	768,067
NUVEEN MID CAPITAL IND	AT COST	667,869	972,887
NUVEEN SMALL CAP SELEC	AT COST	658,591	726,397
I SHARES MSCI EAFE INDEX FD	AT COST	661,675	621,705
UTILITIES SELECT SECTOR SPDR			
ISHARES BARCLAYS TIPS BOND FUN	AT COST	254,071	280,025
ISHARES MSCI EMERGING MRKTS IN	AT COST	768,234	712,597
NUVEEN INTERMEDIATE BD			
CREDIT SUISSE COMM RET ST CO	AT COST	100,039	87,928
NUVEEN INTER GOVT BD	AT COST	315,126	321,282
ISHARES S&P PREF STK INDX FD	AT COST	305,279	305,402
AMERICAN CENT EQUITY INCOME	AT COST	258,930	299,377
BLACKROCK CAPITAL APPREC	AT COST	293,753	325,304
GOLDMAN SACHS M C VALUE	AT COST	177,304	210,770
INV BALANCE RISK COMM	AT COST	149,232	114,188
ISHARES TR IBOXX H Y			
NEUBERGER BERMAN GENESIS	AT COST	177,861	197,553
NUVEEN HIGH INCOME BOND FD	AT COST	474,805	476,624
NUVEEN REAL ESTATE	AT COST	177,442	196,884
OPPENHEIMER DEVELOPING MKTS	AT COST	280,714	262,236
SCOUT INTERNATIONAL	AT COST	611,551	609,614
SPDR DJ WILSHIRS INTERNATIONAL	AT COST	239,262	234,053
T ROWE PRICE INTL BOND FD	AT COST	204,618	182,841
T ROWE PRICE INTL GR & INC	AT COST	553,468	524,918
ISHARES RUSSELL MIDCAP	AT COST	53,775	64,945
ISHARES RUSSELL 2000 INDEX	AT COST	41,435	48,500
NUVEEN STRATEGIC INCOME	AT COST	1,095,227	1,169,987
ROWE T PRICE MID CAP	AT COST	279,981	291,770
TCW EMERGING MARKETS	AT COST	149,374	146,026

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FINANCIAL SELECT SECTOR SPDR	AT COST	67,414	87,503
ISHARES S&P SMALLCAP 600			
MIDCAP SPDR TRUST	AT COST	52,911	63,030
NUVEEN FDS CORE BD FG	AT COST	36,467	36,539
ISHARES CORE S&P SMALL CAP	AT COST	38,225	45,155
ISHARES DJ US REAL ESTATE	AT COST	346,792	347,429

TY 2012 Other Decreases Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Description	Amount
RETURN OF CAPITAL ADJUSTMENT	940
REVERSAL OF PAYMENT	139,000

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TY 2012 Other Expenses Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	200	0		200
OTHER NONALLOCABLE EXPENSES -	1	1		0

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TY 2012 Other Income Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income

TY 2012 Taxes Schedule

Name: DOROTHY M M KERSTEN TR UA 04-4825

EIN: 31-6258173

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	4	4		0
FOREIGN TAXES ON QUALIFIED FOR	4,392	4,392		0
FOREIGN TAXES ON NONQUALIFIED	513	513		0