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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Name of foundation

THE ALPAUGH FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

525 VINE STREET

Room/suite

1925

A Employer identification number

31-6314074

B Telephone number

[513] 621-1826

City or town, state, and ZIP code

CINCINNATI, OH 45202

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 3,000,475. (Part I, column (d) must be on cash basis)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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))

(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	381,462.		N/A	
	2 Check <input type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	151.	151.		STATEMENT 1
	4 Dividends and interest from securities	74,230.	74,230.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<3,182.>			
	b Gross sales price for all assets on line 6a	236,353.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	452,661.	74,381.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,795.	1,397.		1,398.
	c Other professional fees STMT 4	19,652.	19,652.		0.
	17 Interest				
	18 Taxes STMT 5	702.	502.		200.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	3,171.	1,586.		1,585.
	24 Total operating and administrative expenses. Add lines 13 through 23	26,320.	23,137.		3,183.
	25 Contributions, gifts, grants paid	405,524.			405,524.
	26 Total expenses and disbursements. Add lines 24 and 25	431,844.	23,137.		408,707.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	20,817.			
	b Net investment income (if negative, enter -0-)		51,244.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	41,486.	69,029.	69,029.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	1,716,969.	1,696,277.	2,931,446.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,758,455.	1,765,306.	3,000,475.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	1,758,455.	1,765,306.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	1,758,455.	1,765,306.		
31 Total liabilities and net assets/fund balances	1,758,455.	1,765,306.		

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	1,758,455.
2 Enter amount from Part I, line 27a	2	20,817.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,779,272.
5 Decreases not included in line 2 (itemize) ▶ NET VALUATION ADJUSTMENT	5	13,966.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,765,306.

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				
b	SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e	236,353.	239,535.	<3,182.>

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			
b			
c			
d			
e			<3,182.>

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<3,182.>
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	540,249.	2,542,661.	.212474
2010	421,376.	2,420,813.	.174064
2009	0.	0.	.000000
2008	294,040.	2,181,244.	.134804
2007	283,725.	2,396,357.	.118398

2 Total of line 1, column (d)	2	.639740
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	.127948
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,735,829.
5 Multiply line 4 by line 3	5	350,044.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	512.
7 Add lines 5 and 6	7	350,556.
8 Enter qualifying distributions from Part XII, line 4	8	408,707.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	512.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	512.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	512.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	172.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	172.
c Tax paid with application for extension of time to file (Form 8868)		8	6.
d Backup withholding erroneously withheld		9	346.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>PETER A ALPAUGH</u> Telephone no. ► <u>513-621-1826</u> Located at ► <u>525 VINE STREET, SUITE 1925, CINCINNATI, OH</u> ZIP+4 ► <u>45202</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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. <input type="checkbox"/> N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b	X

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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)?

☐ 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)?

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PETER A ALPAUGH 525 VINE STREET, SUITE 1925 CINCINNATI, OH 45202	MANAGER 2.00	0.	0.	0.

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

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

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

0

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Part 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	2,777,491.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,777,491.
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	2,777,491.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,662.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,735,829.
6	Minimum investment return. Enter 5% of line 5	6	136,791.

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	136,791.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	512.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	512.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,279.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	136,279.
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	136,279.

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	408,707.
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	
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	408,707.
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	5	512.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	408,195.

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				136,279.
2 Undistributed Income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	301,675.			
e From 2011	414,132.			
f Total of lines 3a through e	715,807.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 408,707.				
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				136,279.
e Remaining amount distributed out of corpus	272,428.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	988,235.			
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	988,235.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	301,675.			
d Excess from 2011	414,132.			
e Excess from 2012	272,428.			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a "Assets" alternative test - enter:
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:**

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income

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

- ## 1 Information Regarding Foundation Managers:

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

PETER A ALPAUGH

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

NONE

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

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

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

THE ALPAUGH FOUNDATION, 513-621-1826

525 VINE STREET, SUITE 1925, CINCINNATI, OH 45202

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

N/A

- c Any submission deadlines:**

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED STATEMENT SEE ATTACHED SEE ATTACHED, OH VARIOUS	NONE		EXEMPT PURPOSE UNDER IRC SECTION 501(C)(3)	405,524.
Total			3a	405,524.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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						151.
4 Dividends and interest from securities						74,230.
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						<3,182.>
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		0.		71,199.
13 Total. Add line 12, columns (b), (d), and (e)					13	71,199.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII

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

- | | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

- b** If "Yes," complete the following schedule.

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instructions)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☒ self-employed

PTIN

DAVID E. HATHAWAY

DAVID E. HATHAWAY

10/21/13

P01402908

Firm's name ► DAVID E. HATHAWAY ATTORNEY AT LAW LLC

Firm's EIN ▶

Firm's address ▶ 4030 MT. CARMEL-TOBASCO ROAD, SUITE 31
CINCINNATI, OH 45255

Phone no. 513-528-0159

Form **990-PF** (2012)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

Employer identification number

THE ALPAUGH FOUNDATION

31-6314074

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year . . . ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

THE ALPAUGH FOUNDATION

31-6314074

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE ALPAUGH FAMILY 15 YEAR CHARITABLE LEAD TRUST P.O BOX 3428 CINCINNATI, OH 432013428	\$ 301,096.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	THE ALPAUGH FAMILY 20 YEAR CHARITABLE LEAD TRUST P.O BOX 3428 CINCINNATI, OH 432013428	\$ 80,366.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE ALPAUGH FOUNDATION**31-6314074****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE ALPAUGH FOUNDATION**31-6314074****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2012/13 Contributions

7/1/2012 through 6/30/2013

7/23/2013

Page 1

Date	Num	Description	Memo	Category	Clr	Amount
7/1/2012	2481	Hana Cultural Center	In Memory Of Nan & Bill Alpaugh	Contribution: Ci...	R	-100.00
7/1/2012	2479	St Henry's DHS	Greg Baker	Contribution: Ed	R	-100.00
7/3/2012	2487	Cincinnati Gyro Foundation	InMemoryOf Edward Best	Contribution: Ci...	R	-250.00
7/3/2012	2488	Convalescent Hospital For...	Vicki	Contribution: H...	R	-500.00
7/3/2012	2489	St Veronica Church Cap C...	In Memory of Mary Louise Han...	Contribution: R...	R	-100.00
7/9/2012	2491	Cincinnati Art Museum - D	In Memory Of Nancy Coith- Fibbe	Contribution: Arts	R	-250.00
7/9/2012	2492	Indiana Funeral Education...	In Memory of Thomas Edward ...	Contribution: Ed	R	-200.00
7/15/2012	2493	Vietnam Vets		Contribution: Ci.	R	-100.00
7/15/2012	2494	National Guard of Ohio, E...		Contribution: Ci...	R	-50.00
7/15/2012	2495	Cincinnati Police Athletic ...		Contribution: Ci...	R	-100.00
7/15/2012	2496	MS Society - Biking Event	Sponsorship	Contribution: H...	R	-1,500.00
7/15/2012	2497	SFF Softball Classic		Contribution: Ci...	R	-100.00
8/17/2012	2499	National Children's Cancer...	Final Payment	Contribution: H...	R	-50.00
8/17/2012	2500	NIE		Contribution: Ed	R	-250.00
8/17/2012	2501	Green Acres Foundation	In Memory Of Louise Nippert	Contribution: En	R	-100.00
8/17/2012	2502	Tender Mercies Inc	In Memory Of George Fabe	Contribution: Ci...	R	-100.00
8/17/2012	2503	Dunn School	For The Kessel Family - Restr...	Contribution: Ed	R	-2,000.00
8/17/2012	2504	MS Society - Biking Event	Sponsorship	Contribution: H...	R	-2,700.00
8/17/2012	2505	After The Finish Line	For Andrea Kessel, PO Box 14...	Contribution: An.	R	-2,000.00
8/28/2012	2506	Cincinnati Children's Hosp...		Contribution: H...	R	-5,000.00
8/28/2012	2507	SPCA-Cincinnati	Golf Outing	Contribution: An.	R	-5,000.00
8/28/2012	2508	City Gospel Mission	Golf Outing	Contribution: Ci...	R	-10,000.00
8/28/2012	2509	Cincinnati Nature Center	Annual Fund	Contribution: En...	R	-5,000.00
8/28/2012	2510	Cincinnati Nature Center	For the Pre-School Project	Contribution: En...	R	-25,000.00
8/28/2012	2511	Evans Scholars Foundation	For Peter Alpaugh	Contribution: Ci...	R	-500.00
8/28/2012	2512	National Space Society		Contribution: Ed	R	-500.00
8/28/2012	2513	Curry College		Contribution: Ed	R	-250.00
8/28/2012	2514	Hillsdale College		Contribution: Ed	R	-500.00
9/15/2012	2516	Cincinnati Opera		Contribution: Arts	R	-393.50
9/20/2012	2517	A Kid Again BBX	For Cincinnati Equitable	Contribution: Ci...	R	-100.00
10/5/2012	2519	Mount Vernon, Historic		Contribution: Ed	R	-100.00
10/5/2012	2520	Special Olympics Ohio	Final Payment	Contribution: Ci...	R	-100.00
10/5/2012	2521	Nature Conservancy		Contribution: En...	R	-100.00
10/5/2012	2522	Defenders of Wildlife		Contribution: En...	R	-100.00
10/5/2012	2523	Fishtown Preservation So...		Contribution: En...	R	-150.00
10/5/2012	2524	Leelanau Conservancy	For Vicki & Peter Alpaugh	Contribution: En	R	-500.00
10/5/2012	2525	Nativity School - Golf Outing		Contribution: Ed	R	-250.00
10/5/2012	2526	Ohio Cancer Research Assn		Contribution: H...	R	-500.00
10/10/2012	2528	Cincinnati Police & Fire R...		Contribution: Ci...	R	-60.00
10/10/2012	2529	Center for Chemical Addic	Chris Orr	Contribution: Ci...	R	-250.00
10/10/2012	2530	Cincinnati Museum of Athl...		Contribution: Ci...	R	-5,000.00
10/20/2012	2531	Central Clinic	In Memory of Steven B Newell	Contribution: Ci...	R	-100.00
10/20/2012	2532	Salvation Army		Contribution: Ci...	R	-1,000.00
10/20/2012	2533	Prevent Blindness Ohio		Contribution: H...	R	-1,000.00
10/22/2012	2534	Multiple Sclerosis Assn		Contribution: H...	R	-100.00
11/27/2012	2540	Cincinnati Nature Center	InMemoryOf Joyce J Atee	Contribution: En...	R	-100.00
12/8/2012	2543	Economic Center at UC		Contribution: Ed	R	-30,000.00
12/8/2012	2544	Institute for Justice		Contribution: Ed	R	-150.00
12/8/2012	2545	American Enterprise Instit...		Contribution: Ed	R	-150.00
12/8/2012	2546	University of Colorado Fou...		Contribution: Ed	R	-1,500.00
12/8/2012	2547	Cincinnati Gyro Foundation		Contribution: Ci...	R	-2,000.00

2012/13 Contributions

7/1/2012 through 6/30/2013

7/23/2013

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Date	Num	Description	Memo	Category	Clr	Amount
5/8/2013	2602	Cato Institute		Contribution:Ed	R	-2,500.00
5/8/2013	2603	Citizen's Against Governm ..		Contribution:Ed	R	-2,500.00
5/8/2013	2604	Buckeye Institute		Contribution:Ed	R	-5,000.00
5/8/2013	2605	Bluegrass Institute		Contribution:Ed	R	-500.00
5/8/2013	2606	Tax Foundation		Contribution:Ed	R	-2,000.00
5/8/2013	2607	State Policy Network		Contribution:Ed	R	-500.00
5/8/2013	2608	Independent Institute		Contribution:Ed	R	-500.00
5/8/2013	2609	Fund for American Studies		Contribution:Ed	R	-100.00
5/8/2013	2610	Reason Foundation		Contribution:Ed	R	-250.00
5/8/2013	2611	Mercatus Center		Contribution:Ed	R	-250.00
5/8/2013	2612	Pacific Legal Foundation		Contribution:Ed	R	-100.00
5/8/2013	2613	Young America's Foundati...		Contribution:Ed	R	-100.00
5/8/2013	2614	Leadership Institute		Contribution:Ed	R	-100.00
5/8/2013	2615	National Right To Work		Contribution:Ed	R	-100.00
5/15/2013	2625	Bishop Museum	In Memory of Amy & Peter Rus...	Contribution:Arts	R	-100.00
5/15/2013	2617	Maui Arts and Cultural Ce...	In Memory Of Nonie & Bill Brun..	Contribution:Arts	R	-100.00
5/15/2013	2626	Hana Cultural Center	In Memory Of Nan & Bill Alpaugh	Contribution:Ed		-100.00
5/15/2013	2627	Norwich Public Library	In Memory Of Ada & Herb Brown	Contribution:Ed		-100.00
5/15/2013	2618	Hospice of Cincinnati	In Memory of Anthony E Polica...	Contribution:H...	R	-150.00
5/15/2013	2619	New Criterion, The		Contribution:Ed	R	-500.00
5/15/2013	2620	1851 Ohio Constitution		Contribution:Ed	R	-500.00
5/15/2013	2621	Teen Response		Contribution:Ed	R	-50.00
5/15/2013	2622	City Gospel Mission		Contribution:Ed	R	-500.00
5/15/2013	2623	Crayons To Computers	In Memory of Ashley F Ward Jr	Contribution:Ed	R	-250.00
5/20/2013	2624	St Henry's DHS	Greg Baker	Contribution:Ed	R	-100.00
6/11/2013	2628	Gupton-Jones College	Charles Wynn Scholarship	Contribution:Ed	R	-2,500.00
7/1/2012 - 6/30/2013						-405,523.50

TOTAL INFLOWS 0.00

TOTAL OUTFLOWS -405,523.50

NET TOTAL -405,523.50

Address Book : 2012/2013 - Payee

7/23/2013 - ALPAUGH FOUNDATION

Page 1

Payee	Street	City	State	Zip	Web Site
1851 Ohio Constitution	205 East State Street	Columbus	OH	43215	
A Kid Again BBX	PO Box389169-9169	Cincinnati	Ohio	45238	
Accuracy in Media	4445 Connecticut Ave. ...	Washington	DC	20008-2372	www.aim.org
After The Finish Line	10153 Riverside Drive, ...	Toluca Lake	CA	91602	www.afterthefinish.
Alley Cats Allies	7920 Norfolk Ave, Ste 6...	Bethesda	MD	20814-2525	www.alleycats.org
American Enterprise Insti...	1150 17th Street - NW	Washington	DC	20036	
American Society for the ...	PO Box 96929	Washington	DC	20090-6929	www.asPCA.org
Beech Acres	6881 Beechmont Ave	Cincinnati	OH	45230-9989	www.beechacres . .
Bishop Museum	1525 Bernice St //Honol...	Oaha	HI	96817	www.bishopmuseum...
Bluegrass Institute	400 E. Main Ave #306	Bowling Green	KY	42102	www.bipps.org
Boy Scouts, Dan Beard	10078 Reading Road	Cincinnati	OH	45241	http://www.danbea...
Buckeye Institute	88 E Broad St., Ste 1120	Columbus	OH	43215-3506	www.buckeyeinstit...
Cato Institute	1000 Massachusetts A...	Washington	DC	20077-0172	www.cato.org
Center for Chemical Addi...	830 Ezzard Charles Drive	Cincinnati	OH	45214	
Central Clinic	311 Albert Sabin Way	Cincinnati	Ohio	45229	
Children's Wish Foundati...	8615 Rosewell Road	Atlanta	GA 303350-1...		
Cincinnati Art Museum	953 Eden Park Drive	Cincinnati	OH	45202	www.cincinnatiart...
Cincinnati Children's Hos...	3333 Burnet Avenue	Cincinnati	OH	45229	http://wwwcincinna...
Cincinnati Fire Foundation	1095 Nimitzview Drive, ...	Cincinnati	Ohio	45230-4341	
Cincinnati Fire Museum	315 W. Court St.	Cincinnati	OH	45202	www.cincyfiremus...
Cincinnati Gyro Foundation	U Club - 401 4th Street	Cincinnati	OH	45202	
Cincinnati Historical Soci...	1301 Western Ave.	Cincinnati	OH	45203	library.cincymuseu. .
Cincinnati Museum of At ..	111 Shillito Place	Cincinnati	OH	45202	http://www.cincinnati...
Cincinnati Nature Center	4949 Tealtown Rd	Milford	OH	45150-9752	www.cincynature.org
Cincinnati Opera	1243 Elm Street	Cincinnati	OH	45202	www.cincinnatiopere..
Cincinnati Police & Fire ...	9891 Montgomery Rd. ...	Cincinnati	OH	45242	
Cincinnati Police Athletic...	4975 Glenway Avenue	Cincinnati	Ohio	45238	
Cincinnati Zoo Society	3400 Vine St.	Cincinnati	OH	45220	http://cincyzoo.org
Citizen's Against Govern...	1301 Connecticut Ave. ...	Washington	DC	20036	www.cagw.org
City Gospel Mission	1947 Auburn Avenue	Cincinnati	Ohio	45219	www.citygospelmi.
Convalescent Hospital F...	3333 Burnet Avenue	Cincinnati	Ohio	45229	
Crayons to Computers	Tennessee	Cincinnati	Ohio		
Crossroad Church	3500 Madison Road	Cincinnati	OH	45209	www.crossroads.net
Curry College	1071 Blue Hill Ave	Milton	MA	02186	www.curry.edu
Defenders of Wildlife	1130 17th St. NW	Washington	DC	20036	www.defenders.org
Dunn School	2555 West Highway 15...	Los Olivos	CA	93441	
Economic Center at UC	90 West Daniels Street/...	Cincinnati	OH	45221	
Evans Scholars Foundati...	1 Blair Road	Golf	IL	60029	www.evansscholar...
Fishtown Preservation S...	P.O. Box 721	Leland	MI	49654	www.fishtownpres...
Fund for American Studies	1706 New Hampshire A...	Washington	DC	70077-3609	www.tfas.org
Green Acres Foundation	8255 Spooky Hollow Rd.	Cincinnati	OH	45242-6518	www.green-acres...
Gupton-Jones College	5141 Snapfinger Wood...	Decatur (Atlanta)	Georgia	30035-4022	
Hana Cultural Center	PO Box 27//Hana	Maui	HI	96713	www.hookele.com
Hearing & Speech Center	2825 Burnet Avenue	Cincinnati	Ohio	45219	www.hearingspee...
Helen Woodward Animal	6461 El Apajo Rd.//PO ...	Rancho Santa Fe	CA	92067-0064	www.animalcenter...
Heritage Foundation	214 Massachusetts Av...	Washington	DC	20002-4999	www.heritage.org
HighHopes/LindnerCente...	4075 Old Western Row...	Mason	Ohio	45040	
Hillsdale College	33 East College Road	Hillsdale	MI	49242	http://www.hillsdal...
Hospice of Cincinnati	c/o Bethesda Foundatio...	Cincinnati	OH	45263-3597	www.hospiceofcin...
Humane Society of US	2100 L St. NW	Washington	DC	20037	www.hsus3.org
Independent Institute	100 Swan Way	Oakland	CA	94621-1428	www.independent...
Indiana Funeral Educatio...	13825 Britton Park Road	Fishers	IN	46038	
Institute For Justice	Institute for Justice//901...	Arlington	VA	22203	www.ij.org

Address Book : 2012/2013 - Payee

7/23/2013 - ALPAUGH FOUNDATION

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Payee	Street	City	State	Zip	Web Site
James Beard Foundation...	112 6th Street	New York	NY	11012	http://www.jamesb ..
Judicial Watch	PO Box 96234	Washington	DC	20090	www.judicialwatch ..
Leadership Institute	1101 North Highland St ..	Arlington	VA	22201-9895	www.leadershipins...
Leelanau Conservancy	P.O. Box 1007	Leland	MI	49654	www.conservancy..
MADD SW Ohio	511 E. John Carpenter ...	Irving	TX	75062-8187	www.madd.org
Maple Knoll, SOSSI	11100 Springfield Pike	Cincinnati	OH	45246	www.mkcommuniti..
Maui Arts and Cultural C...	One Cameron Way//Ka...	Maui	HI	96732	www.mauiarts.org
Media Research Center	PO Box 96602	Washington	DC	20077-7612	www.mrc.org
Mercatus Center	3301 North Fairfax Drive	Arlington	VA	22201-4433	www.mercatus.org
Mount Vernon, Historic	Historic Mount Vernon//.	Merrifield	VA	22116-1594	
MS Society - Biking Event	4440 Lake Forest Drive ..	Cincinnati	Ohio	45242	
Multiple Sclerosis Assn	PO Box 1887	Merrifield	VA	22116-8087	www.nmss.org
National Guard of Ohio, ...	Ohio National Guard En...	Dayton	Ohio	45405-0591	
National Right To Work	8001 Braddock Road	Springfield	VA	22160	www.nrtw.org
National Space Society	600 Pennsylvania Ave. ...	Washington	DC	20077-7082	www.nss.org
Nativity School - Golf Ou...	5935 Pandora Ave	Cincinnati	Ohio	45213	
Nature Conservancy	P.O. Box 97157	Washington	DC	20077-7345	www.nature.org
New Criterion, The	900 Broadway, Ste. 602	New York	NY	10003	
Newspaper In Education	PO Box 116	Cincinnati	Ohio	45273-9639	www.cincinnati.co...
Norwich Public Library	PO Box 290	Norwich	VT	05055	www.norwichlibrar...
O'Bryonville Animal Resc...	PO Box 9206	Cincinnati	OH	45209	www.theanimalres..
Ohio Cancer Research A...	201 E 5th St. Ste 900	Cincinnati	Ohio	45202-4135	
Ohio Police & Fire Retirees	9891 Montgomery Rd #...	Cincinnati	OH	45242	
Pacific Legal Foundation	3900 Lenname Drive, S...	Sacramento	CA	95834	www.pacificlegal.org
Prevent Blindness Ohio	615 Elsinore Place, Suit...	Cincinnati	Ohio	45202	
Prevent Blindness Ohio	1776 Mentor Ave.	Cincinnati	OH	45212	www.preventblind...
Reason Foundation	3415 S. Sepulveda Blv...	Los Angeles	CA	90034	www.reason.org
Salvation Army	P.O. Box 238//114 Cent...	Cincinnati	OH	45201-0238	www.use.salvation...
SFF Basketball	P.O. Box 389169-9169	Cincinnati	OH	45238	
SPCA-Cincinnati	11900 Conrey Road	Cincinnati	OH	45249	www.spcacincinna...
Special Olympics Ohio	P.O. Box 713	Columbus	OH	43216-0713	www.soooh.org
St Henry's DHS	3755 Scheben Dr.	Erlanger	KY	41018	www.shdhs.org
St Veronica Church Cap ...	4473 Mt Carmel-Tobas..	Cincinnati	Ohio	45244	
St Xavier High School	600 North Bend Rd.	Cincinnati	OH	45224	www.stxavier.org
State Policy Network	2020 North 14th Street,...	Arlington	VA	22201	www.spn.org
Taft Museum	316 Pike Street	Cincinnati	OH	45202-4293	www.taftmuseum ..
Tax Foundation	1900 M St. NW 550	Washington	DC	20036	www.taxfoundatio...
Teen Response	P O Box 389169-9169	Cincinnati	OH	45238	www.teenrespons...
Tender Mercies Inc	P O Box 14465	Cincinnati	OH	45250	www.tendermercie...
United Way	Reading Road	Cincinnati	Ohio	45202	
University of Colorado F...	PO Box 17126	Denver	CO	80217-9155	www.cufund.org
Vietnam Vets	P. O. Box 11564	Cincinnati	OH	45211-0564	www.wa10.com
Wesley Services Organiz...	2091 Radcliff Drive	Cincinnati	Ohio	45204	www.wesleycs.org
Weston Art Gallery	Aronoff Center//650 Wa .	Cincinnati	OH	45202-2517	westonartgallery.c...
World Wildlife Fund	1250 24th St. NW	Washington	DC	20077-7789	www.worldwildlife....
Young America's Founda...	110 Elden St.	Herndon	VA	20170-9975	www.yaf.org

The Alpaugh Foundation
Capital Gains
07/01/12-06/30/13

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Quicken Realized Gain/Loss	Statement Realized Gain/Loss
UBS-32447	Comcast Corp CL A	80	3/9/2012	11/19/2012	\$2,868.73	\$2,306.57	\$562.16	\$562.16 S
TOTAL Short Term Capital Gains					\$2,868.73	\$2,306.57	\$562.16	\$562.16
UBS-32447	Allstate Corporation	50	12/6/2010	12/28/2012	\$2,005.46	\$1,481.96	\$523.50	\$523.50 L
UBS-32447	Amgen Inc	25	11/29/2007	9/24/2012	\$2,044.95	\$1,386.23	\$658.72	\$658.72 L
UBS-32447	Amgen Inc	15	1/7/2008	9/24/2012	\$1,226.97	\$680.35	\$546.62	\$546.62 L
UBS-32447	Apple Inc	5	5/31/2011	9/24/2012	\$3,508.06	\$1,675.84	\$1,832.22	\$1,832.22 L
UBS-32447	Bank of Nova Scotia Canada	70	4/19/2010	2/25/2013	\$4,125.90	\$3,602.48	\$523.42	\$523.42 L
UBS-32447	Bank of Nova Scotia Canada	55	4/20/2010	2/25/2013	\$3,241.78	\$2,856.92	\$384.86	\$384.85 L
UBS-32447	Bank of Nova Scotia Canada	95	4/21/2010	2/25/2013	\$5,599.43	\$4,887.21	\$712.22	\$712.22 L
UBS-32447	Bank of Nova Scotia Canada	30	4/22/2010	2/25/2013	\$1,768.24	\$1,526.88	\$241.36	\$241.36 L
UBS-32447	Bank of Nova Scotia Canada	75	9/17/2010	2/25/2013	\$4,420.60	\$3,912.52	\$508.08	\$508.08 L
UBS-32447	Bank of Nova Scotia Canada	5	12/6/2010	2/25/2013	\$294.71	\$264.78	\$29.93	\$29.93 L
UBS-32447	Bank of Nova Scotia Canada	45	12/6/2010	2/26/2013	\$2,644.32	\$2,382.98	\$261.34	\$261.35 L
UBS-32447	Covidien Ltd	50	2/4/2010	12/28/2012	\$2,831.95	\$2,509.88	\$322.07	\$322.07 L
UBS-32447	Forest Laboratories	95	11/29/2007	3/19/2013	\$3,586.59	\$3,602.40	(\$15.81)	(\$15.81) L
UBS-32447	Forest Laboratories	150	1/7/2008	3/19/2013	\$5,663.03	\$5,493.00	\$170.03	\$170.03 L
UBS-32447	Forest Laboratories	30	4/8/2008	3/19/2013	\$1,132.61	\$1,206.26	(\$73.65)	(\$73.65) L
UBS-32447	Forest Laboratories	120	5/28/2008	3/19/2013	\$4,530.43	\$4,202.28	\$328.15	\$328.14 L
UBS-32447	Forest Laboratories	120	11/25/2009	3/19/2013	\$4,530.43	\$3,548.10	\$982.33	\$982.33 L
UBS-32447	Forest Laboratories	35	12/11/2009	3/19/2013	\$1,321.37	\$1,081.41	\$239.96	\$239.96 L
UBS-32447	Forest Laboratories	50	2/4/2010	3/19/2013	\$1,887.68	\$1,466.50	\$421.18	\$421.18 L
UBS-32447	Hewlett Packard Co	70	11/29/2007	11/16/2012	\$923.20	\$3,579.80	(\$2,656.60)	(\$2,656.60) L
UBS-32447	Hewlett Packard Co	115	1/7/2008	11/16/2012	\$1,516.69	\$5,234.66	(\$3,717.97)	(\$3,717.97) L
UBS-32447	Hewlett Packard Co	70	2/5/2008	11/16/2012	\$923.20	\$3,015.53	(\$2,092.33)	(\$2,092.33) L
UBS-32447	Hewlett Packard Co	20	4/8/2008	11/16/2012	\$263.77	\$919.20	(\$655.43)	(\$655.43) L
UBS-32447	Hewlett Packard Co	65	5/28/2008	11/16/2012	\$857.26	\$3,002.35	(\$2,145.09)	(\$2,145.09) L
UBS-32447	Hewlett Packard Co	30	12/11/2009	11/16/2012	\$395.66	\$1,469.40	(\$1,073.74)	(\$1,073.74) L

The Alpaugh Foundation
Capital Gains

07/01/12-06/30/13

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Quicken Realized Gain/Loss	Statement Realized Gain/Loss
UBS-32447	Hewlett Packard Co	100	9/17/2010	11/16/2012	\$1,318.86	\$3,956.92	(\$2,638.06)	(\$2,638.06) L
UBS-32447	Home Depot Inc	50	12/7/2009	9/24/2012	\$2,997.12	\$1,411.32	\$1,585.80	\$1,585.80 L
UBS-32447	Home Depot Inc	150	12/7/2009	11/19/2012	\$9,331.31	\$4,233.96	\$5,097.35	\$5,097.35 L
UBS-32447	Honeywell Intl Inc	50	11/29/2007	11/19/2012	\$3,045.44	\$2,748.00	\$297.44	\$297.44 L
UBS-32447	Kimberly Clark Corp	30	11/29/2007	11/19/2012	\$2,527.66	\$2,085.30	\$442.36	\$442.36 L
UBS-32447	Lincoln Natl Corp Ind	65	11/29/2007	11/19/2012	\$1,527.67	\$3,926.65	(\$2,398.98)	(\$2,398.98) L
UBS-32447	Lincoln Natl Corp Ind	95	1/7/2008	11/19/2012	\$2,232.75	\$5,242.20	(\$3,009.45)	(\$3,009.45) L
UBS-32447	Lincoln Natl Corp Ind	40	2/5/2008	11/19/2012	\$940.11	\$2,090.66	(\$1,150.55)	(\$1,150.55) L
UBS-32447	Lincoln Natl Corp Ind	30	4/8/2008	11/19/2012	\$705.08	\$1,627.80	(\$922.72)	(\$922.72) L
UBS-32447	Lincoln Natl Corp Ind	55	5/28/2008	11/19/2012	\$1,292.64	\$2,999.98	(\$1,707.34)	(\$1,707.34) L
UBS-32447	PPG Industries Inc	5	11/29/2007	9/24/2012	\$584.52	\$341.75	\$242.77	\$242.77 L
UBS-32447	PPG Industries Inc	35	1/7/2008	9/24/2012	\$4,091.65	\$2,325.67	\$1,765.98	\$1,765.98 L
UBS-32447	PPG Industries Inc	25	1/7/2008	11/19/2012	\$2,910.08	\$1,661.19	\$1,248.89	\$1,248.90 L
UBS-32447	PPG Industries Inc	10	1/7/2008	12/28/2012	\$1,314.47	\$664.48	\$649.99	\$649.99 L
UBS-32447	PPG Industries Inc	10	2/5/2008	12/28/2012	\$1,314.47	\$648.50	\$665.97	\$665.97 L
UBS-32447	VF Corp	20	1/7/2008	11/19/2012	\$3,098.45	\$1,312.78	\$1,785.67	\$1,785.67 L
UBS-32447	Wal Mart Stores Inc	50	6/22/2009	11/19/2012	\$3,568.92	\$2,424.93	\$1,143.99	\$1,143.99
UBS-32447	Teva Pharmaceuticals Ind	395	10/18/2010	6/3/2013	\$15,326.36	\$21,338.65	(\$6,012.29)	(\$6,012.29) L
TOTAL Long Term Capital Gains					\$119,371.85	\$126,029.66	(\$6,657.81)	(\$6,657.81)
UBS 32447 Total Capital Gains							(\$6,095.65)	(\$6,095.65)
UBS-43931	Ipath S&P 500 VIX	259	2/8/2012	9/19/2012	\$2,330.98	\$6,285.66	(\$3,954.68)	(\$3,954.68) S
UBS-43931	Ipath S&P 500 VIX	129	2/10/2012	9/19/2012	\$1,160.99	\$3,098.47	(\$1,937.48)	(\$1,937.48) S
UBS-43931	Johnson & Johnson Com	5	1/12/2012	10/4/2012	\$346.16	\$324.56	\$21.60	\$21.60 S
UBS-43931	Altegris Managed Futures Strategy Fund	1.354	1/10/2012	10/12/2012	\$12.96	\$13.92	(\$0.96)	(\$0.24) S

The Alpaugh Foundation

Capital Gains

07/01/12-06/30/13

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Quicken Realized Gain/Loss	Statement Realized Gain/Loss
UBS-43931	Anheuser Busch Inbev	6	1/12/2012	12/27/2012	\$526.19	\$364.08	\$162.11	\$162.11 S
UBS-43931	Apache Corp	3	1/12/2012	1/2/2013	\$233.88	\$295.84	(\$61.96)	(\$61.96) S
UBS-43931	Apache Corp	6	4/4/2012	1/2/2013	\$467.75	\$602.27	(\$134.52)	(\$134.52) S
UBS-43931	Intel Corp	84	1/12/2012	1/2/2013	\$1,721.96	\$2,143.64	(\$421.68)	(\$421.68) S
UBS-43931	Intel Corp	25	9/4/2012	1/2/2013	\$512.49	\$616.50	(\$104.01)	(\$104.01) S
UBS-43931	Teva Pharmaceuticals Ind	27	1/12/2012	1/2/2013	\$995.82	\$1,210.43	(\$214.61)	(\$214.62) S
UBS-43931	Teva Pharmaceuticals Ind	9	3/28/2012	1/2/2013	\$331.94	\$384.97	(\$53.03)	(\$53.03) S
UBS-43931	WF/EVG Emerging Mkt Equity Fund Class	29.332	7/16/2012	1/18/2013	\$644.72	\$570.33	\$74.39	\$82.71 S
UBS-43931	WF/EVG Emerging Mkt Equity Fund Class	2.316	12/14/2012	1/18/2013	\$50.91	\$45.03	\$5.88	\$2.02 S
TOTAL Short Term Capital Gains					\$9,336.75	\$15,955.70	(\$6,618.95)	(\$6,613.78)

UBS-43931	Altegris Managed Futures Strategy Fund	33.711	2/14/2011	7/12/2012	\$333.06	\$346.57	(\$13.51)	(\$20.56) L
UBS-43931	Altria Group Inc	10	12/22/2010	7/16/2012	\$353.00	\$249.29	\$103.71	\$103.70 L
UBS-43931	Anheuser Busch Inbev	7	5/4/2011	7/16/2012	\$538.50	\$447.48	\$91.02	\$91.02 L
UBS-43931	AT&T	9	11/23/2009	7/16/2012	\$316.79	\$236.58	\$80.21	\$80.21 L
UBS-43931	AT&T	5	12/28/2009	7/16/2012	\$175.99	\$139.54	\$36.45	\$36.45 L
UBS-43931	AT&T	1	2/17/2010	7/16/2012	\$35.20	\$25.25	\$9.95	\$9.95 L
UBS-43931	Pimco All Assets All Auth-A	29.623	1/28/2011	7/16/2012	\$312.82	\$312.19	\$0.63	\$2.08 L
UBS-43931	Standard & Poors DEP RCPTS	5	11/23/2009	7/16/2012	\$668.54	\$556.04	\$112.50	\$112.50 L
UBS-43931	Thermo Fisher Scientific Inc	4	11/23/2009	9/4/2012	\$228.56	\$185.71	\$42.85	\$42.85 L
UBS-43931	Altegris Managed Futures Strategy Fund	328.576	2/14/2011	9/12/2012	\$3,213.47	\$3,377.95	(\$164.48)	(\$233.30) L
UBS-43931	JP Morgan Strategic Income Opportunitie	153.477	4/8/2010	9/14/2012	\$1,797.21	\$1,789.24	\$7.97	\$6.13 L
UBS-43931	Pimco All Assets All Auth-A	269.748	1/28/2011	9/14/2012	\$2,999.59	\$2,842.77	\$156.82	\$169.93 L
UBS-43931	Pimco All Assets All Auth-A	90.515	2/16/2011	9/14/2012	\$1,006.53	\$953.90	\$52.63	\$60.65 L
UBS-43931	Johnson & Johnson Com	18	10/11/2005	10/4/2012	\$1,246.19	\$1,104.98	\$141.21	\$141.17 L
UBS-43931	Johnson & Johnson Com	1	12/28/2009	10/4/2012	\$69.23	\$64.53	\$4.70	\$4.71 L
UBS-43931	Altegris Managed Futures Strategy Fund	203.193	2/14/2011	10/12/2012	\$1,944.56	\$2,088.94	(\$144.38)	(\$186.93) L

**The Alpaugh Foundation
Capital Gains**

07/01/12-06/30/13

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Quicken		Statement
							Realized	Realized	
							Gain/Loss	Gain/Loss	
UBS-43931	Altegris Managed Futures Strategy Fund I	254.77	9/16/2011	10/12/2012	\$2,438.15	\$2,619.18	(\$181.03)	(\$181.03)	(\$91.73) L
UBS-43931	Anheuser Busch Inbev	15	5/4/2011	12/27/2012	\$1,315.47	\$958.88	\$356.59	\$356.59	\$356.59 L
UBS-43931	Anheuser Busch Inbev	13	7/8/2011	12/27/2012	\$1,140.07	\$754.57	\$385.50	\$385.50	\$385.50 L
UBS-43931	Apache Corp	6	11/23/2009	1/2/2013	\$467.75	\$597.96	(\$130.21)	(\$130.21)	(\$130.21) L
UBS-43931	Apache Corp	3	12/22/2009	1/2/2013	\$233.88	\$300.19	(\$66.31)	(\$66.31)	(\$66.31) L
UBS-43931	Apache Corp	1	12/28/2009	1/2/2013	\$77.96	\$103.45	(\$25.49)	(\$25.49)	(\$25.50) L
UBS-43931	Apache Corp	1	2/17/2010	1/2/2013	\$77.96	\$99.78	(\$21.82)	(\$21.82)	(\$21.82) L
UBS-43931	Schlumberger Ltd	9	1/28/2011	1/2/2013	\$620.21	\$742.27	(\$122.06)	(\$122.06)	(\$122.07) L
UBS-43931	Schlumberger Ltd	9	2/15/2011	1/2/2013	\$620.21	\$811.67	(\$191.46)	(\$191.46)	(\$191.46) L
UBS-43931	Teva Pharmaceuticals Ind	18	11/23/2009	1/2/2013	\$663.88	\$955.26	(\$291.38)	(\$291.38)	(\$291.38) L
UBS-43931	Teva Pharmaceuticals Ind	1	12/28/2009	1/2/2013	\$36.88	\$55.78	(\$18.90)	(\$18.90)	(\$18.90) L
UBS-43931	Teva Pharmaceuticals Ind	3	2/15/2011	1/2/2013	\$110.65	\$154.56	(\$43.91)	(\$43.91)	(\$43.91) L
UBS-43931	Altegris Managed Futures Strategy Fund I	158.002	1/10/2012	1/16/2013	\$1,483.64	\$1,624.35	(\$140.71)	(\$140.71)	(\$56.88) L
UBS-43931	First Eagle Overseas Fund	308.151	11/23/2009	1/18/2013	\$6,850.19	\$6,149.24	\$700.95	\$700.95	\$699.50 L
UBS-43931	First Eagle Overseas Fund	85.723	12/15/2009	1/18/2013	\$1,905.62	\$1,710.63	\$194.99	\$194.99	\$184.30 L
UBS-43931	WF/EVG Emerging Mkt Equity Fund Class	736.46	1/12/2012	1/18/2013	\$16,187.39	\$14,319.69	\$1,867.70	\$1,867.70	\$1,863.24 L
UBS-43931	Standard & Poors DEP RCPTS	53	11/23/2009	2/1/2013	\$7,991.37	\$5,894.00	\$2,097.37	\$2,097.37	\$2,097.37 L
UBS-43931	Virtus Multi-Sector Short Term Fund Cl A	469.754	9/20/2011	2/26/2013	\$2,329.98	\$2,229.49	\$100.49	\$100.49	\$103.35 L
UBS-43931	SPDR S&P Divid ETF	30	12/21/2010	3/12/2013	\$1,930.18	\$1,565.45	\$364.73	\$364.73	\$364.73 L
UBS-43931	Vanguard Short Term Federal Fund	208.611	1/13/2012	4/8/2013	\$2,253.00	\$2,265.52	(\$12.52)	(\$12.52)	(\$12.41) L
UBS-43931	Ishares Barclays 1-3 Yr Treasury Bond Fur	24	1/18/2012	4/10/2013	\$2,027.23	\$2,028.72	(\$1.49)	(\$1.49)	(\$1.49) L
UBS-43931	MFS Research Bond Fund	671.827	11/23/2009	4/10/2013	\$7,464.00	\$6,862.09	\$601.91	\$601.91	\$698.70 L
UBS-43931	Pimco Total Return FD	761.327	11/23/2009	4/10/2013	\$8,603.00	\$8,345.65	\$257.35	\$257.35	\$236.02 L
UBS-43931	Credit Suisse Commodity Return Strateg	473.586	5/3/2010	4/19/2013	\$3,537.69	\$4,043.57	(\$505.88)	(\$505.88)	(\$407.28) L
UBS-43931	Credit Suisse Commodity Return Strateg	582.048	12/17/2010	4/19/2013	\$4,347.90	\$4,969.64	(\$621.74)	(\$621.74)	(\$785.76) L
UBS-43931	Credit Suisse Commodity Return Strateg	62.331	12/20/2010	4/19/2013	\$465.61	\$532.19	(\$66.58)	(\$66.58)	(\$84.15) L
UBS-43931	Credit Suisse Commodity Return Strateg	7.235	12/23/2010	4/19/2013	\$54.05	\$61.77	(\$7.72)	(\$7.72)	(\$11.14) L
UBS-43931	Credit Suisse Commodity Return Strateg	2.276	12/20/2011	4/19/2013	\$17.00	\$19.43	(\$2.43)	(\$2.43)	(\$0.98) L

The Alpaugh Foundation

Capital Gains

07/01/12-06/30/13

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Quicken Realized Gain/Loss	Statement Realized Gain/Loss
UBS-43931	Health Care Select SPDR	53	4/4/2012	5/6/2013	\$2,485.65	\$1,995.43	\$490.22	\$490.22 L
UBS-43931	First Eagle Overseas Fund	227.437	12/15/2009	5/10/2013	\$5,333.40	\$4,538.57	\$794.83	\$766.47 L
UBS-43931	Health Care Select SPDR	23	4/4/2012	5/24/2013	\$1,133.68	\$865.94	\$267.74	\$267.74 L
UBS-43931	Analog Devices Inc	19	12/22/2010	6/4/2013	\$880.71	\$712.56	\$168.15	\$168.15 L
UBS-43931	Analog Devices Inc	21	1/13/2011	6/4/2013	\$973.42	\$791.91	\$181.51	\$181.51 L
UBS-43931	Analog Devices Inc	21	1/12/2012	6/4/2013	\$973.42	\$768.33	\$205.09	\$205.08 L
UBS-43931	Analog Devices Inc	2	1/12/2012	6/4/2013	\$92.71	\$73.24	\$19.47	\$19.47 L
TOTAL Long Term Capital Gains					\$102,363.15	\$95,241.92	\$7,121.23	\$7,145.12
UBS-43931 Total Capital Gains					\$111,699.90	\$111,197.62	\$502.28	\$531.34
TOTAL Short Term Capital Gains					\$12,205.48	\$18,262.27	(\$6,056.79)	(\$6,051.62)
TOTAL Long Term Capital Gains					\$221,735.00	\$221,271.58	\$463.42	\$487.31
Grand Total					\$233,940.48	\$239,533.85	(\$5,593.37)	(\$5,564.31)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SCHWAB #2523-6257	1.
JBS #32247	20.
JBS #43931	130.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	151.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CINCINNATI FINANCIAL	406.	0.	406.
SCHWAB #2523-6257	14,937.	0.	14,937.
JBS #32183	15,472.	0.	15,472.
JBS #32447	34,321.	0.	34,321.
JBS #43931	11,506.	2,412.	9,094.
TOTAL TO FM 990-PF, PART I, LN 4	76,642.	2,412.	74,230.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	2,795.	1,397.		1,398.
TO FORM 990-PF, PG 1, LN 16B	2,795.	1,397.		1,398.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES UBS #43931	4,239.	4,239.		0.
INVESTMENT ADVISOR FEES UBS #32447	15,413.	15,413.		0.
TO FORM 990-PF, PG 1, LN 16C	19,652.	19,652.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF OHIO	200.	0.		200.
FOREIGN TAXES UBS #43931	12.	12.		0.
FOREIGN TAXES UBS #32447	490.	490.		0.
TO FORM 990-PF, PG 1, LN 18	702.	502.		200.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHARGEBACKS FOR ADMINISTRATIVE EXPENSES	3,123.	1,562.		1,561.
MEALS	48.	24.		24.
TO FORM 990-PF, PG 1, LN 23	3,171.	1,586.		1,585.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BS 32183	21,580.	437,768.	
BS 43931	439,354.	488,510.	
BS 32447	1,225,901.	1,570,721.	
SCHWAB	9,192.	422,097.	
AULT STOCK	250.	12,350.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,696,277.	2,931,446.	

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 SHORT TERM CAPITAL GAINS UBS #32447 PER ATTACHED		P	VARIOUS	VARIOUS
b LONG TERM CAPITAL LOSS UBS #32447 PER ATTACHED ST		P	VARIOUS	VARIOUS
c LONG TERM CAPITAL GAIN UBS #43931 PER ATTACHED ST		P	VARIOUS	VARIOUS
d SHORT TERM CAPITAL LOSS UBS #43931 PER ATTACHED S		P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 2,869.		2,307.	562.
b 119,372.		126,030.	<6,658.>
c 102,363.		95,242.	7,121.
d 9,337.		15,956.	<6,619.>
e 2,412.			2,412.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			562.
b			<6,658.>
c			7,121.
d			<6,619.>
e			2,412.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<3,182.>
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A