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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning Jul 1 , 2012, **and ending** Jun 30 , 2013

Name of foundation The Mental Wellness Foundation, Inc.		A Employer identification number 52-2287352
Number and street (or P O box number if mail is not delivered to street address) 8171 Maple Lawn Blvd		B Telephone number (see the instructions) (240) 295-1600
City or town Fulton	State ZIP code MD 20759	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	D 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 3,825,588.	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,859.	1,859.		
	4 Dividends and interest from securities	64,510.	64,510.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-360,959.			
	b Gross sales price for all assets on line 6a	4,470,347.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-294,590.	66,369.	0.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) I-16b Stmt	11,265.	3,594.		5,491.
	c Other fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs) Foreign Tax Withh	18.	18.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,774.			
	22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	20,950.	19,637.		860.	
24 Total operating and administrative expenses. Add lines 13 through 23	34,007.	23,249.		6,351.	
25 Contributions, gifts, grants paid	230,500.			230,500.	
26 Total expenses and disbursements. Add lines 24 and 25	264,507.	23,249.		236,851.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-559,097.				
b Net investment income (if negative, enter -0-)		43,120.			
c Adjusted net income (if negative, enter -0-)			0.		

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Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		65,492.	115,582.	115,582.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – US and state government obligations (attach schedule) L-10a Stmt			184,348.	184,348.
	b	Investments – corporate stock (attach schedule) L-10b Stmt	3,329,998.	3,034,717.	3,034,717.	3,034,717.
	c	Investments – corporate bonds (attach schedule) L-10c Stmt	398,355.	490,941.	490,941.	490,941.
	11	Investments – land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)					
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item 1)	3,793,845.	3,825,588.	3,825,588.	3,825,588.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)				
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24	Unrestricted	3,793,845.	3,825,588.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	3,793,845.	3,825,588.			
31	Total liabilities and net assets/fund balances (see instructions)	3,793,845.	3,825,588.			

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	3,793,845.
2	Enter amount from Part I, line 27a	2	-559,097.
3	Other increases not included in line 2 (itemize) <u>Change in unrealized gain on investment</u>	3	590,840.
4	Add lines 1, 2, and 3	4	3,825,588.
5	Decreases not included in line 2 (itemize) <u>See Other Decreases Stmt</u>	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,825,588.

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Attached Schedule 3	P	various	various
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 4,470,347.		4,831,306.	-360,959.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-360,959.
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	-360,959.
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	-360,959.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	277,316.	4,014,984.	0.069070
2010	241,872.	4,281,013.	0.056499
2009	204,184.	4,046,316.	0.050462
2008	258,986.	3,950,997.	0.065550
2007	213,106.	5,856,999.	0.036385

2 Total of line 1, column (d)	2	0.277966
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	0.055593
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,913,517.
5 Multiply line 4 by line 3	5	217,564.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	431.
7 Add lines 5 and 6	7	217,995.
8 Enter qualifying distributions from Part XII, line 4	8	236,851.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1 431.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2 0.
3 Add lines 1 and 2		3 431.
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-		5 431.
6 Credits/Payments:		
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a 5,687.	
b Exempt foreign organizations – tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c 0.	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments. Add lines 6a through 6d		7 5,687.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10 5,256.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 5,256. Refunded		11

Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		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 \$ _____ (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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) _____ MD – Maryland		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ Realty Investment Co, Inc. Telephone no. ▶ (240) 295-1600 Located at ▶ 8171 Maple Lawn Blvd #375, Fulton MD ZIP + 4 ▶ 20759			
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?		Yes	No
	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		X

Statements Regarding Activities for Which Form 4720 May Be Required

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

		Yes	No
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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"/>	1 b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	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? If 'Yes,' list the years ▶ 20 __, 20 __, 20 __, 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)	2 b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __, 20 __, 20 __, 20 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

- 5 a** 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)?

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?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) Yes No

6 a 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? Yes No

If 'Yes' to 6b, file Form 8870

7 a 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? Yes No

5 b		X
6 b		X
7 b		

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
Barbara Bainum 8171 Maple Lawn Blvd, #375, Fulton MD 20759	President/Chairman 0.50	0.	0.	0.
Christine A. Shreve 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Sec/Treas 0.50	0.	0.	0.
Wilfried Busse 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

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

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

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

None

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 ▶ None

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 None	0.
2	
3	
4	

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	0.
2	
3 All other program-related investments. See instructions	
Total. Add lines 1 through 3 ▶	None

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1 a	3,066,009.
b Average of monthly cash balances	1 b	907,105.
c Fair market value of all other assets (see instructions)	1 c	0.
d Total (add lines 1a, b, and c)	1 d	3,973,114.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	3,973,114.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	59,597.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,913,517.
6 Minimum investment return. Enter 5% of line 5	6	195,676.

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	195,676.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	431.
b Income tax for 2012. (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	431.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	195,245.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	195,245.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	195,245.

Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1 a	236,851.
b Program-related investments — total from Part IX-B	1 b	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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	236,851.
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	431.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	236,420.

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.

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				195,245.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			80,098.	
b Total for prior years. 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	0.			
b From 2008	0.			
c From 2009	0.			
d From 2010	0.			
e From 2011	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 236,851.				
a Applied to 2011, but not more than line 2a			80,098.	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				156,753.
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))				
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				
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				38,492.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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.			

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					

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))

See Attached

See Information Regarding Foundation Managers

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

None

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

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

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

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

c Any submission deadlines

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

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)				
<p>a Paid during the year See Attached Schedule 2</p>				230,500.
Total			▶ 3 a	230,500.
<p>b Approved for future payment</p>				
Total			▶ 3 b	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Investment Fees	19,637.	19,637.		
Delivery/Supplies	132.			
Subscriptions/Publications	650.			650.
Website/Computer	298.			210.
License	233.			
Total	<u>20,950.</u>	<u>19,637.</u>		<u>860.</u>

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

Total

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Scott Renschler 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Katherine Renschler 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Todd Renschler 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Amanda Renschler 8171 Maple Lawn Blvd #375 Fulton MD 20759	Director 0.50	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 10, Part XV, Line 1a

Information Regarding Foundation Managers

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).)

Barbara Bainum; Wilfried Busse; Realty Investment Co, Inc.

Contributed >2% of the total contributions to the Foundation.

Barbara Bainum and Todd Renschler are stockholders of Realty as well as Directors.

Scott Renschler is a stockholder of Realty. Ms. Christine Shreve

(Treasurer) is a Director of Realty.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Realty Investment Co	Accounting Services	9,593.	3,594.		3,819.
Esky Fischer	Accounting Services	1,672.			1,672.
Total		<u>11,265.</u>	<u>3,594.</u>		<u>5,491.</u>

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
Chevy Chase Trust	184,348.	184,348.		
Total	<u>184,348.</u>	<u>184,348.</u>		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Chevy Chase Trust - See Attached Details	3,034,717.	3,034,717.
Total	<u>3,034,717.</u>	<u>3,034,717.</u>

Form 990-PF, Page 2, Part II, Line 10c

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Chevy Chase Trust - See Attached Details	490,941.	490,941.

Form 990-PF, Page 2, Part II, Line 10c

Continued

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Total	<u>490,941.</u>	<u>490,941.</u>

Supporting Statement of:

Form 990-PF, p1/Line 3(b)

Description	Amount
AB Bernstein Global Wealth Management	77.
Wells Fargo Bank	11.
Chevy Chase Trust	1,333.
Enron Litigation Settlement Proceeds	438.
Total	<u>1,859.</u>

Supporting Statement of:

Form 990-PF, p1/Line 4(b)

Description	Amount
AB Bernstein Global Wealth Management	16,850.
Chevy Chase Trust	47,660.
Total	<u>64,510.</u>

Expenditure Responsibility Statement

Pursuant to IRC Regulation § 53.4945-5(d), The Mental Wellness Foundation, Inc. ("Mental Wellness") provides the following information:

- (i) **Grantee** **Commonweal Foundation, Inc.**
A private operating foundation located at
10770 Columbia Pike, Suite 150
Silver Spring, MD 20901

- (ii) **Amount of Grants** **\$1,667 dated 5/10/2013**

- (iii) **Purpose of Grants** **Grant to grantee for the purpose of regranting to the following 501(c)(3) public charity:
Takoma Academy - \$1,667**

- (iv) **Reports** **Commonweal Foundation submitted a report documenting
The \$1,667 was properly disbursed to the designated public charities on 5/10/2013.**

- (v) **Diversions:** **To the knowledge of the grantor, no funds have been
diverted to any activity other than the purpose for which the grants were originally made.**

- (vi) **Date of reports** **See (iv) above**

- (vii) **Verification** **The principals of the grantor have been involved with
Commonweal for over 20 years including the following leadership roles:
a. one of the Mental Wellness Directors is a
Commonweal Director
b. the Mental Wellness Treasurer is the Audit
Committee Chair for Commonweal
Grantor is aware of grantee's grantmaking policies and procedures and has no reason to doubt the accuracy or reliability of the reports from the grantee; therefore, no independent verification was made.**

Asset Detail

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Holdings By Category

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Cash & Equivalents						
SEI Daily Income Gov T Fund CL A #36 CUSIP: 783965593	111,937.21	\$1 00	\$111,937.21	\$111,937.21	\$0.00	\$22.35
Cash			\$559.60			

Total Cash & Equivalents

\$112,496.81 \$111,937.21 \$0.00 \$22.35

Equities

Consumer Discretionary						
McDonalds Corp CUSIP: 580135101	600.00	\$99.00	\$59,400.00	\$57,509.94	\$1,890.06	\$1,848.00
Starbucks Corp CUSIP: 855244109	600.00	\$65.51	\$39,306.00	\$27,934.38	\$11,371.62	\$504.00
TJX Companies CUSIP: 872540109	750.00	\$50.06	\$37,545.00	\$34,145.52	\$3,399.48	\$435.00
V F Corp Corn	250.00	\$193.06	\$48,265.00	\$37,794.09	\$10,470.91	\$870.00
Walt Disney Company CUSIP: 254687106	1,000.00	\$63.15	\$63,150.00	\$45,087.50	\$18,062.50	\$750.00

\$247,666.00 \$202,471.43 \$45,194.57 \$4,407.00

Consumer Staples

Casino Guichard-Perrachon CUSIP: 4178419	325.00	\$93.55	\$30,403.82	\$32,321.26	-\$1,917.44	\$1,267.35
Coca Cola Co CUSIP: 191216100	1,200.00	\$40.11	\$48,132.00	\$46,513.71	\$1,618.29	\$1,344.00

The Mental Wellness Fndtn, Inc - Account # CH302238

Mental Wellness Foundation
EIN 52-2287352
Schedule 1
Part II, Lines 10 a,b,c

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Colgate-Palmolive CUSIP: 194162103	600.00	\$57.29	\$34,374.00	\$32,978.77	\$1,395.23	\$816.00
Diageo PLC American Depository Receipt CUSIP: 25243Q205	500.00	\$114.95	\$57,475.00	\$59,342.58	-\$1,867.58	\$1,413.95
Nestle SA Spons Adrs CUSIP: 641069406	1,000.00	\$65.78	\$65,780.00	\$70,710.00	-\$4,930.00	\$1,766.60
Pepsico Inc CUSIP: 713448108	450.00	\$81.79	\$36,805.50	\$32,563.96	\$4,241.54	\$1,021.50
			\$272,970.32	\$274,430.28	-\$1,459.96	\$7,629.40
Energy						
Cenovus Energy Inc CUSIP: 15135U109	1,750.00	\$28.52	\$49,910.00	\$56,882.07	-\$6,972.07	\$1,650.25
Chevron Corporation CUSIP: 166764100	300.00	\$118.34	\$35,502.00	\$33,982.36	\$1,519.64	\$1,200.00
Pacific Rubiales Energy Corporation CUSIP: 69480U206	2,000.00	\$17.63	\$35,250.00	\$47,414.77	-\$12,164.77	\$1,320.00
Schlumberger LTD CUSIP: 806857108	575.00	\$71.66	\$41,204.50	\$34,727.55	\$6,476.95	\$718.75
Spectra Energy Corp WI CUSIP: 847560109	2,000.00	\$34.46	\$68,920.00	\$58,619.43	\$10,300.57	\$2,440.00
Suncor Energy Inc CUSIP: 867224107	1,000.00	\$29.49	\$29,490.00	\$30,139.40	-\$649.40	\$762.00
			\$260,276.50	\$261,765.58	-\$1,489.08	\$8,091.00

Mental Wellness Foundation
EIN 52-2287352
Schedule 1
Part II, Lines 10 a,b,c

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
<i>Financials</i>						
Banco Latinoamericano DE Comercio Exterior, S A CUSIP: P16994132	2,050.00	\$22.39	\$45,899.50	\$47,546.18	-\$1,646.68	\$2,460.00
Berkshire Hathaway Inc-CI B CUSIP: 084670702	500.00	\$111.92	\$55,960.00	\$48,109.98	\$7,850.02	\$0.00
Stanwood Property Trust Inc Real Estate Investment Trust CUSIP: 85571B105	1,200.00	\$24.75	\$29,700.00	\$29,856.87	-\$156.87	\$2,208.00
T Rowe Price Group Inc. CUSIP: 74144T108	900.00	\$73.20	\$65,880.00	\$63,872.42	\$2,007.58	\$1,368.00
US Bancorp CUSIP: 902973304	950.00	\$36.15	\$34,342.50	\$32,639.65	\$1,702.85	\$874.00
Visa Inc CUSIP: 92826C839	400.00	\$182.75	\$73,100.00	\$52,734.65	\$20,365.35	\$528.00
			\$304,882.00	\$274,759.75	\$30,122.25	\$7,438.00
<i>Healthcare</i>						
Johnson & Johnson CUSIP: 478160104	800.00	\$85.86	\$68,688.00	\$56,100.02	\$12,587.98	\$2,112.00
Novartis AG Sponsored ADR American Depository Receipt CUSIP: 66987V109	500.00	\$70.71	\$35,355.00	\$36,674.95	-\$1,319.95	\$1,028.75
Roche Hldg LTD Sponsored American Depository Receipt CUSIP: 771195104	1,100.00	\$61.87	\$68,051.50	\$62,662.50	\$5,389.00	\$1,242.61
Sigma Aldrich Corp CUSIP: 826552101	450.00	\$80.42	\$36,189.00	\$34,625.84	\$1,563.16	\$387.00

Mental Wellness Foundation
EIN 52-2287352
Schedule 1
Part II, Lines 10 a,b,c

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Sonova Holding AG CUSIP: 7156036	275.00	\$105.90	\$29,123.29	\$31,515.61	-\$2,392.32	\$465.04
<hr/>						
			\$237,406.79	\$221,578.92	\$15,827.87	\$5,235.40
Industrials						
Cummins Inc CUSIP: 231021106	275.00	\$108.46	\$29,826.50	\$28,720.81	\$1,105.69	\$550.00
Danaher Corp CUSIP: 235851102	500.00	\$63.30	\$31,650.00	\$22,416.42	\$9,233.58	\$50.00
Deere & Co. CUSIP: 244199105	400.00	\$81.25	\$32,500.00	\$35,716.09	-\$3,216.09	\$816.00
Emerson Electric CUSIP: 291011104	575.00	\$54.54	\$31,360.50	\$31,621.59	-\$261.09	\$943.00
Jardine Strategic Hldgs LTD CUSIP: 6472960	1,500.00	\$36.30	\$54,450.00	\$57,037.73	-\$2,587.73	\$360.00
Lindsay Corporation CUSIP: 535555106	500.00	\$74.98	\$37,490.00	\$40,407.33	-\$2,917.33	\$230.00
Schindler Holding AG CUSIP: B11TCY0	225.00	\$139.09	\$31,295.25	\$33,830.45	-\$2,535.20	\$523.17
United Technologies Corp CUSIP: 913017109	400.00	\$92.94	\$37,176.00	\$34,592.05	\$2,583.95	\$856.00
3M Co CUSIP: 88579Y101	325.00	\$109.35	\$35,538.75	\$31,670.98	\$3,867.77	\$825.50
<hr/>						
			\$321,287.00	\$316,013.45	\$5,273.55	\$5,153.67
Information Technology						
Apple Computer CUSIP: 037833100	107.00	\$396.53	\$42,428.71	\$11,781.52	\$30,647.19	\$1,305.40

Mental Wellness Foundation
EIN 52-2287352
Schedule 1
Part II, Lines 10 a,b,c

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Ebay Inc Com CUSIP: 278642103	575.00	\$51.72	\$29,739.00	\$28,482.81	\$1,256.19	\$0.00
Google INC-CL A CUSIP: 38259P508	100.00	\$880.37	\$88,037.00	\$62,252.88	\$25,784.12	\$0.00
IBM Corporation CUSIP: 459200101	200.00	\$191.11	\$38,222.00	\$39,336.99	-\$1,114.99	\$760.00
			\$198,426.71	\$141,854.20	\$56,572.51	\$2,065.40
Materials						
BHP Billiton LTD American Depository Receipt CUSIP: 088606108	450.00	\$57.66	\$25,947.00	\$34,264.38	-\$8,317.38	\$1,026.00
Cementos Pacasmayo SAA American Depository Receipt CUSIP: 15126Q109	2,350.00	\$12.73	\$29,915.50	\$32,681.96	-\$2,766.46	\$340.75
FMC Corp CUSIP: 302491303	550.00	\$61.06	\$33,583.00	\$33,229.89	\$353.11	\$297.00
Franco-Nevada Corp CUSIP: 351858105	600.00	\$35.77	\$21,462.00	\$31,393.53	-\$9,931.53	\$432.00
Monsanto Co New CUSIP: 61166W101	350.00	\$98.80	\$34,580.00	\$28,782.93	\$5,797.07	\$525.00
Potash Corp Sask Inc CUSIP: 73755L107	800.00	\$38.13	\$30,504.00	\$31,866.69	-\$1,362.69	\$1,120.00
			\$175,991.50	\$192,219.38	-\$16,227.88	\$3,740.75
Telecomm Services						
AT & T Inc CUSIP: 00206R102	1,389.00	\$35.40	\$49,170.60	\$46,509.92	\$2,660.68	\$2,500.20

The Mental Wellness Fndtn, Inc - Account # CH302238

Mental Wellness Foundation
EIN 52-2287352
Schedule 1
Part II, Lines 10 a,b,c

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Vodafone Group Sponsored American Depository Receipt CUSIP: 92857W209	1,250.00	\$28.75	\$35,931.25	\$35,449.87	\$481.38	\$1,921.04
Utilities						
American Elec Power CUSIP: 025537101	800.00	\$44.78	\$35,824.00	\$37,519.91	-\$1,695.91	\$1,568.00
Atmos Energy Corp CUSIP: 049560105	1,250.00	\$41.06	\$51,325.00	\$45,828.22	\$5,496.78	\$1,750.00
Southern Co CUSIP: 842587107	1,400.00	\$44.13	\$61,782.00	\$63,327.51	-\$1,545.51	\$2,842.00
			\$148,931.00	\$146,675.64	\$2,255.36	\$6,160.00
Other Eq Multl Fds & ETFs						
SPDR S&P 500 ETF Trust CUSIP: 78462F103	4,600.00	\$160.42	\$737,932.00	\$703,992.89	\$33,939.11	\$15,336.40
Tortoise MLP Fund CUSIP: 89148B101	1,500.00	\$29.23	\$43,845.00	\$41,459.62	\$2,385.38	\$2,505.00
			\$781,777.00	\$745,452.51	\$36,324.49	\$17,841.40

Total Equities			\$1,034,716.67	\$2,859,80.93	\$178,536.74	\$2,183.26
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Line 10b

Mental Wellness Foundation
EIN 52-2287352
Schedule 1
Part II, Lines 10 a,b,c

The Mental Wellness Fndtn, Inc - Account # CH302238

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Fixed Income						
<i>Municipal</i>						
Wisconsin State HSG & Econ Dev Auth	20,000.00	\$102.62	\$20,523.20	\$20,980.00	-\$456.80	\$1,025.00
Single Family Housing Revenue						
DTD 12/18/2007 5 125% 03/01/2024						
Callable						
GO of Auth						
CUSIP: 97689P6N3						
			Line 10a	\$20,980.00	-\$456.80	\$1,025.00
Corporates/CDs						
Goldman Sachs Group Inc	20,000.00	\$101.23	\$20,246.80	\$20,568.80	-\$322.00	\$1,050.00
DTD 10/14/2003 5 250% 10/15/2013						
CUSIP: 38141GDQ4						
Citigroup Inc	20,000.00	\$102.32	\$20,464.60	\$20,556.80	-\$92.20	\$1,200.00
DTD 06/15/2010 6.000% 12/13/2013						
Non Callable						
CUSIP: 172967FE6						
Goldman Sachs Group Inc	20,000.00	\$102.11	\$20,422.00	\$20,676.80	-\$254.80	\$1,030.00
DTD 01/13/2004 5.150% 01/15/2014						
CUSIP: 38143UAB7						
Ally Bank Utah	20,000.00	\$100.23	\$20,045.80	\$20,000.00	\$45.80	\$130.00
Certificate of Deposit						
DTD 03/28/2012 0.650% 03/28/2014						
Non Callable						
CUSIP: 02005QA45						

Asset Detail (continued)**Statement of Value and Activity**

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Morgan Stanley Medium Term Note DTD 08/31/2011 Var Cpn 08/31/2015 Non Callable CUSIP: 61745EG70	20,000 00	\$100 06	\$20,011 60	\$20,670 00	-\$658.40	\$600.00
Bank of America Corp Medium Term Note DTD 01/11/2013 1 250% 01/11/2016 Non Callable CUSIP: 06051GES4	20,000 00	\$98 62	\$19,723 00	\$19,963 20	-\$240.20	\$250.00
Roper Industries Inc DTD 11/21/2012 1.850% 11/15/2017 Non Callable CUSIP: 776696AD8	20,000 00	\$98 42	\$19,683 00	\$19,982.00	-\$299.00	\$370.00
Rensselaer Polytechnic DTD 04/20/2010 5.600% 09/01/2020 Non Callable CUSIP: 76009XAA6	20,000 00	\$111.14	\$22,228.80	\$23,341 40	-\$1,112.60	\$1,120.00
Borgwarner Inc DTD 09/16/2010 4 625% 09/15/2020 Non Callable CUSIP: 099724AG1	20,000 00	\$105.03	\$21,006.40	\$21,878.80	-\$872 40	\$925.00
Dun & Bradstreet Corp DTD 12/03/2012 4 375% 12/01/2022 Non Callable CUSIP: 26483EAG5	20,000 00	\$96.60	\$19,320 20	\$19,805.40	-\$485 20	\$875.00

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
General Elec Cap Corp	20,000.00	\$99.09	\$19,818.80	\$20,000.00	-\$181.20	\$254.60
Medium Term Note						
DTD 03/14/2013 Var Cpn 03/15/2023						
Non Callable						
CUSIP: 36966THT2						
			LIV ID C \$222,971.00	\$227,443.20	-\$4,472.20	\$7,804.60
<i>Taxable Municipal</i>						
Oregon State Sch Brds Assn Shrt-Term	20,000.00	\$100.00	\$19,999.60	\$19,960.20	\$39.40	\$0.00
School District Revenue						
DTD 10/31/2002 Zero Cpn 06/30/2013						
Non Callable						
Natl-Re FGIC						
CUSIP: 686053AL3						
New Hampshire State HSG FIN Authsf	20,000.00	\$99.79	\$19,957.00	\$19,988.80	-\$31.80	\$125.00
Single Family Housing Revenue						
DTD 04/03/2013 0.625% 01/01/2014						
Non Callable						
CUSIP: 64469DTU5						
Miami-Dade County Florida Facs Auth	20,000.00	\$102.94	\$20,587.00	\$20,971.40	-\$384.40	\$1,080.00
Higher Education						
DTD 04/26/2007 5.400% 04/01/2014						
Non Callable						
CUSIP: 59333AHD6						

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Louisiana Stadium & Expo Louisiana Facilities Revenue DTD 01/30/2013 1 309% 07/01/2015 Non Callable CUSIP: 546410CA7	20,000.00	\$99.37	\$19,874.60	\$20,000.00	-\$125.40	\$261.80
Wise Cnty Virginia Indl Dev Pub Development Revenue DTD 12/19/2012 1.700% 02/01/2017 Callable CUSIP: 977229AB9	20,000.00	\$96.58	\$19,315.00	\$19,897.20	-\$582.20	\$340.00
Philadelphia Pennsylvania Auth General Obligation DTD 02/03/1999 Zero Cpn 04/15/2017 Non Callable CUSIP: 71781LBJ7	20,000.00	\$89.90	\$17,980.60	\$17,645.80	\$334.80	\$0.00
District of Columbia Higher Education DTD 04/27/2011 5.741% 10/01/2019 Non Callable CUSIP: 25483VEA8	20,000.00	\$107.20	\$21,440.40	\$22,793.00	-\$1,352.60	\$1,148.20
Portland Oregon Urban Renewal Development DTD 05/17/2012 3.723% 06/15/2021 Non Callable CUSIP: 736746XS2	25,000.00	\$98.68	\$24,671.00	\$25,950.00	-\$1,279.00	\$930.75
			\$163,825.20	\$167,206.40	-\$3,381.20	\$3,885.75

Line 10 a

Asset Detail (continued)

Statement of Value and Activity

June 1, 2013 - June 30, 2013

Description	Quantity	Market Price	Market Value	Cost Basis	Unrealized G/L	Est. Annl Income
Fixed Inc Multl Fds - Taxable						
Ridgworth Seix Floating Rate High Income Fund	2,282.49	\$8.97	\$20,473.94	\$20,496.76	-\$22.82	\$958.65
CUSIP 76628T678						
Templeton Global Bond Fund	1,493.65	\$12.91	\$19,283.05	\$19,985.07	-\$702.02	\$1,117.25
CUSIP 880208400						
Vanguard Short-Term Investment Grade Fund	21,408.35	\$10.66	\$228,213.00	\$232,922.84	-\$4,709.84	\$4,688.43
CUSIP: 922031836						
			\$267,969.99	\$273,404.67	-\$5,434.68	\$6,764.33
Total Fixed Income			\$675,289.39	\$689,054.27	-\$13,764.88	\$10,479.68

Total All Assets **\$3,822,502.87** **\$3,660,152.41** **\$161,790.86** **\$91,685.29**

Line 10 C

Mental Wellness Foundation
 EIN 52-2287352
 Schedule 1
 Part II, Lines 10 a,b,c

The Mental Wellness Fndtn, Inc - Account # CH302238

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 1
 TRUST ADMINISTRATOR 35
 INVESTMENT OFFICER 107

LEGEND: F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
2500.0000 APPLIED MATERIALS - 038222105 - MINOR = 43							
SOLD		11/19/2012	25674 66				
ACQ	125.0000	10/05/2011	1283 73	1317.10	-33 37	LT15	Y
	300.0000	11/25/2011	3080 96	3107.04	-26 08	ST	Y
	300.0000	12/22/2011	3080 96	3136 44	-55 48	ST	Y
	475.0000	10/13/2011	4878 19	5435 62	-557 43	LT15	Y
	500.0000	02/01/2012	5134 93	6279 90	-1144 97	ST	Y
	800 0000	06/04/2012	8215 89	8024 80	191.09	ST	Y
115 0000 BIOGEN IDEC INC - 09062X103 - MINOR = 43							
SOLD		11/19/2012	16243 38				
ACQ	15.0000	09/27/2012	2118 70	2262.87	-144 17	ST	Y
	25 0000	08/13/2012	3531 17	3596.86	-65 69	ST	Y
	75 0000	07/25/2012	10593 51	10663 07	-69 56	ST	Y
350 0000 BROADCOM CORP CL A - 111320107 - MINOR = 43							
SOLD		11/19/2012	10846 29				
ACQ	150 0000	02/22/2011	4648 41	6178.59	-1530.18	LT15	Y
	150 0000	05/05/2011	4648 41	5145 98	-497.57	LT15	Y
	50 0000	06/10/2010	1549 47	1639 77	-90.30	LT15	Y
200 0000 CELGENE CORP - 151020104 - MINOR = 43							
SOLD		11/19/2012	14955 96				
ACQ	100 0000	08/08/2012	7477 98	7160.60	317.38	ST	Y
	100 0000	08/21/2012	7477 98	7127.17	350 81	ST	Y
475 0000 COGNIZANT TECHNOLOGY SOLUTIONS CORP - 192446102 - MINOR = 43							
SOLD		11/19/2012	31415 85				
ACQ	125 0000	05/10/2012	8267 33	7557.95	709.38	ST	Y
	175 0000	04/04/2012	11574 26	13315.24	-1740.98	ST	Y
	50 0000	04/16/2012	3306 93	3656 33	-349.40	ST	Y
	50 0000	04/24/2012	3306 93	3610 60	-303.67	ST	Y
	75.0000	04/23/2012	4960 40	5375 69	-415 29	ST	Y
475 0000 DISCOVER FINL SVCS - 254709108 - MINOR = 43							
SOLD		11/19/2012	19199 11				
ACQ	475.0000	09/13/2012	19199 11	18298.05	901 06	ST	Y
225 0000 DIRECTV - 25490A309 - MINOR = 43							
SOLD		11/19/2012	10966 27				
ACQ	150 0000	04/09/2012	7310 85	7379.10	-68.25	ST	Y
	75.0000	11/30/2011	3655 42	3510.97	144.45	ST	Y
100 0000 FMC TECHNOLOGIES INC - 30249U101 - MINOR = 43							
SOLD		11/19/2012	4101 90				
ACQ	100.0000	09/21/2011	4101 90	4305.19	-203.29	LT15	Y
1200 0000 FORD MOTOR CO DEL - 345370860 - MINOR = 43							
SOLD		11/19/2012	12935 83				
ACQ	250 0000	09/07/2011	2694 96	2610 00	84.96	LT15	Y
	425 0000	04/21/2010	4581 44	5984 13	-1402 69	LT15	Y
	525 0000	09/17/2012	5659 43	5438 90	220 53	ST	Y
425 0000 GAMESTOP CORP-A - 36467W109 - MINOR = 43							
SOLD		11/19/2012	10958 38				
ACQ	175 0000	07/16/2012	4512 27	2909 60	1602 67	ST	Y
	250 0000	04/18/2011	6446 11	6476 70	-30 59	LT15	Y
175 0000 HARLEY DAVIDSON INC COM - 412822108 - MINOR = 43							
SOLD		11/19/2012	8335 07				
ACQ	100.0000	11/04/2011	4762 90	3881.22	881.68	LT15	Y
	75.0000	11/14/2011	3572 17	2964.87	607.30	LT15	Y
225 0000 HARRIS CORP DEL - 413875105 - MINOR = 43							
SOLD		11/19/2012	10460 05				
ACQ	150.0000	09/14/2012	6973 37	7512.08	-538.71	ST	Y
	75.0000	10/17/2012	3486 68	3541.01	-54.33	ST	Y
175 0000 IDEXX LABS INC - 45168D104 - MINOR = 43							
SOLD		11/19/2012	16005 16				
ACQ	125 0000	07/20/2012	11432 26	11208.63	223 63	ST	Y
	50 0000	07/26/2012	4572 90	4382.01	190 89	ST	Y
150 0000 ILLUMINA INC - 452327109 - MINOR = 43							
SOLD		11/19/2012	7528 35				
ACQ	100 0000	12/23/2011	5018 90	2933.28	2085.62	ST	Y
	50.0000	12/09/2011	2509 45	1426 58	1082 87	ST	Y
200 0000 INTERCONTINENTAL EXCHANGE INC - 45865V100 - MINOR = 43							
SOLD		11/19/2012	25835 42				
ACQ	200 0000	08/02/2012	25835 42	25442 22	393 20	ST	Y
1700 0000 KROGER - 501044101 - MINOR = 43							
SOLD		11/19/2012	41683 23				
ACQ	1000 0000	02/03/2011	24519 55	21935 40	2584 15	LT15	Y
	200 0000	10/31/2011	4903 91	4656 46	247.45	LT15	Y
	200.0000	02/10/2012	4903 91	4734 42	169.49	ST	Y
	300 0000	02/03/2012	7355 86	7212 00	143.86	ST	Y
400.0000 LEAR CORP - 521865204 - MINOR = 43							
SOLD		11/19/2012	16796 42				
ACQ	100.0000	10/28/2010	4199 10	4402 52	-203.42	LT15	Y
	150.0000	06/28/2010	6298 66	5300 44	998.22	LT15	Y
	75.0000	10/31/2011	3149 33	3513 70	-364.37	LT15	Y
	75 0000	06/15/2012	3149 33	2812 88	336.45	ST	Y
75 0000 LINKEDIN CORP-A - 53578A108 - MINOR = 43							
SOLD		11/19/2012	7781 82				
ACQ	35.0000	07/06/2012	3631 52	3752 00	-120.48	ST	Y
	40.0000	06/05/2012	4150 30	3692 96	457.34	ST	Y

TRUST YEAR ENDING 12/31/2012

TAX PREPARER: 1
 TRUST ADMINISTRATOR: 35
 INVESTMENT OFFICER: 107

LEGEND F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
2500 0000 MGM MIRAGE - 552953101 - MINOR = 43							
SOLD		11/19/2012	24525 19				
ACQ	1200.0000	12/23/2011	11772 10	11768.52	3.58	ST	Y
	300.0000	04/03/2012	2943 02	4160.31	-1217.29	ST	Y
	300.0000	07/10/2012	2943 02	3158.67	-215.65	ST	Y
	300.0000	08/14/2012	2943 02	3006.69	-63.67	ST	Y
	400.0000	02/28/2012	3924 03	5530.92	-1606.89	ST	Y
2100 0000 MICRON TECHNOLOGY INC COM - 595112103 - MINOR = 43							
SOLD		11/19/2012	11696 94				
ACQ	1300 0000	10/18/2011	7240 96	7378.02	-137 06	LT15	Y
	800 0000	10/24/2011	4455 98	4453 68	2 30	LT15	Y
200 0000 NOBLE ENERGY INC - 655044105 - MINOR = 43							
SOLD		11/19/2012	18653 60				
ACQ	50 0000	04/22/2010	4663 40	3959.48	703 92	LT15	Y
	50 0000	07/14/2010	4663 40	3347.82	1315 58	LT15	Y
	50 0000	03/23/2011	4663 40	4779.56	-116 16	LT15	Y
	50.0000	05/13/2011	4663 40	4381.38	282.02	LT15	Y
275 0000 OCEANEERING INTL INC - 675232102 - MINOR = 43							
SOLD		11/19/2012	14948 69				
ACQ	150 0000	05/22/2012	8153 83	7172.48	981.35	ST	Y
	50.0000	08/02/2012	2717 94	2618.03	99.91	ST	Y
	75.0000	06/01/2012	4076 92	3368.84	708.08	ST	Y
175.0000 PRECISION CASTPARTS CORP - 740189105 - MINOR = 43							
SOLD		11/19/2012	30669 80				
ACQ	10.0000	10/19/2012	1752 56	1659.93	92.63	ST	Y
	30.0000	08/04/2011	5257 68	4555.46	702.22	LT15	Y
	40.0000	02/01/2012	7010 24	6675.72	334.52	ST	Y
	45 0000	09/20/2012	7886 52	7243 57	642.95	ST	Y
	50.0000	10/31/2011	8762 80	8196.58	566.22	LT15	Y
800 0000 FULTE CORP - 745867101 - MINOR = 43							
SOLD		11/19/2012	12775 79				
ACQ	250.0000	09/06/2012	3992 43	3622 48	369 95	ST	Y
	550 0000	08/15/2012	8783 36	6950 13	1833 23	ST	Y
250 0000 RED HAT INC - 756577102 - MINOR = 43							
SOLD		11/19/2012	12062 26				
ACQ	125 0000	07/10/2012	6031 13	6400 00	-368 88	ST	Y
	125.0000	07/11/2012	6031 13	6405 65	-374 52	ST	Y
175 0000 TRW AUTOMOTIVE HOLDINGS CORP - 87264S106 - MINOR = 43							
SOLD		11/19/2012	8357 81				
ACQ	125.0000	10/18/2011	5969 86	4988 20	981.66	LT15	Y
	50.0000	09/23/2011	2387 95	1686 85	701.10	LT15	Y
125 0000 VERTEX PHARMACEUTICALS INC - 92532F100 - MINOR = 43							
SOLD		11/19/2012	5136 13				
ACQ	50.0000	07/03/2012	2054 45	2745 17	-690 72	ST	Y
	75 0000	01/06/2012	3081 68	2554.49	527 19	ST	Y
125 0000 BUNGE LIMITED - G16962105 - MINOR = 43							
SOLD		11/19/2012	8911 06				
ACQ	125.0000	09/26/2012	8911 06	8176.31	734 75	ST	Y
200 0000 VALIDUS HOLDINGS LTD - G9319H102 - MINOR = 44							
SOLD		11/19/2012	6785 94				
ACQ	200 0000	08/23/2012	6785 94	6637 82	148.12	ST	Y
375 0000 LYONDELLBASELL INDUSTRIES NV - N53745100 - MINOR = 44							
SOLD		11/19/2012	17954 64				
ACQ	100.0000	05/04/2012	4787 90	3977.40	810 50	ST	Y
	125 0000	10/19/2011	5984 88	3353.00	2631 88	LT15	Y
	75.0000	09/30/2011	3590 93	1809 59	1781 34	LT15	Y
	75.0000	10/10/2012	3590 93	3741 37	-150 44	ST	Y
FOUND UPDATE 02/16/13							
125 0000 AFFILIATED MANAGERS GROUP INC - 008252108 - MINOR = 43							
SOLD		11/20/2012	15689 64				
ACQ	25 0000	06/27/2012	3137 93	2617 50	520 43	ST	Y
	25 0000	10/08/2012	3137 93	3087 12	50 81	ST	Y
	75.0000	06/26/2012	9413 78	7690.62	1723 16	ST	Y
250 0000 ALLERGAN INC - 018490102 - MINOR = 43							
SOLD		11/20/2012	22744 50				
ACQ	50 0000	02/10/2011	4548 90	3638.79	910 11	LT15	Y
	50 0000	02/11/2011	4548 90	3694 86	854 04	LT15	Y
	50 0000	03/23/2011	4548 90	3412.04	1136.86	LT15	Y
	50 0000	04/25/2011	4548 90	3897 89	651.01	LT15	Y
	50 0000	09/16/2011	4548 90	4152 08	396 82	LT15	Y
250 0000 ANSYS INC - 03662Q105 - MINOR = 43							
SOLD		11/20/2012	16877 14				
ACQ	200 0000	06/28/2012	13501 71	12370.02	1131.69	ST	Y
	50 0000	07/23/2012	3375 43	2858.51	516.92	ST	Y
950 0000 ASTRAZENCA PLC - 046353108 - MINOR = 44							
SOLD		11/20/2012	42654 13				
ACQ	100 0000	02/18/2011	4489 91	4932.01	-442 10	LT15	Y
	100.0000	02/21/2012	4489 91	4509.21	-19.30	ST	Y
	150 0000	06/10/2010	6734 86	6552.87	181.99	LT15	Y
	200 0000	05/13/2010	8979 82	8623.28	356.54	LT15	Y
	200 0000	11/30/2010	8979 82	9392.88	-413 06	LT15	Y
	50.0000	12/10/2010	2244 95	2388.75	-143 80	LT15	Y
	75 0000	06/22/2010	3367 43	3405.82	-38 39	LT15	Y
	75 0000	11/09/2011	3367 43	3408 23	-40 80	LT15	Y

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 1
 TRUST ADMINISTRATOR 35
 INVESTMENT OFFICER 107

LEGEND. F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
850.0000 CIT GROUP INC - 125581801 - MINOR = 43							
SOLD		11/20/2012	31534 38				
ACQ	100.0000	02/01/2012	3709 93	3901.64	-191.71	ST	Y
	100.0000	06/18/2012	3709 93	3327.69	382.24	ST	Y
	150.0000	01/09/2012	5564 89	5396 79	168 10	ST	Y
	150.0000	01/27/2012	5564 89	5710.88	-145 99	ST	Y
	350.0000	12/07/2011	12984 74	11891.32	1093.42	ST	Y
425 0000 CITRIX SYS INC - 177376100 - MINOR = 43							
SOLD		11/20/2012	25686 93				
ACQ	25 0000	12/03/2010	1511 00	1767 67	-256.67	LT15	Y
	50.0000	12/23/2010	3021 99	3423 71	-401.72	LT15	Y
	50.0000	01/06/2011	3021 99	3443.14	-421.15	LT15	Y
	50 0000	06/17/2011	3021 99	3701 16	-679 17	LT15	Y
	50.0000	08/01/2011	3021 99	3517.75	-495 76	LT15	Y
	50.0000	07/25/2012	3021 99	3783.76	-761.77	ST	Y
	75.0000	09/26/2012	4532 99	5577.28	-1044.29	ST	Y
	75.0000	10/24/2012	4532 99	4798.83	-265.84	ST	Y
1050 0000 COMCAST CORP-CL A - 20030N101 - MINOR = 43							
SOLD		11/20/2012	38251 68				
ACQ	131.0000	02/22/2011	4772 35	3310.37	1461 98	LT15	Y
	125.0000	03/24/2011	4553 77	3067.05	1486 72	LT15	Y
	280.0000	09/21/2012	10200 45	10168 31	32.14	ST	Y
	50.0000	05/04/2010	1821 51	992 53	828.98	LT15	Y
	70.0000	06/02/2010	2550 11	1283 62	1266.49	LT15	Y
	300.0000	03/29/2011	10929 05	7368.96	3560.09	LT15	Y
	94.0000	02/22/2011	3424 44	2375.38	1049.06	LT15	Y
1700 0000 DELTA AIR LINES INC - 247361702 - MINOR = 43							
SOLD		11/20/2012	16387 80				
ACQ	400.0000	07/22/2011	3855 95	3243.92	612 03	LT15	Y
	600 0000	09/27/2012	5783 93	5460 24	323 69	ST	Y
	700 0000	10/06/2011	6747 92	5312 51	1435.41	LT15	Y
375.0000 DOLLAR GENERAL CORP - 256677105 - MINOR = 43							
SOLD		11/20/2012	17969 64				
ACQ	125.0000	09/18/2012	5989 88	6264 88	-275.00	ST	Y
	50.0000	09/09/2011	2395 95	1732.34	663.61	LT15	Y
	50 0000	10/26/2012	2395 95	2392 20	3.75	ST	Y
	75.0000	11/18/2011	3593 93	2985.52	608.41	LT15	Y
	75.0000	12/12/2011	3593 93	3086.51	507 42	ST	Y
175 0000 EDISON INTERNATIONAL - 281020107 - MINOR = 43							
SOLD		11/20/2012	7698 58				
ACQ	175.0000	02/17/2012	7698 58	7233.63	464.95	ST	Y
155.0000 F5 NETWORKS INC - 315616102 - MINOR = 43							
SOLD		11/20/2012	13512 61				
ACQ	30.0000	06/05/2012	2615 34	3000.99	-385 65	ST	Y
	50 0000	04/16/2012	4358 91	6140 89	-1781.98	ST	Y
	75.0000	05/25/2012	6538 36	8257.80	-1719.44	ST	Y
450 0000 FIDELITY NATIONAL FINANCIAL INC - 31620R105 - MINOR = 43							
SOLD		11/20/2012	10322 82				
ACQ	150 0000	10/01/2012	3440 94	3234 53	206.41	ST	Y
	300 0000	09/13/2012	6881 88	5968 11	913.77	ST	Y
600 0000 GANNETT CO INC - 364730101 - MINOR = 43							
SOLD		11/20/2012	10380 06				
ACQ	250 0000	10/25/2011	4325 02	2864 58	1460 44	LT15	Y
	275 0000	10/18/2011	4757 53	2864.68	1892.85	LT15	Y
	75 0000	08/11/2011	1297 51	749.01	548.50	LT15	Y
800 0000 GENERAL MOTORS CO - 37045V100 - MINOR = 43							
SOLD		11/20/2012	19751 66				
ACQ	100.0000	07/05/2011	2468 96	3114.71	-645.75	LT15	Y
	125 0000	09/07/2011	3086 20	2813.04	273 16	LT15	Y
	125 0000	10/25/2011	3086 20	3121.64	-35 44	LT15	Y
	150.0000	06/21/2012	3703 43	3135.98	567 45	ST	Y
	300.0000	11/16/2011	7406 87	6903.60	503 27	LT15	Y
300 0000 HEALTH NET INC - 42222G108 - MINOR = 43							
SOLD		11/20/2012	7265 99				
ACQ	100 0000	01/09/2012	2422 00	3292 32	-870.32	ST	Y
	200 0000	11/09/2010	4843 99	5756 86	-912.87	LT15	Y
250 0000 HERSHEY FOODS - 427866108 - MINOR = 43							
SOLD		11/20/2012	18064 97				
ACQ	125 0000	02/24/2012	9032 49	7621.86	1410.63	ST	Y
	50 0000	12/19/2011	3612 99	2992 69	620 30	ST	Y
	75 0000	02/15/2012	5419 49	4561.72	857.77	ST	Y
2300 0000 HEWLETT-PACKARD CO - 428236103 - MINOR = 5010							
SOLD		11/20/2012	26818 08				
ACQ	100.0000	05/19/2011	1166 00	3613.34	-2447.34	LT15	Y
	100.0000	12/19/2011	1166 00	2569.34	-1403.34	ST	Y
	171.0000	03/23/2011	1993 87	7167.60	-5173.73	LT15	Y
	200.0000	03/08/2012	2332 01	4916.28	-2584.27	ST	Y
	200.0000	03/13/2012	2332 01	4834.74	-2502.73	ST	Y
	25 0000	03/17/2008	291 50	1148.86	-857.36	LT15	Y
	250.0000	05/26/2010	2915 01	11562.78	-8647 77	LT15	Y
	30 0000	01/10/2008	349 80	1352.44	-1002 64	LT15	Y
	300 0000	08/05/2011	3498 01	9743 73	-6245.72	LT15	Y
	300 0000	09/17/2012	3498 01	5424.66	-1926 65	ST	Y
	45 0000	04/22/2008	524 70	2166 54	-1641 84	LT15	Y
	500 0000	08/19/2011	5830 02	11761.20	-5931 18	LT15	Y
	70 0000	07/07/2010	816 20	3098.36	-2282 16	LT15	Y
	9 0000	10/08/2008	104 94	356 16	-251 22	LT15	Y

ACCT 300W CH302238
 FROM 11/05/2012
 TO 12/31/2012

CHEVY CHASE TRUST COMPANY
 STATEMENT OF CAPITAL GAINS AND LOSSES
 THE MENTAL WELLNESS FNDTN, INC

PAGE 71
 RUN 04/19/2013
 10 59 26 AM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER: 1
 TRUST ADMINISTRATOR 35
 INVESTMENT OFFICER 107

LEGEND F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
300 0000 INTUIT - 461202103 - MINOR = 43							
SOLD		11/20/2012	17504 64				
ACQ	75.0000	02/22/2011	4376 16	3962.28	413.88	LT15	Y
	75.0000	03/29/2011	4376 16	3870.18	505.98	LT15	Y
	75.0000	08/03/2011	4376 16	3426.38	949.78	LT15	Y
	75.0000	05/02/2012	4376 16	4363.91	12.25	ST	Y
21.0000 INTUITIVE SURGICAL INC - 46120E602 - MINOR = 43							
SOLD		11/20/2012	11376 28				
ACQ	14.0000	08/08/2012	7584 19	7016 25	567 94	ST	Y
	7.0000	08/30/2012	3792 09	3453 91	338.18	ST	Y
300 0000 LAUDER ESTEE COS INC - 518439104 - MINOR = 43							
SOLD		11/20/2012	17297 64				
ACQ	125 0000	06/11/2012	7207 35	6904.91	302 44	ST	Y
	50 0000	07/10/2012	2882 94	2586.16	296 78	ST	Y
	50 0000	10/26/2012	2882 94	3044.48	-161 54	ST	Y
	75.0000	07/25/2012	4324 41	3934.26	390.15	ST	Y
700 0000 MACY S INC - 55616P104 - MINOR = 43							
SOLD		11/20/2012	28741 36				
ACQ	100.0000	07/03/2012	4105 91	3330 53	775 38	ST	Y
	275.0000	06/07/2012	11291 25	10082 68	1208.57	ST	Y
	325.0000	05/30/2012	13344 20	12449 40	894 80	ST	Y
450 0000 MARATHON OIL CORP - 565849106 - MINOR = 43							
SOLD		11/20/2012	14102 73				
ACQ	100.0000	07/02/2010	3133 94	1882.85	1251 09	LT15	Y
	100.0000	07/15/2010	3133 94	1952 12	1181.82	LT15	Y
	100.0000	04/12/2012	3133 94	3020 05	113.89	ST	Y
	150.0000	04/20/2011	4700 91	4818 02	-117.11	LT15	Y
375 0000 MCGRAW HILL COMPANIES INC - 580645109 - MINOR = 43							
SOLD		11/20/2012	19193 78				
ACQ	100.0000	06/14/2012	5118 34	4251 21	867 13	ST	Y
	100.0000	08/22/2012	5118 34	4927.71	190 63	ST	Y
	175 0000	05/04/2011	8957 10	7084.82	1872 28	LT15	Y
775 0000 NV ENERGY INC - 67073Y106 - MINOR = 43							
SOLD		11/20/2012	13725 01				
ACQ	300 0000	10/06/2011	5312 91	4324 17	988 74	LT15	Y
	475 0000	08/16/2011	8412 10	6910 92	1501 18	LT15	Y
100 0000 O REILLY AUTOMOTIVE INC - 67103H107 - MINOR = 43							
SOLD		11/20/2012	9223 80				
ACQ	100.0000	09/25/2012	9223 80	8449 85	773.95	ST	Y
17.0000 PRICELINE.COM INC - 741503403 - MINOR = 43							
SOLD		11/20/2012	10798 15				
ACQ	12.0000	05/17/2012	7622 22	7765 48	-143.26	ST	Y
	5.0000	08/10/2012	3175 93	2812.72	363.21	ST	Y
125 0000 RACKSPACE HOSTING INC - 750086100 - MINOR = 43							
SOLD		11/20/2012	8181 07				
ACQ	125.0000	07/06/2012	8181 07	5563.58	2617 49	ST	Y
275 0000 STATE STREET CORP - 857477103 - MINOR = 43							
SOLD		11/20/2012	12482 00				
ACQ	275.0000	06/08/2012	12482 00	11573.27	908 73	ST	Y
600 0000 TIBCO SOFTWARE INC - 88632Q103 - MINOR = 43							
SOLD		11/20/2012	14819 65				
ACQ	125.0000	05/30/2012	3087 43	3444 03	-356 60	ST	Y
	150 0000	03/14/2012	3704 91	4479 92	-775.00	ST	Y
	150.0000	05/16/2012	3704 91	4381 40	-676.49	ST	Y
	175.0000	04/04/2012	4322 40	5485 92	-1163.52	ST	Y
200 0000 TIME WARNER CABLE INC - 88732J207 - MINOR = 43							
SOLD		11/20/2012	18670 32				
ACQ	100 0000	12/03/2009	9335 16	4271.08	5064.07	LT15	Y
	50 0000	10/31/2011	4667 58	3186.42	1481 16	LT15	Y
	50 0000	11/29/2011	4667 58	2865.91	1801 67	ST	Y
500 0000 VIACOM INC-B W/I - 92553P201 - MINOR = 43							
SOLD		11/20/2012	25059 49				
ACQ	100 0000	05/31/2011	5011 90	5019.72	-7 82	LT15	Y
	100 0000	06/08/2011	5011 90	4855.15	156 75	LT15	Y
	300.0000	11/23/2010	15035 69	11215.68	3820 01	LT15	Y
600 0000 WELLPOINT INC - 94973V107 - MINOR = 43							
SOLD		11/20/2012	33325 21				
ACQ	100.0000	07/26/2012	5554 20	5291.59	262 62	ST	Y
	150.0000	07/25/2012	8331 31	8062 82	268 49	ST	Y
	40.0000	07/25/2011	2221 68	2974 35	-752 67	LT15	Y
	50.0000	05/27/2011	2777 10	3876 26	-1099.16	LT15	Y
	50.0000	01/27/2012	2777 10	3237 43	-460 33	ST	Y
	60.0000	04/18/2011	3332 52	4089 50	-756.98	LT15	Y
	75.0000	04/27/2011	4165 65	5602 51	-1436.86	LT15	Y
	75.0000	04/29/2011	4165 65	5724 43	-1558.78	LT15	Y
23510 3690 ALLIANCEBERNSTEIN GLBL RE II - 018907501 - MINOR = 60							
SOLD		12/20/2012	228285 69				
ACQ	1037 0680	12/27/2010	10069 93	9012 12	1057.81	LT15	Y
	123 2930	09/21/2009	1197 18	1004 84	192.34	LT15	Y
	1234 8310	12/28/2009	11990 21	9656 38	2333.83	LT15	Y
	128 6920	09/19/2012	1249 60	1239 30	10.30	ST	Y
	1447.1330	01/04/2008	14051 66	16150 00	-2098.34	LT15	Y
	163.1500	09/20/2010	1584 19	1380 25	203.94	LT15	Y
	185 1610	06/29/2012	1797 91	1670 15	127.76	ST	Y
	200.9920	06/23/2008	1951 63	2104 39	-152 76	LT15	Y
	201.3830	09/22/2008	1955 43	1890 99	64.44	LT15	Y
	202.0100	12/26/2008	1961 52	1203 98	757 54	LT15	Y

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CHEVY CHASE TRUST COMPANY
 STATEMENT OF CAPITAL GAINS AND LOSSES
 THE MENTAL WELLNESS FNDTN, INC

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TRUST YEAR ENDING 12/31/2012

TAX PREPARER: 1
 TRUST ADMINISTRATOR 35
 INVESTMENT OFFICER: 107

LEGEND. F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
	203 1850	03/22/2012	1972 93	1816 47	156.46	ST	Y
	226 0270	03/22/2010	2194 72	1844 38	350.34	LT15	Y
	232 1190	06/22/2009	2253 88	1429.85	824.03	LT15	Y
	234 4630	03/23/2011	2276 64	2063.27	213.37	LT15	Y
	248 1940	03/23/2009	2409 96	1213 67	1196 29	LT15	Y
	2530.4770	06/29/2005	24570 93	35502 59	-10931.66	LT15	Y
	268.6400	06/21/2010	2608 49	2090 02	518.47	LT15	Y
	3039 5140	07/25/2007	29513 68	50000 00	-20486.32	LT15	Y
	306.8840	12/27/2011	2979 84	2427.45	552.39	ST	Y
	5223.5650	11/28/2007	50720 82	86450.00	-35729 18	LT15	Y
	5911.9310	12/27/2007	57404 85	68401 04	-10996 19	LT15	Y
	68 3810	06/22/2011	663 98	625 00	38.98	LT15	Y
	93 2760	09/22/2011	905 71	700 50	205.21	LT15	Y
1100 0000 BP AMOCO PLC SPNSR ADR - 055622104 - MINOR = 44							
SOLD		12/20/2012	46298 07				
ACQ	100 0000	10/24/2011	4208 92	4158.98	49.94	LT15	Y
	125 0000	10/06/2011	5261 14	4525.75	735.39	LT15	Y
	150.0000	10/07/2011	6313 37	5560.53	752.84	LT15	Y
	150 0000	03/29/2012	6313 37	6588 93	-275.56	ST	Y
	275 0000	09/15/2011	11574 52	10809 34	765.18	LT15	Y
	300 0000	08/11/2011	12626 75	11895.63	731 12	LT15	Y
1350 0000 CISCO SYSTEMS INC - 17275R102							
SOLD		12/20/2012	27161 54				
ACQ	270.0000	02/21/2012	5432 31	5519.72	-87.41	ST	Y
	500.0000	12/27/2011	10059 83	9274.60	785.23	ST	Y
	580.0000	02/10/2012	11669 40	11601 91	67.49	ST	Y
200 0000 DIAMOND OFFSHORE DRILLING INC - 25271C102 - MINOR = 43							
SOLD		12/20/2012	13981 70				
ACQ	200 0000	10/17/2012	13981 70	13939.49	42 21	ST	Y
400 0000 E M C CORP MASS - 268648102 - MINOR = 43							
SOLD		12/20/2012	10279 80				
ACQ	200 0000	04/16/2010	5139 90	3866 44	1273.46	LT15	Y
	200 0000	05/28/2010	5139 90	3741 74	1398 16	LT15	Y
75 0000 FLOWSERVE CORP - 34354P105 - MINOR = 43							
SOLD		12/20/2012	10886 75				
ACQ	25 0000	03/23/2011	3628 92	3103 39	525 53	LT15	Y
	17 0000	04/13/2011	2467 66	2164 68	302.98	LT15	Y
	8 0000	04/13/2011	1161 25	1018.67	142.58	LT15	Y
	25 0000	04/25/2011	3628 92	3324 47	304.45	LT15	Y
250 0000 HELMERICH & PAYNE INC - 423452101 - MINOR = 43							
SOLD		12/20/2012	14097 43				
ACQ	250 0000	05/31/2012	14097 43	11220 08	2877 35	ST	Y
550 0000 INTEL CORP - 458140100 - MINOR = 31001							
SOLD		12/20/2012	11484 02				
ACQ	550 0000	06/12/2012	11484 02	14554 65	-3070 63	ST	Y
850.0000 MORGAN STANLEY DEAN WITTER - 617446448 - MINOR = 31000							
SOLD		12/20/2012	16353 72				
ACQ	850.0000	07/02/2012	16353 72	12478 09	3875.63	ST	Y
100.0000 ROCKWELL INTL CORP NEW - 773903109 - MINOR = 43							
SOLD		12/20/2012	8282 82				
ACQ	50 0000	09/06/2011	4141 41	2831 87	1309.54	LT15	Y
	50 0000	11/03/2011	4141 41	3562 24	579 17	LT15	Y
275 0000 TRANSOCEAN LTD - H8817H100 - MINOR = 44							
SOLD		12/20/2012	12701 99				
ACQ	175 0000	11/08/2011	8083 08	8968.23	-885 15	LT15	Y
	25 0000	08/01/2011	1154 73	1532 80	-378 07	LT15	Y
	75 0000	06/04/2012	3464 18	2968.70	495.48	ST	Y
500 0000 BB&T CORP COM - 054937107 - MINOR = 43							
SOLD		12/27/2012	14299 73				
ACQ	100 0000	10/17/2012	2859 95	3224.90	-364.95	ST	Y
	400 0000	09/07/2012	11439 78	13082.04	-1642.26	ST	Y
60 0000 CHIPOTLE MEXICAN GRILL INC - 169656105 - MINOR = 43							
SOLD		12/27/2012	17513 60				
ACQ	10 0000	07/31/2012	2918 93	2921 13	-2 20	ST	Y
	17.0000	07/09/2012	4962 19	6565 44	-1603 25	ST	Y
	26.0000	07/20/2012	7589 23	8274 35	-685.12	ST	Y
	7 0000	07/10/2012	2043 25	2675 61	-632 36	ST	Y
1300.0000 CITIGROUP INC - 172967424 - MINOR = 43							
SOLD		12/27/2012	50149 98				
ACQ	110 0000	03/23/2011	4243 46	4798 86	-555 40	LT15	Y
	130.0000	03/30/2011	5015 00	5846 23	-831.23	LT15	Y
	130.0000	04/20/2011	5015 00	5928.78	-913.78	LT15	Y
	200 0000	07/22/2011	7715 38	8035.86	-320.48	LT15	Y
	200 0000	10/27/2011	7715 38	6652.10	1063.28	LT15	Y
	300.0000	05/19/2011	11573 08	12411.81	-838.73	LT15	Y
	70.0000	04/19/2011	2700 38	3132.01	-431 63	LT15	Y
	70.0000	04/29/2011	2700 38	3190.46	-490 08	LT15	Y
	90.0000	04/28/2011	3471 92	4100.94	-629 02	LT15	Y
350 0000 COACH INC - 189754104 - MINOR = 43							
SOLD		12/27/2012	18955 93				
ACQ	100 0000	04/13/2012	5415 98	7422 12	-2006 14	ST	Y
	100.0000	05/16/2012	5415 98	6735 10	-1319 12	ST	Y
	50.0000	04/16/2012	2707 99	3675 69	-967 70	ST	Y
	50 0000	04/25/2012	2707 99	3613 33	-905 34	ST	Y
	50 0000	07/31/2012	2707 99	2554 75	153.24	ST	Y

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CHEVY CHASE TRUST COMPANY
 STATEMENT OF CAPITAL GAINS AND LOSSES
 THE MENTAL WELLNESS FNDTN, INC

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TRUST YEAR ENDING 12/31/2012

TAX PREPARER: 1
 TRUST ADMINISTRATOR 35
 INVESTMENT OFFICER 107

LEGEND F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
125 0000 EOG RES INC - 26875P101 - MINOR = 43							
SOLD		12/27/2012	15033 60				
ACQ	35 0000	01/20/2011	4209 41	3493.66	715.75	LT15	Y
	40.0000	07/20/2011	4810 75	4171 45	639.30	LT15	Y
	50 0000	07/26/2011	6013 44	5325 96	687 48	LT15	Y
475 0000 JP MORGAN CHASE & CO - 46625H100 - MINOR = 31001							
SOLD		12/27/2012	20381 84				
ACQ	100 0000	10/15/2010	4290 91	3733 87	557 04	LT15	Y
	307 0000	03/29/2012	13173 11	14020.08	-846.97	ST	Y
	68 0000	08/30/2010	2917 82	2466.99	450.83	LT15	Y
225 0000 LAS VEGAS SANDS - 517834107 - MINOR = 43							
SOLD		12/27/2012	10028 04				
ACQ	75 0000	05/18/2012	3342 68	3546.04	-203 36	ST	Y
	75 0000	05/30/2012	3342 68	3574.30	-231 62	ST	Y
	75 0000	07/06/2012	3342 68	3181.09	161 59	ST	Y
175 0000 MCKESSON HBOC INC - 58155Q103 - MINOR = 43							
SOLD		12/27/2012	16734 90				
ACQ	50.0000	03/22/2012	4781 40	4319.62	461 78	ST	Y
	50.0000	05/02/2012	4781 40	4498 56	282 84	ST	Y
	75.0000	03/07/2012	7172 10	6205 37	966.73	ST	Y
300 0000 MEDTRONIC - 585055106 - MINOR = 43							
SOLD		12/27/2012	12254 75				
ACQ	300.0000	10/04/2012	12254 75	13191 57	-936.82	ST	Y
800 0000 TYSON FOODS INC CL A - 902494103 - MINOR = 43							
SOLD		12/27/2012	15399 73				
ACQ	200.0000	10/26/2011	3849 93	3762 98	86 95	LT15	Y
	275 0000	06/30/2011	5293 66	5338.96	-45 30	LT15	Y
	325 0000	05/02/2011	6256 14	6453 85	-197 71	LT15	Y
725.0000 UNITEDHEALTH GROUP INC - 91324P102 - MINOR = 43							
SOLD		12/27/2012	39172 63				
ACQ	100 0000	06/27/2011	5403 12	5089.32	313.80	LT15	Y
	100 0000	08/08/2011	5403 12	4264.09	1139.03	LT15	Y
	100 0000	08/10/2011	5403 12	4209.73	1193 39	LT15	Y
	100 0000	08/15/2012	5403 12	5245.27	157 85	ST	Y
	105.0000	05/15/2012	5673 28	5822.93	-149 65	ST	Y
	23 0000	02/08/2012	1242 72	1198 69	44 03	ST	Y
	50.0000	07/06/2012	2701 56	2767.54	-65 98	ST	Y
	72.0000	04/13/2012	3890 25	4188.94	-298.69	ST	Y
	75 0000	10/13/2011	4052 34	3460.04	592 30	LT15	Y
TOTALS			1690051 00	1739822.37			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	6779 92	0 00	-56551.29	0.00	0 00	0.00*
COVERED FROM ABOVE	0 00	0.00	0.00	0 00	0.00	
COMMON TRUST FUND	0 00	0.00	0.00			0 00
CAPITAL GAIN DIVIDENDS	982 36	0 00	1478 33			0 00
	7762.28	0.00	-55072.96	0.00	0 00	0.00
STATE						
NONCOVERED FROM ABOVE	6779 92	0 00	-56551 29	0 00	0 00	0.00*
COVERED FROM ABOVE	0 00	0.00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0.00	0 00			0.00
CAPITAL GAIN DIVIDENDS	982 36	0 00	1478 33			0 00
	7762 28	0 00	-55072 96	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0.00
MARYLAND	N/A	N/A

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CHEVY CHASE TRUST COMPANY
 STATEMENT OF CAPITAL GAINS AND LOSSES
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TRUST YEAR ENDING 12/31/2013

TAX PREPARER: 1
 TRUST ADMINISTRATOR: 35
 INVESTMENT OFFICER: 107

LEGEND: F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
100.0000 MEAD JOHNSON NUTRITION CO - 582839106 - MINOR = 43							
SOLD		01/02/2013	6851 23				
ACQ	25.0000	10/10/2012	1712 81	1792 81	-80 00	ST	Y
	75.0000	10/08/2012	5138 42	5420.10	-281 68	ST	Y
53 0000 APPLE COMPUTER - 037833100 - MINOR = 43							
SOLD		02/19/2013	24330 70				
ACQ	28.0000	05/11/2010	12853 95	7059 64	5794 31	LT15	Y
	6.0000	10/09/2012	2754.42	3790 87	-1036.45	ST	Y
	9.0000	09/26/2012	4131 63	6037.61	-1905 98	ST	Y
	10.0000	02/03/2010	4590 70	1971.30	2619 40	LT15	Y
300 0000 BOEING COMPANY - 097023105 - MINOR = 43							
SOLD		02/19/2013	22418 52				
ACQ	100.0000	02/13/2012	7472 84	7497 13	-24 29	LT15	Y
	25.0000	09/20/2012	1868 21	1744.90	123 31	ST	Y
	50.0000	11/07/2011	3736 42	3279 52	456 90	LT15	Y
	50.0000	11/08/2011	3736 42	3288 52	447.90	LT15	Y
	75.0000	11/30/2011	5604 63	5070 47	534 16	LT15	Y
550.0000 EXXON MOBIL CORP - 30231G102 - MINOR = 31001							
SOLD		02/19/2013	48668 46				
ACQ	100.0000	10/12/2012	8848.81	9080 89	-232 08	ST	Y
	125.0000	09/05/2012	11061.01	10935.51	125 50	ST	Y
	275.0000	08/09/2012	24334 23	24260.72	73 51	ST	Y
	50.0000	09/27/2012	4424.41	4601.09	-176 68	ST	Y
344.0000 GILEAD SCIENCES INC COM - 375558103 - MINOR = 43							
SOLD		02/19/2013	14647.22				
ACQ	150 0000	03/29/2011	6386.87	3139.76	3247 11	LT15	Y
	194.0000	03/29/2010	8260 35	4480.11	3780 24	LT15	Y
250 0000 NATIONAL-OILWELL INC - 637071101 - MINOR = 43							
SOLD		02/19/2013	17447.14				
ACQ	125.0000	03/27/2012	8723.57	9790.34	-1066 78	ST	Y
	50.0000	04/13/2012	3489.43	3948.58	-459 15	ST	Y
	75.0000	02/17/2012	5234 14	6318 05	-1083 91	LT15	Y
2700 0000 PFIZER INC - 717081103							
SOLD		02/19/2013	73978 60				
ACQ	1200.0000	11/28/2007	32879.38	27718.32	5161.06	LT15	Y
	200 0000	07/13/2007	5479.90	5194.20	285 70	LT15	Y
	200.0000	11/11/2010	5479 90	3373.62	2106 28	LT15	Y
	200.0000	06/08/2011	5479 90	4133.30	1346 60	LT15	Y
	300.0000	06/05/2009	8219 84	4410 72	3809 12	LT15	Y
	300 0000	06/26/2009	8219 84	4583.76	3636 08	LT15	Y
	300.0000	08/19/2010	8219 84	4788.30	3431 54	LT15	Y
400 0000 QUALCOMM INC - 747525103 - MINOR = 31000							
SOLD		02/19/2013	26246 37				
ACQ	100.0000	04/19/2011	6561 59	5322.15	1239 44	LT15	Y
	100.0000	07/18/2011	6561.59	5475.14	1086 45	LT15	Y
	100.0000	09/02/2011	6561.59	5008 96	1552.63	LT15	Y
	50.0000	03/23/2011	3280 80	2603 15	677 65	LT15	Y
	50.0000	03/30/2012	3280 80	3402.44	-121.64	ST	Y
50.0000 ROPER INDS INC NEW - 776696106 - MINOR = 43							
SOLD		02/19/2013	6047 36				
ACQ	50.0000	08/30/2012	6047 36	5131.53	915 83	ST	Y
150.0000 ROYAL DUTCH-ADR A - 780259206 - MINOR = 44							
SOLD		02/19/2013	9986 92				
ACQ	100.0000	09/14/2012	6657 95	7323 85	-665.90	ST	Y
	50.0000	09/07/2012	3328.97	3574.39	-245.42	ST	Y
1364.0000 WELLS FARGO & CO NEW - 949746101							
SOLD		02/19/2013	47930.56				
ACQ	100.0000	05/10/2010	3513 97	3258 55	255.42	LT15	Y
	100.0000	03/27/2012	3513 97	3426 42	87.55	ST	Y
	100.0000	03/28/2012	3513 97	3423 68	90 29	ST	Y
	16.0000	11/04/2011	562 24	404.97	157.27	LT15	Y
	275.0000	03/21/2012	9663 42	9414 32	249 10	ST	Y
	275.0000	06/26/2012	9663.42	8883 82	779 60	ST	Y
	325.0000	02/10/2012	11420 40	9823 84	1596 56	LT15	Y
	78.0000	04/21/2010	2740 90	2587.64	153.26	LT15	Y
	95.0000	03/20/2012	3338 27	3240 48	97 79	ST	Y
20000.0000 AT&T BROADBAND 8 3754 3/15/13 - 00209TAA3 - MINOR = 30							
SOLD		03/15/2013	20000 00				
ACQ	20000.0000	12/07/2012	20000.00	20410 80	-410 80	ST	Y
4166.6670 VANGUARD S/T INVESTMENT GRADE FD-ADM - 922031836 - MINOR = 66							
SOLD		04/05/2013	45041.67				
ACQ	4166.6670	11/16/2012	45041.67	45333 34	-291.67	ST	
5545.2870 VANGUARD S/T INVESTMENT GRADE FD-ADM - 922031836 - MINOR = 66							
SOLD		04/17/2013	59944 55				
ACQ	5545 2870	11/16/2012	59944.55	60332 72	-388 17	ST	
200.0000 SPDR GOLD TRUST - 78463V107 - MINOR = 63							
SOLD		05/15/2013	26963 98				
ACQ	100.0000	12/21/2012	13481 99	15997.00	-2515 01	ST	
	100.0000	02/25/2013	13481.99	15371 00	-1889 01	ST	Y
165.0000 ISHARES BARCLAYS TIPS BOND FUND - 464287176 - MINOR = 68							
SOLD		05/30/2013	19264 10				
ACQ	165.0000	11/16/2012	19264.10	20268 60	-1004.50	ST	
1715.2660 JPMORGAN MTGE BACKED SEC FUND-SEL - 4812C1215 - MINOR = 66							
SOLD		05/30/2013	19777.02				
ACQ	1715.2660	11/16/2012	19777 02	20017 15	-240 13	ST	

ACCT 300W CH302238
 FROM 01/01/2013
 TO 06/30/2013

CHEVY CHASE TRUST COMPANY
 STATEMENT OF CAPITAL GAINS AND LOSSES
 THE MENTAL WELLNESS FNDTN, INC

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TRUST YEAR ENDING 12/31/2013

TAX PREPARER: 1
 TRUST ADMINISTRATOR: 35
 INVESTMENT OFFICER: 107

LEGEND: F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1996.0080 FEDERATED INST HI YLD BOND FUND - 31420B300 - MINOR = 66							
SOLD		06/07/2013	20399 20				
ACQ	1996.0080	11/16/2012	20399 20	19980.04	419 16	ST	
300.0000 HEINZ H J CO - 423074103 - MINOR = 43							
SOLD		06/07/2013	21750 00				
ACQ	300 0000	12/20/2012	21750.00	17807.91	3942.09	ST	
2159.8270 TCW EMERGING MARKETS INCOME I - 87234N765 - MINOR = 66							
SOLD		06/07/2013	19179 26				
ACQ	2159.8270	11/16/2012	19179 26	19978 40	-799 14	ST	
2000.0000 VANGUARD FTSE EMERGING MARKETS ETF - 922042858 - MINOR = 63							
SOLD		06/13/2013	79849 41				
ACQ	1700.0000	12/21/2012	67872 00	73713.70	-5841.70	ST	
SOLD	300 0000	02/19/2013	11977 41	13346 73	-1369 32	ST	
1000.0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010							
SOLD		06/20/2013	33479 81				
ACQ	100.0000	12/03/2010	3347 98	2867.01	480 97	LT15 Y	
	100.0000	03/29/2011	3347 98	3292.75	55 23	LT15 Y	
	100.0000	11/30/2011	3347.98	3103.81	244.17	LT15 Y	
	250.0000	01/20/2011	8369 95	7967 58	402 38	LT15 Y	
	50.0000	11/10/2010	1673 99	1432.75	241 24	LT15 Y	
	400.0000	04/08/2013	13391 93	12871 80	520 13	ST	
5644.4030 VANGUARD S/T INVESTMENT GRADE FD-ADM - 922031836 - MINOR = 66							
SOLD		06/27/2013	60169.34				
ACQ	5644 4030	11/16/2012	60169 34	61411.10	-1241 76	ST	
TOTALS			724371 42	695519 66			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-6029.09	0.00	43690.87	0.00	0 00	0 00*
COVERED FROM ABOVE	-8810 02	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	183.82	0.00	625 00			0 00
	-14655.29	0.00	44315 87	0 00	0 00	0 00
STATE						
NONCOVERED FROM ABOVE	-6029.09	0.00	43690.87	0.00	0 00	0.00*
COVERED FROM ABOVE	-8810.02	0.00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	183 82	0 00	625 00			0 00
	-14655.29	0 00	44315 87	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
MARYLAND	N/A	N/A

MENTAL WELLNESS FOUNDATION, INC (888-84260)
Capital Gains

July 01, 2012 to December 31, 2012
 Reporting Currency US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
Short Term Non-Covered								
10/18/2011	07/05/2012	225	CENTERPOINT ENERGY INC	20 48	20 67	4,608 90	4,650 30	\$(41 40)
01/27/2012	07/05/2012	75	EMERSON ELECTRIC CO	45 81	51 80	3,435 46	3,884 80	\$(449 34)
01/30/2012	07/05/2012	25	EMERSON ELECTRIC CO	45 81	51 41	1,145 15	1,285 28	\$(140 13)
08/19/2011	07/05/2012	75	MARATHON PETROLEUM CORP	44 42	35 52	3,331 41	2,664 27	\$667 14
01/20/2012	07/06/2012	50	FREEMPORT-MCMORAN COPPER	34 84	43 75	1,742 24	2,187 63	\$(445 39)
01/13/2012	07/06/2012	100	FREEMPORT-MCMORAN COPPER	34 84	41 78	3,484 47	4,177 87	\$(693 40)
01/09/2012	07/10/2012	75	STRYKER CORP	53 17	51 76	3,987 62	3,882 00	\$105 62
01/11/2012	07/10/2012	25	STRYKER CORP	53 17	52 65	1,329 21	1,316 34	\$12 87
09/21/2011	07/11/2012	75	MARATHON PETROLEUM CORP	44 69	33 46	3,351 66	2,509 49	\$842 17
04/04/2012	07/11/2012	75	MARATHON PETROLEUM CORP	44 69	42 40	3,351 66	3,180 36	\$171 30
10/03/2011	07/11/2012	25	MARATHON PETROLEUM CORP	44 69	27 07	1,117 22	676 70	\$440 52
12/23/2011	07/11/2012	125	MARATHON PETROLEUM CORP	44 69	33 37	5,586 10	4,171 14	\$1,414 96
09/30/2011	07/11/2012	100	MARATHON PETROLEUM CORP	44 69	27 37	4,468 88	2,737 26	\$1,731 62
09/29/2011	07/17/2012	47	ANADARKO PETROLEUM CORP	71 16	69 46	3,344 56	3,264 46	\$80 10
03/28/2012	07/20/2012	75	EMERSON ELECTRIC CO	46 30	51 34	3,472 50	3,850 85	\$(378 35)
01/30/2012	07/20/2012	75	EMERSON ELECTRIC CO	46 30	51 41	3,472 50	3,855 83	\$(383 33)
02/02/2012	07/20/2012	75	EMERSON ELECTRIC CO	46 30	51 86	3,472 50	3,889 39	\$(416 89)
04/30/2012	07/24/2012	75	EMERSON ELECTRIC CO	45 28	52 38	3,396 04	3,928 70	\$(532 66)
03/28/2012	07/24/2012	125	EMERSON ELECTRIC CO	45 28	51 34	5,660 06	6,418 09	\$(758 03)
02/13/2012	07/25/2012	75	INFORMATICA CORPORATION	27 83	46 80	2,087 61	3,510 30	\$(1,422 69)
05/16/2012	07/25/2012	75	INFORMATICA CORPORATION	27 83	42 18	2,087 61	3,163 43	\$(1,075 82)
08/04/2011	07/25/2012	5	PRECISION CASTPARTS CORP	159 90	151.85	799 50	759 24	\$40 26
02/01/2012	07/25/2012	75	STRYKER CORP	51 40	55 65	3,854 91	4,173 41	\$(318 50)
01/12/2012	07/25/2012	75	STRYKER CORP	51 40	52 39	3,854 92	3,929 33	\$(74 41)
01/11/2012	07/25/2012	50	STRYKER CORP	51 40	52 65	2,569 95	2,632 67	\$(62 72)
12/21/2011	08/01/2012	75	PVH CORP	78 07	67 02	5,855 50	5,026 29	\$829 21
10/17/2011	08/01/2012	75	PVH CORP	78 07	65 82	5,855 51	4,936 64	\$918 87
08/03/2011	08/03/2012	75	DTE ENERGY COMPANY	61 67	48 16	4,625 06	3,611 69	\$1,013 37
08/08/2011	08/03/2012	128	GILEAD SCIENCES INC	58 06	36 86	7,431 42	4,717 58	\$2,713 84
08/11/2011	08/09/2012	200	GANNETT CO	15 10	9 99	3,020 96	1,997 36	\$1,023 60
11/01/2011	08/10/2012	75	COVIDIEN PLC	56 94	45 26	4,270 16	3,394 32	\$875 84
11/18/2011	08/10/2012	75	COVIDIEN PLC	56 94	46 21	4,270 16	3,465 95	\$804 21
10/19/2011	08/10/2012	100	COVIDIEN PLC	56 94	45 39	5,693 55	4,539 38	\$1,154 17

MENTAL WELLNESS FOUNDATION, INC (888-84260)
Capital Gains

July 01, 2012 to December 31, 2012
 Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
02/06/2012	08/10/2012	67	GOLDMAN SACHS GROUP INC	102 81	117 03	6,888 58	7,841 08	\$(952 50)
02/15/2012	08/13/2012	225	CENTERPOINT ENERGY INC	20 87	18 81	4,695 05	4,233 33	\$461 72
10/18/2011	08/13/2012	100	CENTERPOINT ENERGY INC	20 87	20 67	2,086 69	2,066 80	\$19 89
01/23/2012	08/22/2012	75	FREEMPORT-MCMORAN COPPER	36 26	43 80	2,719 85	3,284 67	\$(564 82)
01/20/2012	08/22/2012	50	FREEMPORT-MCMORAN COPPER	36 26	43 75	1,813 24	2,187 63	\$(374 39)
02/17/2012	08/22/2012	75	LAS VEGAS SANDS CORP	43 32	53 06	3,249 29	3,979 14	\$(729 85)
01/25/2012	08/22/2012	25	LAS VEGAS SANDS CORP	43 32	48 96	1,083 10	1,224 08	\$(140 98)
05/18/2012	08/22/2012	25	LAS VEGAS SANDS CORP	43 32	47 28	1,083 10	1,182 02	\$(98 92)
02/13/2012	09/06/2012	75	FREEMPORT-MCMORAN COPPER	36 21	44 53	2,715 75	3,340 04	\$(624 29)
01/23/2012	09/06/2012	50	FREEMPORT-MCMORAN COPPER	36 21	43 80	1,810 50	2,189 78	\$(379 28)
10/05/2011	09/12/2012	150	APPLIED MATERIALS INC	11 59	10 54	1,738 93	1,580 52	\$158 41
10/12/2011	09/13/2012	525	NEWELL RUBBERMAID INC	18 98	12 92	9,966 18	6,783 16	\$3,183 02
05/04/2012	09/13/2012	175	NEWELL RUBBERMAID INC	18 98	18 41	3,322 06	3,222 61	\$99 45
10/05/2011	09/14/2012	75	LAM RESEARCH CORP	34 34	39 87	2,575 18	2,989 97	\$(414 79)
10/31/2011	09/14/2012	125	LAM RESEARCH CORP	34 34	42 99	4,291 96	5,373 25	\$(1,081 29)
08/14/2012	09/14/2012	100	LAM RESEARCH CORP	34 34	35 14	3,433 57	3,514 00	\$(80 43)
05/16/2012	09/21/2012	50	OCEANEERING INTL INC	57 09	48 55	2,854 58	2,427 72	\$426 86
01/06/2012	09/24/2012	50	VERTEX PHARMACEUTICALS INC	58 99	34 06	2,949 63	1,703 00	\$1,246 63
10/05/2011	09/25/2012	150	CENTURYLINK INC	42 30	32 12	6,344 45	4,818 54	\$1,525 91
03/13/2012	09/27/2012	22	GILEAD SCIENCES INC	66 68	46 27	1,466 96	1,017 98	\$448 98
03/12/2012	10/02/2012	50	FERRIGO CO	117 35	104 34	5,867 55	5,217 10	\$650 45
12/16/2011	10/02/2012	25	FERRIGO CO	117 35	98 23	2,933 78	2,455 72	\$478 06
03/08/2012	10/02/2012	180	WELLS FARGO & COMPANY	34 70	31 25	6,246 43	5,624 39	\$622 04
11/04/2011	10/02/2012	106	WELLS FARGO & COMPANY	34 70	25 31	3,678 46	2,682 96	\$995 50
06/12/2012	10/03/2012	50	INTEL CORP	22 55	26 46	1,127 50	1,323 15	\$(195 65)
06/07/2012	10/03/2012	250	INTEL CORP	22 55	26 12	5,637 50	6,528 83	\$(891 33)
03/13/2012	10/04/2012	100	GILEAD SCIENCES INC	69 65	46 27	6,964 54	4,627 16	\$2,337 38
05/04/2012	10/05/2012	300	LEUCADIA NATIONAL CO	23 11	24 66	6,934 14	7,399 26	\$(465 12)
02/08/2012	10/10/2012	52	UNITEDHEALTH GROUP INC	57 27	52 12	2,978 28	2,710 08	\$268 20
03/13/2012	10/26/2012	75	APOLLO GROUP INC-CL A	19 78	42 19	1,483 51	3,164 21	\$(1,680 70)
12/29/2011	10/26/2012	225	APOLLO GROUP INC-CL A	19 78	54 07	4,450 52	12,164 83	\$(7,714 31)
07/19/2012	10/26/2012	100	APOLLO GROUP INC-CL A	19 78	30 31	1,978 01	3,031 19	\$(1,053 18)
05/17/2012	10/26/2012	7	PRICELINE COM INC	580 81	647 12	4,065 66	4,529 86	\$(464 20)
04/24/2012	10/31/2012	74 622	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 93	1,065 60	1,039 49	\$26 11

MENTAL WELLNESS FOUNDATION, INC (888-84260)

July 01, 2012 to December 31, 2012

Capital Gains

Reporting Currency US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
06/29/2012	10/31/2012	69 791	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 02	996 62	978 47	\$18 15
07/30/2012	10/31/2012	68.891	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 20	983 76	978 25	\$5.51
03/23/2012	10/31/2012	64 179	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 82	916 47	886 95	\$29 52
09/24/2012	10/31/2012	64 138	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 22	915 89	912 04	\$3 85
11/22/2011	10/31/2012	62 422	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 14	891 39	882 65	\$8 74
10/23/2012	10/31/2012	62.384	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 24	890 84	888 35	\$2 49
12/22/2011	10/31/2012	62 033	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 81	885 83	856 68	\$29 15
08/22/2012	10/31/2012	59 962	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 13	856 26	847 27	\$8 99
02/22/2012	10/31/2012	59 250	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 89	846 09	822 98	\$23 11
01/24/2012	10/31/2012	45 359	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 81	647 73	626 41	\$21 32
01/04/2012	10/31/2012	23 016	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 82	328 67	318 08	\$10 59
12/28/2011	10/31/2012	63 638	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	24 28	1,675 21	1,545 31	\$129 90
12/22/2011	10/31/2012	1,344 786	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	12 37	18,033 58	16,635 00	\$1,398.58
Subtotal For Short Term Non-Covered						271,403.43	267,024.34	4,379.09
Long Term Non-Covered								
09/13/2010	07/02/2012	400	GANNETT CO	14 79	13 48	5,914 36	5,392 52	\$521 84
03/23/2011	07/05/2012	25	AMAZON COM INC	227 98	163.56	5,699 47	4,089 10	\$1,610 37
01/31/2011	07/05/2012	20	AMAZON COM INC	227 98	169 43	4,559 58	3,388 57	\$1,171 01
09/09/2009	07/05/2012	60	DANAHER CORP	52.53	32 99	3,151 82	1,979 61	\$1,172 21
06/22/2009	07/05/2012	40	DANAHER CORP	52 53	30 09	2,101 21	1,203 64	\$897 57
04/19/2010	07/10/2012	185	COMCAST CORP-CLASS A	31 37	18 38	5,803 21	3,400 37	\$2,402 84
05/23/2011	07/10/2012	100	COVIDIEN PLC	53 71	55 77	5,371 36	5,577 48	\$(206 12)
10/22/2010	07/10/2012	25	UNITED PARCEL SERVICE-CL B	78 69	69 74	1,967 32	1,743 52	\$223 80
10/29/2010	07/10/2012	25	UNITED PARCEL SERVICE-CL B	78 69	67 29	1,967 31	1,682 33	\$284 98
10/29/2010	07/11/2012	50	UNITED PARCEL SERVICE-CL B	78 74	67 29	3,936 87	3,364 66	\$572 21
11/09/2010	07/11/2012	25	UNITED PARCEL SERVICE-CL B	78 74	69 44	1,968 44	1,735 94	\$232 50
12/09/2010	07/12/2012	50	UNITED PARCEL SERVICE-CL B	78 48	73 11	3,924 19	3,655 74	\$268 45
11/09/2010	07/12/2012	50	UNITED PARCEL SERVICE-CL B	78 48	69 44	3,924 20	3,471 87	\$452 33
06/10/2011	07/13/2012	43	ANADARKO PETROLEUM CORP	68 69	73 24	2,953 73	3,149 53	\$(195 80)
06/13/2011	07/13/2012	32	ANADARKO PETROLEUM CORP	68 69	71 92	2,198 13	2,301 45	\$(103 32)
07/25/2007	07/16/2012	1,058 574	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 17	12 97	15,000 00	13,729 71	\$1,270 29
06/13/2011	07/17/2012	78	ANADARKO PETROLEUM CORP	71 16	71 92	5,550 55	5,609 79	\$(59 24)
12/03/2009	07/20/2012	71	TIME WARNER CABLE	84 80	42 71	6,020 67	3,032 47	\$2,988 20

MENTAL WELLNESS FOUNDATION, INC (888-84260)
Capital Gains

July 01, 2012 to December 31, 2012
 Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
04/24/2009	07/20/2012	29	TIME WARNER CABLE	84 80	27 47	2,459 14	796 68	\$1,662 46
09/09/2009	07/25/2012	100	DANAHER CORP	50 66	32 99	5,066 19	3,299 36	\$1,766 83
06/13/2011	07/25/2012	50	PRECISION CASTPARTS CORP	159 90	147 95	7,994 95	7,397 69	\$597 26
06/20/2011	07/30/2012	75	BORGWARNER INC	67 33	72 88	5,049 46	5,466 16	\$(416 70)
03/23/2011	07/30/2012	30	BORGWARNER INC	67 33	74 56	2,019 79	2,236 88	\$(217 09)
03/23/2011	08/03/2012	50	DTE ENERGY COMPANY	61 67	47 57	3,083 37	2,378 41	\$704 96
09/09/2009	08/07/2012	100	DANAHER CORP	53 63	32 99	5,362 67	3,299 35	\$2,063 32
12/16/2010	08/07/2012	25	INTUIT INC	59 97	48 75	1,499 25	1,218 75	\$280 50
02/14/2011	08/07/2012	100	INTUIT INC	59 97	50 90	5,997 01	5,090 41	\$906 60
10/13/2010	08/07/2012	150	ORACLE CORP	31 61	28 54	4,741 73	4,281 58	\$460 15
03/23/2011	08/07/2012	75	QUALCOMM INC	61 11	52 06	4,583 61	3,904 73	\$678 88
05/10/2010	08/08/2012	100	THE WALT DISNEY CO	50 35	35 26	5,035 06	3,526 06	\$1,509 00
07/27/2011	08/09/2012	300	APPLIED MATERIALS INC	11 88	12 75	3,564 63	3,824 85	\$(260 22)
10/07/2010	08/09/2012	50	EOG RESOURCES INC	110 31	98 34	5,515 47	4,916 95	\$598 52
01/20/2011	08/09/2012	15	EOG RESOURCES INC	110 31	99 82	1,654 64	1,497 29	\$157 35
03/23/2011	08/09/2012	50	QUALCOMM INC	61 74	52 06	3,086 99	2,603 16	\$483 83
05/23/2011	08/10/2012	25	COVIDIEN PLC	56 94	55 77	1,423 39	1,394 37	\$29 02
07/22/2011	08/10/2012	125	COVIDIEN PLC	56 94	51 94	7,116 94	6,492 38	\$624 56
10/05/2010	08/20/2012	50	CENTURYLINK INC	41 67	39 91	2,083 65	1,995 39	\$88 26
04/20/2011	08/20/2012	100	CENTURYLINK INC	41 67	39 64	4,167 29	3,964 45	\$202 84
08/30/2010	08/23/2012	82	JPMORGAN CHASE & CO	37 36	36 28	3,063 15	2,974 89	\$88 26
06/24/2010	08/23/2012	43	JPMORGAN CHASE & CO	37 36	37 78	1,606 28	1,624 40	\$(18 12)
02/06/2008	08/30/2012	8	GOOGLE INC-CL A	682 58	508 18	5,460 63	4,065 41	\$1,395 22
06/24/2010	08/31/2012	50	JOHNSON & JOHNSON	67 45	59 51	3,372 50	2,975 34	\$397 16
08/20/2010	09/06/2012	50	JOHNSON & JOHNSON	67 99	58 56	3,399 42	2,928 01	\$471 41
06/29/2010	09/06/2012	275	JOHNSON & JOHNSON	67 99	59 10	18,696 81	16,253 14	\$2,443 67
10/04/2010	09/06/2012	125	JOHNSON & JOHNSON	67 99	61 56	8,498 55	7,694 48	\$804 07
07/27/2011	09/12/2012	250	APPLIED MATERIALS INC	11 59	12 75	2,898 23	3,187 38	\$(289 15)
06/08/2011	09/12/2012	150	MOODY'S CORP	43 55	39 34	6,532 22	5,901 56	\$630 66
03/31/2011	09/12/2012	100	MOODY'S CORP	43 55	34 07	4,354 81	3,406 55	\$948 26
07/14/2011	09/12/2012	50	TRANSOCEAN LTD	46 22	60 31	2,311 07	3,015 34	\$(704 27)
05/18/2011	09/12/2012	100	TRANSOCEAN LTD	46 22	67 75	4,622 14	6,775 31	\$(2,153 17)
12/03/2009	09/12/2012	75	TIME WARNER CABLE	91 83	42 71	6,887 19	3,203 31	\$3,683 88
02/06/2008	09/13/2012	10	GOOGLE INC-CL A	694 93	508 18	6,949 28	5,081 75	\$1,867 53

MENTAL WELLNESS FOUNDATION, INC (888-84260)

July 01, 2012 to December 31, 2012

Capital Gains

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
05/09/2011	09/14/2012	150	LAM RESEARCH CORP	34 34	48 39	5,150 36	7,258 92	\$(2,108 56)
08/01/2011	09/17/2012	75	FMC TECHNOLOGIES INC	48 93	44 92	3,669 86	3,368 88	\$300 98
07/27/2011	09/17/2012	50	FMC TECHNOLOGIES INC	48 93	44 69	2,446 57	2,234 72	\$211 85
02/01/2010	09/17/2012	50	NOBLE ENERGY INC	95 26	75 41	4,762 91	3,770 65	\$992 26
02/03/2010	09/17/2012	50	NOBLE ENERGY INC	95 26	76 74	4,762 90	3,837 17	\$925 73
01/18/2011	09/20/2012	100	DIRECTV	52 37	42 63	5,237 37	4,262 94	\$974 43
05/12/2011	09/20/2012	7	NVR INC	861 00	729 25	6,027 02	5,104 75	\$922 27
10/25/2010	09/20/2012	150	ORACLE CORP	32 52	29 09	4,878 47	4,363 01	\$515 46
11/10/2010	09/20/2012	100	ORACLE CORP	32 52	28 66	3,252 31	2,865 50	\$386 81
08/16/2011	09/21/2012	50	ROCKWELL AUTOMATION INC	71 80	63 27	3,589 97	3,163 49	\$426 48
08/11/2011	09/25/2012	175	CENTURYLINK INC	42 30	34 10	7,401 85	5,967 15	\$1,434 70
09/14/2011	09/25/2012	125	CENTURYLINK INC	42 30	34 84	5,287 04	4,354 53	\$932 51
04/20/2011	09/25/2012	100	CENTURYLINK INC	42 30	39 64	4,229 63	3,964 45	\$265 18
04/16/2010	09/26/2012	225	EMC CORP/MASS	26 72	19 33	6,011 91	4,349 74	\$1,662 17
08/15/2011	09/27/2012	100	GILEAD SCIENCES INC	66 68	37 13	6,668 00	3,712 70	\$2,955 30
03/23/2011	09/28/2012	70	CITIGROUP INC	32 76	43 63	2,293 52	3,053 82	\$(760 30)
02/18/2011	09/28/2012	130	CITIGROUP INC	32 76	49 19	4,259 40	6,394 05	\$(2,134 65)
06/08/2011	09/28/2012	200	GENERAL MOTORS CO	22 81	28 91	4,562 78	5,781 70	\$(1,218 92)
07/05/2011	09/28/2012	100	GENERAL MOTORS CO	22 81	31 15	2,281 39	3,114 71	\$(833 32)
08/01/2011	10/12/2012	75	TRANSOCEAN LTD	45 51	61 31	3,413 48	4,598 40	\$(1,184 92)
07/14/2011	10/12/2012	50	TRANSOCEAN LTD	45 51	60 31	2,275 66	3,015 34	\$(739 68)
04/18/2011	10/12/2012	65	WELLPOINT INC	61 98	68 16	4,028 95	4,430 30	\$(401 35)
03/23/2011	10/12/2012	135	WELLPOINT INC	61 98	66 98	8,367 81	9,041 79	\$(673 98)
03/23/2011	10/16/2012	100	CITIGROUP INC	37 02	43 63	3,701 86	4,362 60	\$(660 74)
05/10/2010	10/23/2012	50	THE WALT DISNEY CO	50 86	35 26	2,542 81	1,763 03	\$779 78
05/24/2011	10/31/2012	98 681	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 97	1,409 16	1,378 57	\$30 59
04/26/2011	10/31/2012	97 850	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 85	1,397 30	1,355 22	\$42 08
01/20/2009	10/31/2012	97 702	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 93	1,395 18	1,165 58	\$229 60
08/20/2010	10/31/2012	97 006	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 06	1,385 25	1,363 91	\$21 34
03/19/2010	10/31/2012	96 053	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 51	1,371 64	1,297 67	\$73 97
07/20/2010	10/31/2012	92 469	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 83	1,320 46	1,278 85	\$41 61
11/19/2010	10/31/2012	92 435	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 04	1,319 97	1,297 79	\$22 18
08/23/2011	10/31/2012	91 206	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 18	1,302 42	1,293 30	\$9 12
11/28/2007	10/31/2012	9,272 727	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 20	132,414 54	122,400 00	\$10,014 54

MENTAL WELLNESS FOUNDATION, INC (888-84260)
Capital Gains

July 01, 2012 to December 31, 2012
 Reporting Currency US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
10/20/2010	10/31/2012	89 454	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 22	1,277 40	1,272 03	\$5 37
06/22/2011	10/31/2012	87 688	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 97	1,252 18	1,225 00	\$27 18
07/26/2011	10/31/2012	86 567	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 99	1,236 18	1,211 07	\$25 11
09/20/2010	10/31/2012	86 504	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 04	1,235 28	1,214 51	\$20 77
12/20/2010	10/31/2012	86 197	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 68	1,230 89	1,179 18	\$51 71
09/22/2011	10/31/2012	75 297	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 34	1,075 24	1,079 76	\$(4 52)
01/20/2010	10/31/2012	71 067	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 43	1,014 84	954 43	\$60 41
10/24/2011	10/31/2012	67 533	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	14 01	964 37	946 14	\$18 23
01/20/2011	10/31/2012	62 148	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 69	887 47	850 81	\$36 66
12/31/2008	10/31/2012	55 134	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 85	787 31	653 34	\$133 97
12/31/2009	10/31/2012	39 734	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 24	567 40	526 08	\$41 32
12/09/2008	10/31/2012	383 742	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 46	5,479 84	4,397 68	\$1,082 16
12/31/2010	10/31/2012	34 878	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 72	498 06	478 52	\$19 54
12/07/2010	10/31/2012	337 024	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 73	4,812 70	4,627 34	\$185 36
05/22/2008	10/31/2012	183 070	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 07	2,614 24	2,392 72	\$221 52
09/23/2008	10/31/2012	182 308	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 48	2,603 36	2,275 20	\$328 16
10/22/2008	10/31/2012	173 163	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 83	2,472 77	2,048 52	\$424 25
08/22/2008	10/31/2012	172 109	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 72	2,457 72	2,189 23	\$268 49
12/19/2008	10/31/2012	168 017	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 78	2,399 28	1,979 24	\$420 04
04/22/2008	10/31/2012	156 625	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 08	2,236 61	2,048 66	\$187 95
07/22/2008	10/31/2012	151 954	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 70	2,169 90	1,929 81	\$240 09
02/20/2009	10/31/2012	147 008	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 81	2,099 27	1,736 17	\$363 10
06/19/2009	10/31/2012	136 684	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 36	1,951 85	1,689 41	\$262 44
03/20/2009	10/31/2012	132 788	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	11 63	1,896 21	1,544 33	\$351 88
04/20/2009	10/31/2012	130 530	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 07	1,863 97	1,575 50	\$288 47
08/20/2009	10/31/2012	128 436	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 90	1,834 07	1,656 82	\$177 25
05/20/2009	10/31/2012	126 487	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 47	1,806 23	1,577 29	\$228 94
11/20/2009	10/31/2012	122 545	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 31	1,749 94	1,631 08	\$118 86
09/18/2009	10/31/2012	121 061	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 09	1,728 75	1,584 69	\$144 06
07/25/2007	10/31/2012	12,186 732	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 97	174,026 53	158,061 95	\$15,964 58
07/20/2009	10/31/2012	117 686	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 62	1,680 56	1,485 20	\$195 36
02/19/2010	10/31/2012	114 780	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 36	1,639 06	1,533 46	\$105 60
10/20/2009	10/31/2012	108 951	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 27	1,555 82	1,445 78	\$110 04
06/18/2010	10/31/2012	105 511	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 63	1,506 70	1,438 11	\$68 59

MENTAL WELLNESS FOUNDATION, INC (888-84260)

July 01, 2012 to December 31, 2012

Capital Gains

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
02/18/2011	10/31/2012	102 444	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 67	1,462 90	1,400 41	\$62 49
05/20/2010	10/31/2012	100 686	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 64	1,437 80	1,373 36	\$64 44
04/20/2010	10/31/2012	100 414	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 56	1,433 91	1,361 62	\$72 29
12/18/2009	10/31/2012	100 198	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	13 35	1,430 83	1,337 64	\$93 19
07/02/2009	10/31/2012	0 088	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14 28	12 50	1 26	1 10	\$0 16
12/09/2008	10/31/2012	823 525	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	14 72	21,678 56	12,122 30	\$9,556 26
12/07/2010	10/31/2012	67 342	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	32 81	1,772 72	2,209 48	\$(436 76)
12/08/2009	10/31/2012	56 282	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	28 18	1,481 57	1,586 02	\$(104 45)
01/15/2009	10/31/2012	3,887 116	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	14 82	102,324 83	57,600 00	\$44,724 83
12/11/2007	10/31/2012	1,604 440	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	40 96	42,235 44	65,717 90	\$(23,482 46)
07/07/2009	10/31/2012	0 104	BERNSTEIN EMERGING MARKETS PORTFOLIO	26 59	21 35	2 74	2 22	\$0 52
03/09/2001	10/31/2012	858 734	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	17 06	11,515 62	14,650 00	\$(3,134 38)
09/12/2002	10/31/2012	755 858	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	13 23	10,136 06	10,000 00	\$136 06
02/13/2001	10/31/2012	7,577 255	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	17 25	101,610 99	130,707 68	\$(29,096 69)
12/11/2007	10/31/2012	7,239 551	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	25 26	97,082 38	182,871 04	\$(85,788 66)
11/24/2008	10/31/2012	7,097 603	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	11 68	95,178 85	82,900 00	\$12,278 85
12/12/2006	10/31/2012	6,163 706	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	25 65	82,655 30	158,099 07	\$(75,443 77)
12/07/2005	10/31/2012	596 606	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	23 55	8,000 49	14,050 08	\$(6,049 59)
06/29/2005	10/31/2012	5,828 147	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	20 89	78,155 45	121,750 00	\$(43,594 55)
02/09/2004	10/31/2012	5,639 913	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	18 44	75,631 23	104,000 00	\$(28,368 77)
12/06/2002	10/31/2012	437 589	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	12 99	5,868 07	5,684 28	\$183 79
12/10/2004	10/31/2012	334 493	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	20 17	4,485 55	6,746 72	\$(2,261 17)
12/05/2003	10/31/2012	333 507	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	17 39	4,472 33	5,799 68	\$(1,327 35)
12/09/2008	10/31/2012	2,561 746	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	11 55	34,353 01	29,588 17	\$4,764 84
11/15/2001	10/31/2012	2,215 447	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	14 76	29,709 14	32,700 00	\$(2,990 86)
11/28/2007	10/31/2012	11,979 993	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	28 99	160,651 71	347,300 00	\$(186,648 29)
01/15/2009	10/31/2012	1,952 297	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	11 32	26,180 30	22,100 00	\$4,080 30
12/08/2009	10/31/2012	1,264 521	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	14 92	16,957 23	18,866 65	\$(1,909 42)
12/06/2001	10/31/2012	1,206 869	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	14 61	16,184 11	17,632 36	\$(1,448 25)
12/07/2010	10/31/2012	1,190 052	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	15 29	15,958 60	18,195 90	\$(2,237 30)
07/02/2009	10/31/2012	0 099	BERNSTEIN INTERNATIONAL PORTFOLIO	13 41	12 22	1 33	1 21	\$0 12
Subtotal For Long Term Non-Covered						1,781,251.99	2,128,939.25	-347,687.26

MENTAL WELLNESS FOUNDATION, INC (888-84260)
Capital Gains

July 01, 2012 to December 31, 2012
 Reporting Currency US dollars

	Total Proceeds	Total Cost	Gain Or Loss
Total	2,052,655.42	2,395,963.59	-343,308.17
Account Totals			
Short Term Non-Covered Gain:			4,379.09
Long Term Non-Covered Loss:			-347,687.26
Current Period Loss:			-343,308.17

Please see your Year-End Tax Report for your official tax record. You should verify the accuracy of all calculations with your tax advisor.

7,702,28+
 2,052,655.42+
 13,000,00-
 44,315,87+
 2,395,963.59-
 -001
 - 2,395,963.59

The Mental Wellness Foundation - EIN 52-2287352
Form 990-PF 2012
Part XV, Line 3 (a)
Grants and Contributions paid during the year

SCHEDULE 2

<u>Recipient Name</u>	<u>Recipient Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Beacon House Community Ministry Inc	601 Edgewood Street NE #15 Washington, DC 20017	501(c)(3)	Youth programs	\$ 9,333.33
Chillum Youth Project Incorporated	3407 Bunker Hill Road Mt. Rainier, MD 20712	501(c)(3)	Youth programs	\$ 2,500.00
Critical Exposure, Inc.	1816 12th Street NW, 3rd Floor Washington, DC 20009	501(c)(3)	Youth programs	\$ 5,000.00
Homeless Childrens Playtime Project Inc.	1525 Newton St, NW Washington, DC 20010	501(c)(3)	Youth programs	\$ 10,000.00
Homeless Prenatal Program, Inc.	2500 18th Street San Francisco, CA 94110	501(c)(3)	Prenatal support	\$ 15,250.00
Hope House DC	PO Box 60682 Washington, DC 20039	501(c)(3)	Outreach programs for prisoner families	\$ 12,500.00
Horizons Greater Washington Inc	3000 Cathedral Avenue NW Washington, DC 20008	501(c)(3)	Youth programs	\$ 2,500.00
La Casa de las Madres	1663 Mission Street, Suite 225 San Francisco, CA 94103	501(c)(3)	Domestic Violence victim support	\$ 13,250.00
National Science and Technology Education Partnership	PO Box 9644 McLean, VA 22102	501(c)(3)	Support Study Buddy Program	\$ 20,000.00
Open Arms Perinatal Services	2524 16th Ave South #207A Seattle, WA 98144	501(c)(3)	Perinatal support services	\$ 33,250.00
Parkinson Foundation of the National Capital Area Inc	8300 Greensboro Drive, Suite 800 McLean, VA 22102	501(c)(3)	Research	\$ 1,500.00

The Mental Wellness Foundation - EIN 52-2287352
Form 990-PF 2012
Part XV, Line 3 (a)
Grants and Contributions paid during the year

SCHEDULE 2

<u>Recipient Name</u>	<u>Recipient Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Pro Bono Counseling Project Inc	110 West Road, Suite 202 Baltimore, MD 21204	501(c)(3)	Counseling support groups	\$ 13,250.00
International Child Resource Institute	Project Commotion 2095 Harrison Street San Francisco, CA 94110	501(c)(3)	Education	\$ 18,000.00
Resources For Inner City Children	1431 Howard Road SE Washington, DC 20020	501(c)(3)	Youth programs	\$ 5,000.00
St Francis Neighborhood Center Corporation	2405 Linden Ave Baltimore, MD 21217	501(c)(3)	Youth programs	\$ 7,500.00
Takoma Academy	8120 Carroll Ave Takoma Park, MD 20912	501(c)(3)	Youth programs	\$ 16,667.00
The Community School, Inc.	337 W 30th Street Baltimore, MD 21211	501(c)(3)	Youth programs	\$ 12,500.00
The Young Womens Project	1328 Florida Ave NW Suite 2000 Washington, DC 20009	501(c)(3)	Outreach programs	\$ 10,000.00
Turning the Page	1010 Vermont Avenue NW, Suite 915 Washington, DC 20005	501(c)(3)	Outreach programs	\$ 2,500.00
Women Organized to Make Abuse Non Existent, Inc.	333 Valencia Street, Suite 450 San Francisco, CA 94103	501(c)(3)	Outreach programs	\$ 20,000.00
			TOTAL GRANTS	\$ 230,500.33

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II: Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	<u>The Mental Wellness Foundation, Inc.</u>	<u>52-2287352</u>
File by the extended due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)
	<u>8171 Maple Lawn Blvd, #375</u>	
	City, town or post office, state, and ZIP code For a foreign address, see instructions.	
	<u>Fulton MD 20759</u>	

Enter the Return code for the return that this application is for (file a separate application for each return) 01 02 03 04 05 06

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of Realty Investment Co, Inc.
Telephone No. (240) 295-1600 FAX No. (240) 295-1610
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until May 15, 20 14.
- 5 For calendar year , or other tax year beginning Jul 1, 20 12, and ending Jun 30, 20 13.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension Information required to file a complete and accurate return is not yet available.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	431.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	5,687.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete and that I am authorized to prepare this form.

Signature Mary C. Herz Title Date 2/6/14

BAA FIFZ0502 01/21/13 Form 8868 (Rev 1-2013)