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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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 07-01-2012 , and ending 06-30-2013

Name of foundation FRANK C DIENER FOUNDATION		A Employer identification number 94-6165307			
Number and street (or P O box number if mail is not delivered to street address) 1711 MAYFAIR ROAD		B Telephone number (see instructions) (217) 398-3122			
City or town, state, and ZIP code CHAMPAIGN, IL 61821		C If exemption application is pending, check here <input checked="" type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,547,194		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	91,401	91,401		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	380,661			
	b Gross sales price for all assets on line 6a 1,120,936				
	7 Capital gain net income (from Part IV, line 2)		380,661		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	48	48			
12 Total. Add lines 1 through 11	472,110	472,110			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	251	251		0
	b Accounting fees (attach schedule)	1,425	1,425		0
	c Other professional fees (attach schedule)	22,411	22,411		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	845	845		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	435	435		0
	23 Other expenses (attach schedule)	6,035	6,035		0
	24 Total operating and administrative expenses.				
Add lines 13 through 23	31,402	31,402		0	
25 Contributions, gifts, grants paid.	410,000			410,000	
26 Total expenses and disbursements. Add lines 24 and 25	441,402	31,402		410,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	30,708				
b Net investment income (if negative, enter -0-)		440,708			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	946	48,801	48,801
2	Savings and temporary cash investments	144,345	83,596	83,596
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	100,899	204,776	205,002
b	Investments—corporate stock (attach schedule)	2,052,468	2,054,442	2,558,171
c	Investments—corporate bonds (attach schedule)	671,977	618,630	637,274
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans	22,953	14,051	14,350
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,993,588	3,024,296	3,547,194
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
24	Unrestricted	2,993,588	3,024,296	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	2,993,588	3,024,296	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,993,588	3,024,296	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,993,588
2	Enter amount from Part I, line 27a	2	30,708
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	3,024,296
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,024,296

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(If gain, also enter in Part I, line 7) (If (loss), enter -0- in Part I, line 7)	2	380,661
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	173,027	3,015,081	0 057387
2010	216,366	3,490,163	0 061993
2009	173,332	3,216,218	0 053893
2008	191,189	3,514,343	0 054402
2007	223,258	4,074,901	0 054789

2 Total of line 1, column (d).	2	0 282464
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 056493
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,506,691
5 Multiply line 4 by line 3.	5	198,103
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	4,407
7 Add lines 5 and 6.	7	202,510
8 Enter qualifying distributions from Part XII, line 4.	8	410,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	4,407
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2.		3	4,407
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	4,407
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a		847
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.	7		847
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 <input type="checkbox"/>	9		3,560
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10		
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<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>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation <input type="checkbox"/> \$ _____ 0	(2)	On foundation managers <input type="checkbox"/> \$ _____ 0	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		Yes	
	● 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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	<input type="checkbox"/> CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► ED DIENER	Telephone no ► (217) 398-3122
	Located at ► 1711 MAYFAIR ROAD CHAMPAIGN IL	ZIP + 4 ► 61821

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►		
1c	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?		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <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).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		No
4b			No

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

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
c	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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARIE C DEMERA 1338 WRENWOOD FRESNO, CA 93711	VICE PRESIDENT 2 00	0	0	0
EDWARD F DIENER 1711 MAYFAIR RD CHAMPAIGN, IL 61821	PRESIDENT 2 00	0	0	0
MARRISSA DIENER PO BOX 904 FIVE POINTS, CA 936240278	SECRETARY 2 00	0	0	0
M DOLORES BROWN 21600 LACEY BLVD LEMOORE, CA 93245	TREASURER 2 00	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.				0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,421,249
b	Average of monthly cash balances.	1b	138,843
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,560,092
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	3,560,092
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	53,401
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,506,691
6	Minimum investment return. Enter 5% of line 5.	6	175,335

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	175,335
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	4,407
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,407
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	170,928
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	170,928
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	170,928

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	410,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	410,000
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	4,407
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).	6	405,593
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				170,928
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.		0		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.	22,997			
b From 2008.	17,094			
c From 2009.	13,857			
d From 2010.	43,126			
e From 2011.	23,219			
f Total of lines 3a through e.	120,293			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 410,000			0	
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.			170,928	
e Remaining amount distributed out of corpus	239,072			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	359,365			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	22,997			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	336,368			
10 Analysis of line 9				
a Excess from 2008.	17,094			
b Excess from 2009.	13,857			
c Excess from 2010.	43,126			
d Excess from 2011.	23,219			
e Excess from 2012.	239,072			

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

- | | Tax year | | | | (e) Total |
|---|----------|----------|----------|----------|-----------|
| | (a) 2012 | (b) 2011 | (c) 2010 | (d) 2009 | |
| 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. | | | | | |
| b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5). | | | | | |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed. | | | | | |
| b 85% of line 2a. | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed. | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities. | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c. | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test—enter | | | | | |
| (1) Value of all assets. | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. | | | | | |
| c "Support" alternative test—enter | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III). | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

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

1 Information Regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
 - b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

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

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

- ### **6 Any submission deadlines**

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DIENER EDUCATION FUND 1711 MAYFAIR RD CHAMPAIGN, IL 61821	NONE	501(C)	EDUCATION	300,000
SAN JOAQUIN MEMORIAL HIGH SCHOOL 1406 N FRESNO ST FRESNO, CA 93703	NONE	501(C)	EDUCATION	100,000
SANTA SABINA RETREAT HOUSE 25 MAGNOLIA AVENUE SAN RAFAEL, CA 94901	NONE	501(D)	MISSION WORK	10,000
Total			► 3a	410,000
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate						
a Debt-financed property.			14	91,401		
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.			01	48		
8 Gain or (loss) from sales of assets other than inventory			14	380,661		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).			0	472,110		
13 Total. Add line 12, columns (b), (d), and (e).					13	472,110
(See worksheet in line 13 instructions to verify calculations.)						

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangement

(8) Performance of services or membership of fundraising solicitations.

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

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

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

* * * * *

2013-08-29

* * * * *

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

Signature of officer or trustee

Dat

Title

**Sign
Here**

**Paid
Prepared
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00622760
	PHIL MUEHL	PHIL MUEHL			
	Firm's name ► CLIFTONLARSONALLEN LLP 2511 GALEN DRIVE			Firm's EIN ► 41-0746749	
	Firm's address ► CHAMPAIGN, IL 61821			Phone no (217) 351-7400	

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
CREDIT SUISSE		2010-02-23	2012-07-02
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-07-16
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-07-25
FEDERAL NAT R 2002-3		2004-06-07	2012-07-25
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-08-15
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-08-27
FEDERAL NAT R 2002-3		2004-06-07	2012-08-27
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-09-17
AVNET		2011-07-08	2012-09-25
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-09-25
FEDERAL NAT R 2002-3		2004-06-07	2012-09-25
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-10-15
GENERAL ELECTRIC CAP CORP		2008-02-12	2012-10-19
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-10-25
FEDERAL NAT R 2002-3		2004-06-07	2012-10-25
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-11-15
HEWLETT PACKARD CO GLBL NT		2011-02-01	2012-11-20
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-11-26
FEDERAL NAT R 2002-3		2004-06-07	2012-11-26
TRANSOCEAN		2008-12-03	2012-12-14
TRANSOCEAN		2004-05-14	2012-12-14
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-12-17
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-12-26
FEDERAL NAT R 2002-3		2004-06-07	2012-12-26
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2012-12-31
FEDERAL NAT'L MORTGAGE		2008-02-14	2012-12-31
FEDERAL NAT R 2002-3		2004-06-07	2013-01-25
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2013-01-31
CATERPILLAR INC		2008-06-12	2013-02-19
INTERNATIONAL BUSIENSS MACHINES CORP		2008-03-24	2013-02-19

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
ISHARES ISHARES CORP		2004-05-12	2013-02-19
MCDONALD'S CORP		2008-06-30	2013-02-19
VANGUARD MID CAP INDEX		2004-05-13	2013-02-19
WELLS FARGO & CO NEW		2004-05-12	2013-02-19
ACCENTURE		2007-08-08	2013-02-19
ACCENTURE		2007-08-01	2013-02-19
FEDERAL NAT'L MORTGAGE		2008-02-14	2013-02-25
FEDERAL NAT R 2002-3		2004-06-07	2013-02-25
PHILLIPS 66		2008-12-03	2013-03-01
PHILLIPS 66		2008-06-30	2013-03-01
PHILLIPS 66		2008-12-03	2013-03-04
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2013-03-15
FEDERAL NAT'L MORTGAGE		2008-02-14	2013-03-25
FEDERAL NAT R 2002-3		2004-06-07	2013-03-25
PIMCO EM DEBT		2013-02-21	2013-03-25
AMGEN		2007-08-08	2013-04-12
AUTOMATIC DATA PROCESSIN		2004-05-21	2013-04-12
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2013-04-15
FEDERAL NAT'L MORTGAGE		2008-02-14	2013-04-25
FEDERAL NAT R 2002-3		2004-06-07	2013-04-25
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2013-05-15
AMERICAN EXPRESS CO		2008-06-27	2013-05-17
AMGEN INC		2007-08-08	2013-05-17
AUTOMATIC DATA PROCESSIN		2004-05-21	2013-05-17
BECTON, DICKINGSON & CO		2010-10-28	2013-05-17
BLACKROCK COM		2008-06-30	2013-05-17
CATERPILLAR INC		2008-06-12	2013-05-17
CHEVRONTEXACO		2004-05-12	2013-05-17
CISCO SYSTMES		2008-03-24	2013-05-17
COLGATE PALMOLIVE		2008-06-30	2013-05-17

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
CONOCO PHILLIPS		2008-06-30	2013-05-17
DANAHER CORP		2008-06-30	2013-05-17
DARDEN RESTAURANTS		2012-04-02	2013-05-17
DISNEY		2008-06-30	2013-05-17
EMC		2010-12-07	2013-05-17
AMERICAN EUROPACIFIC GROWTH FUND		2004-10-04	2013-05-17
EXXON MOBIL CORP		1996-06-30	2013-05-17
GENERAL ELECTRIC CO		1997-12-09	2013-05-17
INTERNATIONAL BUSINESS MACHINES CORP		2008-03-24	2013-05-17
ISHARES ISHARES CORP		2004-05-12	2013-05-17
JOHNSON & JOHNSON		2010-05-19	2013-05-17
LILLY (ELI) & CO		2008-06-30	2013-05-17
MATTEL, INC		2012-09-25	2013-05-17
MCDONALD'S CORP		2008-06-30	2013-05-17
MEDTRONIC, INC		2008-06-30	2013-05-17
MONSANTO		2009-11-24	2013-05-17
NTT DOCOMO, INC		2013-03-01	2013-05-17
NATIONAL OILWELL		2008-06-30	2013-05-17
NIKE		2008-06-30	2013-05-17
ORACLE		2008-05-06	2013-05-17
PEPSICO		2008-03-07	2013-05-17
PETSMART		2011-12-16	2013-05-17
SEI CORP		2008-06-30	2013-05-17
SCHLUMBERGER		2008-06-30	2013-05-17
SPDR UTILITIES SELECT SECTOR		2011-10-03	2013-05-17
TEMPLETON FOREIGN EQUITY FUND		2004-05-13	2013-05-17
TEVA PHARMA		2008-06-30	2013-05-17
UNITED TECHNOLOGIES CORP		2008-06-30	2013-05-17
UNITEDHEALTH GROUP INC		2013-04-12	2013-05-17
VANGUARD MID CAP INDEX		2004-05-13	2013-05-17

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
WAL-MART STORES INC		2007-06-27	2013-05-17
WASTE MANAGEMENT INC		2009-03-05	2013-05-17
WELLS FARGO & CO NEW		2004-05-12	2013-05-17
ACCENTURE		2007-08-08	2013-05-17
FEDERAL NAT'L MORTGAGE		2008-02-14	2013-05-28
FEDERAL NAT'L MORTGAGE R 2002-3		2004-06-07	2013-05-28
FEDERAL HOME LOAN GOLD COMB 4.5%		2008-02-21	2013-06-01
FEDERAL NAT'L MORTGAGE		2008-02-14	2013-06-25
FEDERAL NAT'L MORTGAGE R 2002-3		2004-06-07	2013-06-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
25,000		25,000	0
403		407	-4
472		470	2
864		893	-29
337		340	-3
497		495	2
669		691	-22
311		314	-3
33,088		36,742	-3,654
476		475	1
726		751	-25
368		372	-4
100,000		100,000	0
445		444	1
804		831	-27
274		277	-3
24,530		24,782	-252
467		466	1
846		878	-32
2,412		2,874	-462
14,025		8,627	5,398
283		286	-3
412		411	1
614		635	-21
271		274	-3
455		454	1
780		806	-26
253		256	-3
29,873		25,240	4,633
30,169		17,918	12,251

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
255,936		132,956	122,980
10,073		6,073	4,000
303,660		160,398	143,262
29,930		23,493	6,437
3,718		2,104	1,614
6,470		3,664	2,806
445		444	1
714		739	-25
254		90	164
5,849		3,965	1,884
6,243		2,194	4,049
291		294	-3
357		356	1
629		650	-21
13,055		13,200	-145
28,265		13,127	15,138
22,548		13,562	8,986
256		259	-3
405		404	1
769		795	-26
185		187	-2
5,241		2,776	2,465
2,212		1,077	1,135
2,996		1,661	1,335
1,220		917	303
1,447		892	555
5,958		5,501	457
5,269		1,962	3,307
1,634		1,739	-105
1,919		1,079	840

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,251		1,450	-199
1,830		1,124	706
1,584		1,547	37
3,912		1,852	2,060
3,524		3,228	296
17,546		12,705	4,841
5,002		630	4,372
2,043		2,189	-146
5,569		3,225	2,344
11,733		5,673	6,060
702		499	203
999		833	166
3,107		2,392	715
4,262		2,384	1,878
793		832	-39
542		398	144
2,084		1,993	91
4,495		5,916	-1,421
3,707		1,709	1,998
4,043		2,538	1,505
6,162		5,188	974
552		402	150
635		497	138
1,356		1,944	-588
601		496	105
11,247		8,764	2,483
565		649	-84
1,259		808	451
2,007		2,018	-11
12,248		5,882	6,366

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,797		1,739	1,058
2,863		1,596	1,267
5,656		3,943	1,713
4,066		2,104	1,962
406		405	1
576		595	-19
142		143	-1
377		376	1
621		642	-21

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

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			0
			-4
			2
			-29
			-3
			2
			-22
			-3
			-3,654
			1
			-25
			-4
			0
			1
			-27
			-3
			-252
			1
			-32
			-462
			5,398
			-3
			1
			-21
			-3
			1
			-26
			-3
			4,633
			12,251

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

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			122,980
			4,000
			143,262
			6,437
			1,614
			2,806
			1
			-25
			164
			1,884
			4,049
			-3
			1
			-21
			-145
			15,138
			8,986
			-3
			1
			-26
			-2
			2,465
			1,135
			1,335
			303
			555
			457
			3,307
			-105
			840

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

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-199
			706
			37
			2,060
			296
			4,841
			4,372
			-146
			2,344
			6,060
			203
			166
			715
			1,878
			-39
			144
			91
			-1,421
			1,998
			1,505
			974
			150
			138
			-588
			105
			2,483
			-84
			451
			-11
			6,366

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

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			1,058
			1,267
			1,713
			1,962
			1
			-19
			-1
			1
			-21

TY 2012 Accounting Fees Schedule

Name: FRANK C DIENER FOUNDATION

EIN: 94-6165307

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	1,425	1,425		0

TY 2012 Investments Corporate Bonds Schedule

Name: FRANK C DIENER FOUNDATION

EIN: 94-6165307

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BLACKROCK INC NT 5%	29,682	28,356
FED FARM CREDIT 4.7%	50,339	54,313
FED FARM CREDIT 4.9%	49,238	53,380
FED HM LN BANKS CONS BD 3.75%	38,681	38,417
FED HM LN BANKS CONS BD 4.125%	29,597	27,808
FED HM LN BK 2.25%	49,713	51,790
FED HM LN BK 3.125%	51,857	53,271
FED HM LN BK 4.8%	50,252	51,079
FED HM LN BK 5%	31,125	33,190
FED HM LN BK 5.125%	52,934	57,016
FED HM LN BK 5.25%	50,834	52,935
FED NAT MTG ASSN II POOL 4.5%	9,236	9,840
PIMCO HIGH YIELD BOND	25,000	24,404
UPPER YAMMA 4.81%	100,142	101,475

**TY 2012 Investments Corporate
Stock Schedule**

Name: FRANK C DIENER FOUNDATION

EIN: 94-6165307

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACADIAN EMERGING MARKETS DEBT FUND INST CLASS	13,055	11,777
ACADIAN EMERGING MARKETS PORTFOLIO	90,000	69,932
ACCENTURE	26,386	47,278
ADOBE SYS INC NT MAKEWHOLE CALL AT TREAS	28,000	27,207
AFLAC INC	14,722	16,274
AMERICAN EUROPACIFIC GROWTH FUND	86,190	111,227
AMERICAN EXPRESS CO	29,660	56,743
AMGEN INC	11,155	23,086
APPLE	39,358	28,550
AQR DIVERSIFIED ARBITRAGE	55,000	55,347
AQR MANAGED FUTURES	55,000	55,494
AUTOMATIC DATA PROCESSING INC	19,244	32,502
BEAR STEARNS COS INC NT	22,564	21,605
BECTON DICKINSON & CO	19,403	25,103
BELLSOUTH CORP	25,970	27,969
BHP BILLITON	11,676	11,878
BLACKROCK INC COM	18,687	26,456
BROOKFIELD GLB LISTD REAL ESTATE	20,000	19,739
CARY ILL GO BDS ALT REV SOURCE	50,000	53,050
CATERPILLAR INC DEL COM	48,905	53,124
CHANNAHON ILL FIRE PROTIN DIST GO BDS	24,999	26,445
CHEVRON TEXACO CORP	23,563	54,081
CISCO SYS INC COM	45,658	44,217
COHEN & STEERS GLB INFR	15,000	15,463
COLGATE PALMOLIVE CO	28,100	46,233
CONOCO PHILLIPS COM	19,580	22,143
DANAHER	16,157	26,396
DARDEN RESTAURANTS	27,735	27,158
DIAGEO PLC SPONSORED ADR	2,614	5,977
DISNEY WALT CO	20,988	40,984

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DWS FLOATING RATE	20,000	19,894
EMC CORP	57,056	52,413
EXPEDITORS INTL WASH INC	15,339	13,390
EXXON-MOBIL COMMON STK	6,755	53,307
GENERAL ELEC CAP CORP 5.55%	29,433	28,240
GENERAL ELECTRIC	40,793	44,131
GOLDMAN SACHS EM DEBT	30,000	27,537
IBM	42,517	65,551
ISHARES TR S&P SMLCAP600	40,336	78,750
JOHNSON & JOHNSON	20,654	28,420
LILLY ELI & CO	20,275	21,515
MATTEL INC COM	31,520	40,009
MCDONALDS CORP COM	35,872	52,173
MEDTRONIC INC COM	25,116	24,860
MONSANTO	17,126	21,242
NATIONAL OILWELL INC	32,889	56,222
NIKE INC	21,216	41,838
NORTHERN TRUST	2,761	2,779
NTT DOCOMO INC ADR	33,275	33,131
ORACLE CORP COM	33,394	47,908
PEPSICO INC	54,614	63,714
PETSMART	15,041	20,030
PIMCO COMMODITY REAL RETURN	15,000	12,703
PIMCO EM DEBT - LOCAL CURRENCY	26,800	23,936
PROCTER AND GAMBLE CO COM	15,863	19,171
SCHLUMBERGER	33,340	32,104
SEI INVESTMENTS	18,865	22,659
SPDR UTILITIES SELECT	15,470	17,611
TEMPLETON TIFI FOREIGN EQ SER	117,475	141,595
TEVA PHARMACEUTICALS INDS	25,863	21,874

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THIRD AVENUE GLBL REIT	20,000	20,756
UNITED TECHNOLOGIES CORP	14,287	21,376
UNITEDHEALTH GROUP INC COM	25,731	26,716
VANGUARD INTERNATIONAL EXPLORER	20,000	20,586
VANGUARD MIC-CAP INDEX	40,961	80,549
WALMART STORES INC COM	37,520	55,644
WASTE MGMT INC	18,590	31,941
WELLS FARGO & CO NEW	43,998	60,502
YUM BRANDS INC COM SR NT	29,328	27,956

TY 2012 Investments Government Obligations Schedule

Name: FRANK C DIENER FOUNDATION

EIN: 94-6165307

US Government Securities - End of

Year Book Value: 129,195

US Government Securities - End of

Year Fair Market Value: 124,872

State & Local Government

Securities - End of Year Book
Value: 75,581

State & Local Government

Securities - End of Year Fair
Market Value: 80,130

TY 2012 Legal Fees Schedule

Name: FRANK C DIENER FOUNDATION

EIN: 94-6165307

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	251	251		0

TY 2012 Other Expenses Schedule

Name: FRANK C DIENER FOUNDATION

EIN: 94-6165307

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AMORTIZATION	5,846	5,846		0
BANK FEES	40	40		0
STATE REGISTRATION	25	25		0
OTHER INVESTMENT EXPENSES	62	62		0
MISCELLANEOUS EXPENSE	62	62		0

TY 2012 Other Income Schedule

Name: FRANK C DIENER FOUNDATION**EIN:** 94-6165307

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ACCRETION OF BASIS	35	35	35
CLASS ACTION LAWSUIT INCOME	13	13	13

TY 2012 Other Professional Fees Schedule

Name: FRANK C DIENER FOUNDATION**EIN:** 94-6165307

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNT MANAGEMENT FEES	22,411	22,411		0

TY 2012 Taxes Schedule

Name: FRANK C DIENER FOUNDATION**EIN:** 94-6165307

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	845	845		0