Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 09/01 **, 2012, and ending** 08/31, 20 13

Name of foundation
HARRY F DISE T/W R80441000

A Employer identification number
86-6279144

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
10 S DEARBORN IL1-0117

B Telephone number (see instructions)
866- 888-5157

City or town, state, and ZIP code
CHICAGO, IL 60603

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 228,967.

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	4,167.	4,086.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	6,829.			
	b	Gross sales price for all assets on line 6a 75,911.				
	7	Capital gain net income (from Part IV, line 2)		6,829.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)		170.		STMT 1
	12	**Total** Add lines 1 through 11	10,996.	11,085.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	4,738.	3,553.		1,184.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT. 2	215.	115.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,953.	3,668.	NONE	1,184.
	25	Contributions, gifts, grants paid	9,529.			9,529.
	26	**Total expenses and disbursements** Add lines 24 and 25	14,482.	3,668.	NONE	10,713.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-3,486.			
	b	**Net investment income** (if negative, enter -0-)		7,417.		
	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	NONE	14.	14.
	2	Savings and temporary cash investments	5,501.	1,086.	1,086.
	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 schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	169,974.	135,285.	168,020.
	c	Investments - corporate bonds (attach schedule)	26,152.	23,266.	22,951.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)		38,493.	36,896.
	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)	201,627.	198,144.	228,967.
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)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	201,627.	198,144.	
	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 instructions)	201,627.	198,144.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	201,627.	198,144.	

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	201,627.
2	Enter amount from Part I, line 27a	2	-3,486.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	3.
4	Add lines 1, 2, and 3	4	198,144.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	198,144.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr.)
1a	PUBLICLY TRADED SECURITIES			
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	75,911.		69,082.	6,829.
b				
c				
d				
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				6,829.
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	6,829.
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 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	10,427.	214,964.	0.048506
2010	11,225.	233,923.	0.047986
2009	10,060.	224,135.	0.044884
2008	12,737.	203,152.	0.062697
2007	13,344.	258,424.	0.051636

2	**Total** of line 1, column (d)	2	0.255709
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	0.051142
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	227,397.
5	Multiply line 4 by line 3	5	11,630.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	74.
7	Add lines 5 and 6	7	11,704.
8	Enter qualifying distributions from Part XII, line 4	8	10,713.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ **(attach copy of letter if necessary - see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b . . .			1	148.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2 . . .			3	148.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- . . .			5	148.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	100.		
b	Exempt foreign organizations - tax withheld at source . . .	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	250.		
d	Backup withholding erroneously withheld . . .	6d			
7	Total credits and payments. Add lines 6a through 6d . . .			7	350.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	202.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 148. **Refunded** ▶			11	54.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year? . . .	1c		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? . . . *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* . . .	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year? . . .	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . *If "Yes," attach the statement required by General Instruction T*	5		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? . . .	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* . . .	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV* . . .	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* . . .	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK N.A. Telephone no ▶ (866)888-5157

Located at ▶ 10 S DEARBORN STREET;MC:IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
JPMORGAN CHASE BANK N.A. 10 S DEARBORN STREET; MC:IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	4,738.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		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	Expenses
1 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.				
a	Average monthly fair market value of securities			1a	224,791.
b	Average of monthly cash balances			1b	6,069.
c	Fair market value of all other assets (see instructions)			1c	NONE
d	**Total** (add lines 1a, b, and c)			1d	230,860.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	NONE
3	Subtract line 2 from line 1d			3	230,860.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	3,463.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	227,397.
6	**Minimum investment return.** Enter 5% of line 5			6	11,370.

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	11,370.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	148.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	148.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	11,222.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	11,222.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	11,222.

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	10,713.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	10,713.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	10,713.

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					11,222.
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only				9,529.	
b	Total for prior years 20 10 ,20_____, 20_____			NONE		
3	Excess distributions carryover, if any, to 2012:					
a	From 2007	NONE				
b	From 2008	NONE				
c	From 2009	NONE				
d	From 2010	NONE				
e	From 2011	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 10,713.					
a	Applied to 2011, but not more than line 2a				9,529.	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2012 distributable amount					1,184.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e	Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions					
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					10,038.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9					
a	Excess from 2008	NONE				
b	Excess from 2009	NONE				
c	Excess from 2010	NONE				
d	Excess from 2011	NONE				
e	Excess from 2012	NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
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 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))

N/A

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.

N/A

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:

SEE STATEMENT 3

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VALLEY YOUTH ORGANIZATION PEORIA YOUTH ORGANI 6719 EAST SECOND STREET, SUITE A Prescott Va	NONE	PUBLIC CHA	GENERAL	9,529.
Total . . . . ▶ 3a				9,529.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Form **990-PF** (2012)

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	4,167.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	6,829.	
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)				10,996.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 10,996.

(See worksheet in line 13 instructions to verify calculations)

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

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

NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Anthony Ward | 05/12/2014 | ▶

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
POWERSHARES K-1			170.
	TOTALS		170.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - INCOME	100.	
FOREIGN TAXES ON QUALIFIED FOR	99.	99.
FOREIGN TAXES ON NONQUALIFIED	16.	16.
TOTALS	215.	115.

HARRY F DISE T/W R80441000 86-6279144
FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
  JPMORGAN CHASE:ATTN ANNE MCCULLOUGH
ADDRESS:
  2200 ROSS AVE
  DALLAS, TX 75201
RECIPIENT'S PHONE NUMBER: 214-965-2908
FORM, INFORMATION AND MATERIALS:
  A LETTER DESCRIBING THE PURPOSES AND USES OF THE REQUESTED FUNDS.
  INCLUDE A COPY OF THE ORGANIZATION'S IRS SECTION 501(C)(3)
  EXEMPT STATUS LETTER
SUBMISSION DEADLINES:
  NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  AWARDS MUST BENEFIT CITIZENS OF PRESCOTT,AZ
  ORGANIZATIONS MUST QUALIFY AS A PUBLIC CHARITY.

STATEMENT 3

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041.*

OMB No 1545-0092

2012

Name of estate or trust: HARRY F DISE T/W R80441000

Employer identification number: 86-6279144

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	44.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	44.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS					1,021.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	5,764.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	6,785.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

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Part III Summary of Parts I and II

Caution: *Read the instructions* **before** *completing this part.*

		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			44.
14 **Net long-term gain or (loss):**				
a Total for year	14a			6,785.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			749.
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			6,829.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶ 21

22 Subtract line 21 from line 20. If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17. If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,400 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box.
☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (15) . . . 30

31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust
HARRY F DISE T/W R80441000

Employer identification number
86-6279144

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 456. ISHARES INC MSCI JAPA	03/09/2012	09/18/2012	4,254.00	4,600.00	-346.00
31.665 PRIMECAP ODYSSEY ST	10/26/2011	10/19/2012	506.00	462.00	44.00
328.845 ROWE T PRICE INTL FD*	06/22/2012	10/19/2012	5,324.00	4,870.00	454.00
9.24 JPMORGAN INTERNATIONA	10/19/2012	11/16/2012	103.00	106.00	-3.00
215.362 HSBC FDS	10/19/2012	02/05/2013	2,205.00	2,229.00	-24.00
384.718 RS INTERNATIONAL G	09/17/2012	04/19/2013	7,040.00	6,662.00	378.00
47. ISHARES MSCI CHINA IND	02/05/2013	07/10/2013	1,901.00	2,288.00	-387.00
191.027 JPMORGAN INTERNATI CURRENCY	10/19/2012	07/22/2013	2,120.00	2,192.00	-72.00
156.289 DELAWARE EMERGING	02/05/2013	07/31/2013	2,279.00	2,279.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 44.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2012**

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Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side	Employer identification number
HARRY F DISE T/W R80441000	86-6279144

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 121.642 JPMORGAN US REAL E	08/31/2011	09/21/2012	2,232.00	1,962.00	270.00
45.293 ASTON OPTIMUM MID C	08/30/2011	10/19/2012	1,530.00	1,313.00	217.00
64.963 EDGEWOOD GROWTH FUN	08/31/2011	10/19/2012	877.00	745.00	132.00
30.758 DODGE & INTERNATION FUND	08/30/2011	10/19/2012	1,027.00	979.00	48.00
16.475 HARTFORD CAPITAL AP FUND	08/31/2011	10/19/2012	545.00	500.00	45.00
234.189 JOHN HANCOCK II-EM	08/31/2011	10/19/2012	2,384.00	2,499.00	-115.00
30.194 JPMORGAN US LARGE C FUND SEL	04/16/2007	10/19/2012	699.00	555.00	144.00
4. SPDR TR UNIT SER 1	06/24/2010	10/19/2012	573.00	492.00	81.00
194.886 JPMORGAN INTERNATI CURRENCY	08/31/2011	11/16/2012	2,173.00	2,238.00	-65.00
47. ISHARES TR S & P MIDCA FD	09/14/2009	02/05/2013	5,156.00	3,990.00	1,166.00
483.129 JPMORGAN GROWTH AD	08/30/2011	02/05/2013	5,126.00	4,078.00	1,048.00
142.215 VICTORY PORTFOLIOS	08/31/2011	04/19/2013	2,553.00	2,022.00	531.00
33.099 HARTFORD CAPITAL AP FUND	08/31/2011	05/14/2013	1,365.00	1,004.00	361.00
44.889 PRIMECAP ODYSSEY ST	10/26/2011	05/14/2013	852.00	655.00	197.00
1. SPDR GOLD TRUST	05/15/2009	06/06/2013	135.00	91.00	44.00
3. SPDR GOLD TRUST	05/15/2009	06/06/2013	406.00	274.00	132.00
2. SPDR GOLD TRUST	05/15/2009	06/06/2013	270.00	183.00	87.00
9. SPDR GOLD TRUST	05/15/2009	06/06/2013	1,219.00	821.00	398.00
2. SPDR GOLD TRUST	05/15/2009	06/06/2013	271.00	183.00	88.00
96.051 JPMORGAN SHORT DURA FUND	06/24/2010	06/25/2013	1,046.00	1,037.00	9.00
213.486 JPMORGAN SHORT DUR FUND	06/24/2010	06/27/2013	2,327.00	2,306.00	21.00
222.966 IVY GLOBAL NATURAL	08/30/2011	07/12/2013	3,897.00	4,392.00	-495.00
306.948 DELAWARE EMERGING	08/31/2011	07/31/2013	4,475.00	4,475.00	
53. VANGUARD EMERGING MARK	09/24/2010	07/31/2013	2,074.00	2,508.00	-434.00
43.96 ASTON OPTIMUM MID CA	08/30/2011	08/14/2013	1,954.00	1,274.00	680.00
6b **Total**. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: HARRY F DISE T/W R80441000

Employer identification number: 86-6279144

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	20.379 DODGE & INTERNATION FUND	08/30/2011	08/14/2013	806.00	649.00	157.00
	19.818 HARTFORD CAPITAL AP FUND	08/31/2011	08/14/2013	851.00	601.00	250.00
	48.66 JPMORGAN INTERNATION FUND	03/06/2009	08/14/2013	694.00	587.00	107.00
	24.228 JPMORGAN INTREPID A	08/31/2011	08/14/2013	766.00	542.00	224.00
	67.256 JPMORGAN MARKET EXP FUND	05/15/2009	08/14/2013	875.00	439.00	436.00

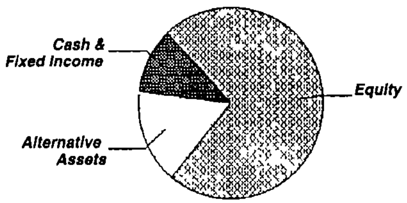
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 5,764.00

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	178,319 84	168,019 76	(10,300 08)	2,506 06	73%
Alternative Assets	36,957.48	36,895 64	(61 84)	668 05	16%
Cash & Fixed Income	26,413 08	24,037 41	(2,375.67)	842 93	11%
Market Value	**$241,690.40**	**$228,952.81**	**($12,737.59)**	**$4,017.04**	**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	1,738 55	14 35	(1,724 20)
Accruals	37.96	37.87	(0.09)
Market Value	**$1,776.51**	**$52.22**	**($1,724.29)**

Portfolio Activity	PRINCIPAL		INCOME	
	Current Period Value	Year-to-Date Value	Current Period Value	Year-to-Date Value
Beginning Market Value	**241,690.40**	**215,211.62**	**1,738.55**	**0.00**
Additions		75 42	7,921 03	8,014.79
Withdrawals & Fees	(8,127 57)	(10,383 52)	(9,735 84)	(12,073 51)
Net Additions/Withdrawals	**($8,127.57)**	**($10,308.10)**	**($1,814.81)**	**($4,058.72)**
Income			90.61	4,073 07
Change In Investment Value	(4,610 02)	24,049 29		
Ending Market Value	**$228,952.81**	**$228,952.81**	**$14.35**	**$14.35**
Accruals	--	--	37.87	37 87
Market Value with Accruals	--	--	**$52.22**	**$52.22**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	90 58	4,015 56
Interest Income	0.03	2.63
Taxable Income	**$90.61**	**$4,018.19**
Tax-Exempt Income		54 88
Tax-Exempt Income		**$54.88**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions		1,001.37
ST Realized Gain/Loss		43.79
LT Realized Gain/Loss	1,854.15	5,766.78
Realized Gain/Loss	**$1,854.15**	**$6,811.94**

	To-Date Value
Unrealized Gain/Loss	**$30,822.83**

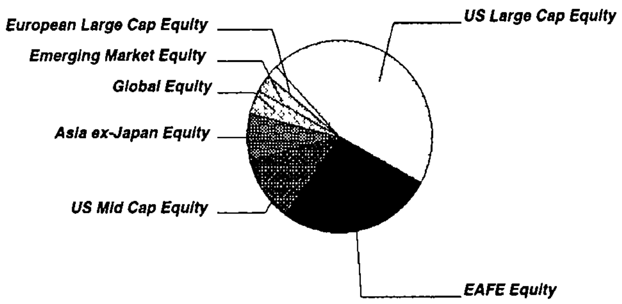
Cost Summary	Cost
Equity	135,284 97
Cash & Fixed Income	24,351 67
Total	**$159,636.64**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	79,491.96	75,981.79	(3,510.17)	33%
US Mid Cap Equity	22,281.34	18,634 46	(3,646.88)	8%
EAFE Equity	49,382 61	46,859 42	(2,523 19)	20%
European Large Cap Equity	2,382 80	2,347 84	(34 96)	1%
Asia ex-Japan Equity	13,092 15	12,699.46	(392.69)	6%
Emerging Market Equity	4,308 57	4,301 79	(6 78)	2%
Global Equity	7,380 41	7,195 00	(185 41)	3%
Total Value	**$178,319.84**	**$168,019.76**	**($10,300.08)**	**73%**

Market Value/Cost	Current Period Value
Market Value	168,019 76
Tax Cost	(135,284 97)
Unrealized Gain/Loss	32,734 79
Estimated Annual Income	2,506 06
Yield	1.49 %

Asset Categories



Equity as a percentage of your portfolio - 73 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
US Large Cap Equity							
EDGEWOOD GROWTH FUND-INS 0075W0-75-9 EGFI X	15 93	317 986	5,065 52	3,647 30	1,418 22	8 26	0 16%
HARTFORD CAPITAL APPREC-I 416649-30-9 ITHI X	42.05	277.882	11,684 94	8,428.16	3,256.78	96.14	0 82%
JPM GROWTH ADVANTAGE FD - SEL FUND 1567 4812A3-71-8 JGAS X	12 33	432 606	5,334 03	3,651 19	1,682 84	10 38	0.19%
JPM INTREPID AMERICA FD - SEL FUND 1206 4812A2-10-8 JPIA X	30 46	150.596	4,587 15	3,367 33	1,219 82	74 54	1.63%
JPM TAX AWARE EQUITY FD - SEL FUND 2827 48121L-57-7 JPES X	23 13	354 038	8,188 90	4,714 57	3,474 33	120 01	1 47%
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	26 13	377 527	9,864 78	6,944 38	2,920 40	63 80	0.65%
PRIMECAP ODYSSEY STOCK FUND 74160Q-30-1 POSK X	19.10	642 569	12,273 07	9,376 06	2,897.01	158.07	1.29%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	163 65	116 000	18,983 40	14,619 69	4,363.71	386 74	2 04%
Total US Large Cap Equity			**$75,981.79**	**$54,748.68**	**$21,233.11**	**$917.94**	**1.21%**
US Mid Cap Equity							
ASTON/FAIRPOINTE MID CAP-I 00078H-15-8 ABMI X	42 54	213 777	9,094 07	6,197 40	2,896 67	82 94	0 91%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div.	Yield
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	118 14	42 000	4,961 88	3,565 29	1,396 59	71 19	1 43%
JPM MKT EXP ENH INDEX FD - SEL 4812C1-63-7 PGMI X	12.53	365 404	4,578.51	2,382.43	2,196.08	48 96	1.07%
Total US Mid Cap Equity			**$18,634.46**	**$12,145.12**	**$6,489.34**	**$203.09**	**1.09%**
EAFE Equity							
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	37.55	242 480	9,105 12	7,440.95	1,664 17	181.13	1 99%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	59 17	202 000	11,952 34	11,677 81	274.53	355 72	2.98%
JPMORGAN INTL VALUE-SEL FUND 1296 4812A0-56-5 JIES X	13 63	670 130	9,133 87	8,090 06	1,043.81	212 43	2.33%
MFS INTL VALUE-I 55273E-82-2 MINI X	32 16	223 582	7,190.40	6,075 00	1,115.40	114 92	1 60%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	24 20	391.640	9,477 69	9,650.00	(172 31)	171.92	1.81%
Total EAFE Equity			**$46,859.42**	**$42,933.82**	**$3,925.60**	**$1,036.12**	**2.21%**

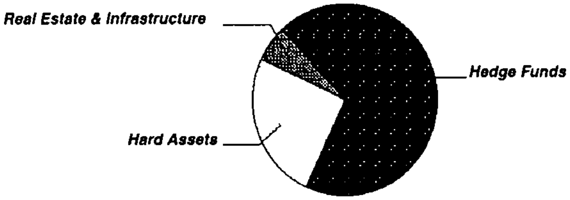
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	51 04	46 000	2,347 84	2,231 71	116 13	122 22	5 21%
Asia ex-Japan Equity							
COLUMBIA ASIA PAX X-JPN-R5 19763P-57-2 TAPR X	12 45	525 185	6,538 55	6,161.00	377.55	134 44	2.06%
T ROWE PRICE NEW ASIA 77956H-50-0 PRAS X	15 32	402.148	6,160.91	5,955 81	205.10	64 34	1.04%
Total Asia ex-Japan Equity			**$12,699.46**	**$12,116.81**	**$582.65**	**$198.78**	**1.57%**
Emerging Market Equity							
DELAWARE EMERGING MARKETS-I 245914-81-7 DEMI X	14 48	160.355	2,321.94	2,337 83	(15 89)	22 77	0 98%
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	19 24	102 903	1,979 85	1,879 00	100 85	5.14	0 26%
Total Emerging Market Equity			**$4,301.79**	**$4,216.83**	**$84.96**	**$27.91**	**0.65%**

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
Global Equity							
JPM TR I GL RES ENH IDX FD FUND 3457 46637K-51-3 JEIT X	15 91	452 231	7,195 00	6,892 00	303 00		

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	25,207.37	24,979 68	(227 69)	11%
Real Estate & Infrastructure	2,316.08	2,161 30	(154 78)	1%
Hard Assets	9,434.03	9,754 66	320 63	4%
Total Value	**$36,957.48**	**$36,895.64**	**($61.84)**	**16%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 16 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11.14	390 080	4,345.49	4,275 28
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9.46	434.833	4,113.52	4,418 54

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EQUINOX FDS TR EQNX CB STGY I 29446A-81-9 EBSI X	10.34	337.826	3,493 12	3,547.00
GATEWAY FUND-Y 367829-88-4 GTEY X	27 91	167 750	4,681 90	4,645 00
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	12.53	342.301	4,289 03	4,224.00
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11.17	363 171	4,056 62	4,260.00
Total Hedge Funds			**$24,979.68**	**$25,369.82**

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc / Accrued Div	Yield
Real Estate & Infrastructure						
JPM REALTY INCOME FD - INSTL FUND 1372 904504-50-3 URTL X	191.10	(2,232 00)		2,161 30	44.14	2 04%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value" Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement For additional information, please contact your J P Morgan representative.

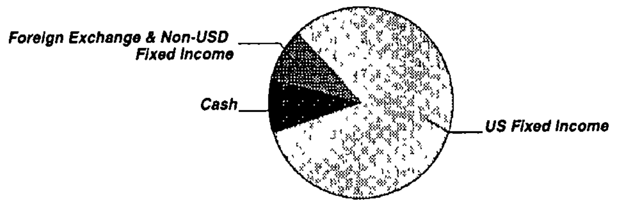
For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market") However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)

	Price	Quantity	Estimated Value	Cost
Hard Assets				
POWERSHARES DB COMMODITY INDEX TRACKING FUND 73935S-10-5 DBC	26 66	275 000	7,331 50	8,167 56
SPDR GOLD TRUST 78463V-10-7 GLD	134 62	18 000	2,423 16	2,723.96
Total Hard Assets			**$9,754.66**	**$10,891.52**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	3,267 63	(1,086 04)	(2,181 59)	1%
US Fixed Income	20,944 29	20,824 10	(120.19)	9%
Foreign Exchange & Non-USD Fixed Income	2,201.16	2,127.27	(73 89)	1%
Total Value	**$26,413.08**	**$24,037.41**	**($2,375.67)**	**11%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 11 %

Market Value/Cost	Current Period Value
Market Value	24,037.41
Tax Cost	(24,351.67)
Unrealized Gain/Loss	(314.26)
Estimated Annual Income	842 93
Accrued Interest	37 87
Yield	3 50%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	24,037.41	100%

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	1,086 04	4%
International Bonds	2,127 27	8%
Mutual Funds	20,824 10	88%
Total Value	**$24,037.41**	**100%**

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

Note· [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	1,086 04	1,086.04	1,086.04		0 32	0.03 % [1]
US Fixed Income							
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 88	432 62	4,706.94	4,810.00	(103.06)	251.35	5.34 %
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11 83	391.44	4,630 71	4,546.12	84 59	141.30 9.39	3.05 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8 03	572.64	4,598.32	4,610.82	(12.50)	295.48 24 05	6 43 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 89	632 52	6,888 13	6,893 13	(5 00)	71.47 4 43	1 04 %
Total US Fixed Income			**$20,824.10**	**$20,860.07**	**($35.97)**	**$759.60** **$37.87**	**3.65 %**

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Foreign Exchange & Non-USD Fixed Income							
DREYFUS EMG MKT DEBT LOC C-I 261980-49-4	13 53	157 23	2,127 27	2,405 56	(278 29)	83 01	3.90%

Portfolio Activity Summary

	PRINCIPAL		INCOME	
Transactions	Current Period Value	Year-To-Date Value*	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	**4,089.50**	--	**1,738.55**	--
INFLOWS				
Income			90.61	4,073.07
Contributions		75.42	7,921 03	8,014 79
Total Inflows	**$0.00**	**$75.42**	**$8,011.64**	**$12,087.86**
OUTFLOWS **				
Withdrawals	(7,921 03)	(8,014 79)	(9,529 29)	(9,604 71)
Fees & Commissions	(206 54)	(2,368.73)	(206.55)	(2,368.80)
Tax Payments				(100 00)
Total Outflows	**($8,127.57)**	**($10,383.52)**	**($9,735.84)**	**($12,073.51)**
TRADE ACTIVITY				
Settled Sales/Maturities/Redemptions	14,774 11	75,894.45		
Settled Securities Purchased	(9,650.00)	(70,001 15)		
Total Trade Activity	**$5,124.11**	**$5,893.30**	**$0.00**	**$0.00**
Ending Cash Balance	**$1,086.04**	--	**$14.35**	--

* Year to date information is calculated on a fiscal year basis, beginning Sep 1, 2012
** Your account's standing instructions use a FIRST IN, FIRST OUT method for relieving assets from your position
Mutual Funds are maintained at Average Cost for gain/loss reporting and delivered on a First In First Out basis to determine holding period