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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

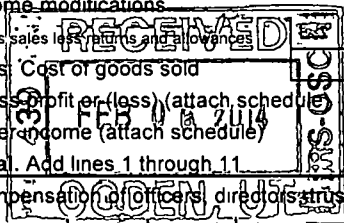
For calendar year 2012 or tax year beginning **11/01/12**, and ending **10/31/13**

Name of foundation MYSUN CHARITABLE FOUNDATION C/O THE NORTHERN TRUST COMAPNY		A Employer identification number 43-7037871						
Number and street (or P O box number if mail is not delivered to street address) PO BOX 803878	Room/suite 02-03523	B Telephone number (see instructions)						
City or town, state, and ZIP code CHICAGO IL 60680		C If exemption application is pending, check here <input type="checkbox"/>						
Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr> </table>		<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 type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<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 type="checkbox"/> Address change	<input type="checkbox"/> Name change							
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 type="checkbox"/>						
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,139,192	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

9107 06 MAY 11

SCANNED FEB 25 2014 Revenue

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)
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	12			
4 Dividends and interest from securities	76,912	76,912		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	233,044			
b Gross sales price for all assets on line 6a 978,881				
7 Capital gain net income (from Part IV, line 2)		233,044		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less gifts and grants				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	309,968	309,956	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE STMT 1	5,955			5,955
b Accounting fees (attach schedule) STMT 2	9,163			9,163
c Other professional fees (attach schedule) STMT 3	8,494	7,645		849
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	1,666	1,187		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	943	849		94
22 Printing and publications				
23 Other expenses (att sch) STMT 5	10,009	9		10,000
24 Total operating and administrative expenses. Add lines 13 through 23	36,230	9,690	0	26,061
25 Contributions, gifts, grants paid	0			0
26 Total expenses and disbursements. Add lines 24 and 25	36,230	9,690	0	26,061
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	273,738			
b Net investment income (if negative, enter -0-)		300,266		
c Adjusted net income (if negative, enter -0-)			0	



For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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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			
	2	Savings and temporary cash investments	81,059	101,979	101,979
	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 ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule) STMT 6	170,069		
	b	Investments – corporate stock (attach schedule) SEE STMT 7	1,303,885	1,537,910	2,037,008
	c	Investments – corporate bonds (attach schedule) SEE STMT 8	610,633	716,939	737,404
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 9	174,952	257,504	262,801
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	2,340,598	2,614,332	3,139,192	
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	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	197,238	197,238	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	2,143,360	2,417,094		
30	Total net assets or fund balances (see instructions)	2,340,598	2,614,332		
31	Total liabilities and net assets/fund balances (see instructions)	2,340,598	2,614,332		

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	2,340,598
2	Enter amount from Part I, line 27a	2	273,738
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,614,336
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	4
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,614,332

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE WORKSHEET			
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			
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	
a			
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	233,044
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	7,648

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	1,841,625	2,854,022	0.645274
2010	701,683	4,489,011	0.156311
2009	79,115	4,679,488	0.016907
2008	106,422	4,305,419	0.024718
2007	163,856	3,169,772	0.051693

2 Total of line 1, column (d)	2	0.894903
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	0.178981
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,909,796
5 Multiply line 4 by line 3	5	520,798
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,003
7 Add lines 5 and 6	7	523,801
8 Enter qualifying distributions from Part XII, line 4 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	8	26,061

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	6,005
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	6,005
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	6,005
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,120
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	1,120
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,885
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14 The books are in care of ► KENNETH A MOORE Telephone no ► 636-532-9223 16100 CHESTERFIELD PKWY WEST Located at ► CHESTERFIELD MO ZIP+4 ► 63017			
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		► <input type="checkbox"/>
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly) <ul style="list-style-type: none"> (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		N/A
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20		Yes	No X
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		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		Yes	No X
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		N/A
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

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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes 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? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 11				

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

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

Total number of other employees paid over \$50,000 **0**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		▶

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		
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	2,844,209
b	Average of monthly cash balances	1b	109,899
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,954,108
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,954,108
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	44,312
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,909,796
6	Minimum investment return. Enter 5% of line 5	6	145,490

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	145,490
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,005
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,005
3	Distributable amount before adjustments Subtract line 2c from line 1	3	139,485
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	139,485
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	139,485

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	26,061
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	26,061
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	26,061

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				139,485
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				323,373
e From 2011				1,701,162
f Total of lines 3a through e				2,024,535
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 26,061				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				26,061
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,911,111			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
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				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)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,911,111			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				209,949
d Excess from 2011				1,701,162
e Excess from 2012				

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

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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
N/A

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

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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 N/A				
Total			▶ 3a	
b Approved for future payment N/A				
Total			▶ 3b	

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning **11/01/12**, and ending **10/31/13**

Name
**MYSUN CHARITABLE FOUNDATION
C/O THE NORTHERN TRUST COMAPNY**

Employer Identification Number
43-7037871

(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.)
(1) 400 EATON CORP COM	P	10/24/11	12/03/12
(2) 400 ABBVIE INC	P	10/11/05	02/02/13
(3) 130 CUMMINS ENGINE	P	04/19/10	02/12/13
(4) 3231.11 MFB NORTHN FDS GLOBAL REAL E	P	VARIOUS	02/12/13
(5) 150.45 MFB NORTHN FUNDS GLOBAL REAL	P	12/19/12	02/12/13
(6) 4775.94 MFB NORTHN MID CAP FD	P	VARIOUS	02/12/13
(7) 203.68 MFB NORTHN ,ID CAP FD	P	12/19/12	02/12/13
(8) 16537.93 MFB NORTHN US GOVT FD	P	VARIOUS	02/26/13
(9) 547.91 MFB NORTHN US GOVT FD	P	VARIOUS	02/26/13
(10) 850 MICROSOFT CORP	P	10/11/05	03/12/13
(11) 4559.27 PIMCO COMMODITY REAL RETURN	P	04/26/10	03/12/13
(12) 700 TJX CO	P	VARIOUS	03/12/13
(13) 400 WAL MART STORES	P	06/02/09	03/12/13
(14) 150 MFC SPDR GOLD TRUST	P	VARIOUS	04/02/13
(15) 100 MFC SPDR GOLD TRUST	P	09/05/12	04/02/13

(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) 20,662		16,756	3,906
(2) 14,232		8,763	5,469
(3) 15,472		8,621	6,851
(4) 60,519		45,683	14,836
(5) 2,818		2,711	107
(6) 61,753		41,124	20,629
(7) 2,634		2,428	206
(8) 163,064		170,069	-7,005
(9) 5,402		5,408	-6
(10) 23,587		20,868	2,719
(11) 30,000		36,930	-6,930
(12) 31,296		11,614	19,682
(13) 29,504		20,164	9,340
(14) 22,870		14,231	8,639
(15) 15,247		16,425	-1,178

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			3,906
(2)			5,469
(3)			6,851
(4)			14,836
(5)			107
(6)			20,629
(7)			206
(8)			-7,005
(9)			-6
(10)			2,719
(11)			-6,930
(12)			19,682
(13)			9,340
(14)			8,639
(15)			-1,178

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning **11/01/12** and ending **10/31/13**

Name

**MYSUN CHARITABLE FOUNDATION
C/O THE NORTHERN TRUST COMPANY**

Employer Identification Number

43-7037871

(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.)
(1) 350 DOMINION RESOURCES	P	10/24/11	04/04/13
(2) 450 JOHNSON & JOHNSON	P	VARIOUS	04/04/13
(3) 600 SPECTRA ENERGY	P	07/28/09	04/04/13
(4) 400 ABBOTT LABS	P	10/11/05	05/03/13
(5) 100 COSTCO WHOLESALE	P	06/02/09	05/03/13
(6) 200 JP MORGAN CHASE	P	VARIOUS	05/03/13
(7) 250 NOBLE ENERGY INC	P	06/02/09	05/03/13
(8) 100 PROCTER & GAMBLE	P	10/11/05	05/03/13
(9) 200 COVIDIEN PLC	P	06/02/09	05/03/13
(10) 25 MALLINCKRODT	P	06/02/09	07/08/13
(11) 50 AMAZON COM	P	07/28/09	07/19/13
(12) 100 CHEVERONTEXACO	P	05/03/07	07/19/13
(13) 100 EXXON MOBIL	P	10/11/05	07/19/13
(14) 15 GOOGLE	P	06/02/09	07/19/13
(15) 250 JP MORGAN CHASE	P	06/02/09	07/19/13

(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) 20,644		18,116	2,528
(2) 36,968		27,182	9,786
(3) 17,946		10,806	7,140
(4) 14,804		8,081	6,723
(5) 10,961		4,969	5,992
(6) 9,640		8,354	1,286
(7) 28,123		15,643	12,480
(8) 7,783		5,605	2,178
(9) 12,992		7,300	5,692
(10) 1,083		638	445
(11) 15,219		4,156	11,063
(12) 12,624		7,868	4,756
(13) 9,487		5,896	3,591
(14) 13,511		6,395	7,116
(15) 14,012		9,005	5,007

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			2,528
(2)			9,786
(3)			7,140
(4)			6,723
(5)			5,992
(6)			1,286
(7)			12,480
(8)			2,178
(9)			5,692
(10)			445
(11)			11,063
(12)			4,756
(13)			3,591
(14)			7,116
(15)			5,007

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning **11/01/12**, and ending **10/31/13**

Name

**MYSUN CHARITABLE FOUNDATION
C/O THE NORTHERN TRUST COMPANY**

Employer Identification Number

43-7037871

(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.)
(1) 200 ORACLE CORP	P	06/08/11	07/19/13
(2) 8058.09 PIMCO COMMODITY REAL RETURN	P	VARIOUS	07/19/13
(3) 129.11 PIMCO COMMODITY REAL RETURN	P	12/12/12	07/19/13
(4) 200 US BANCCORP	P	06/02/09	07/19/13
(5) 160 UNITED TECHNOLOGIES	P	10/11/05	07/19/13
(6) 150 WELLS FARGO	P	10/11/05	07/19/13
(7) 200 COVIDIEN PLC	P	06/02/09	07/19/13
(8) 50 AMAZON COM	P	07/28/09	09/18/13
(9) 40 APPLE CORP	P	06/02/09	09/18/13
(10) 500 BRISTOL MYERS SQUIBB	P	10/24/11	09/18/13
(11) 350 EI DU PONT	P	10/24/11	09/18/13
(12) 10 GOOGLE	P	06/02/09	09/18/13
(13) 50 IBM	P	06/02/09	09/18/13
(14) 2964.43 MFB NORTHN FDS FIXED INCOME	P	VARIOUS	09/18/13
(15) 400 US BANCCORP	P	06/02/09	09/18/13

(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) 6,308		6,272	36
(2) 47,140		61,683	-14,543
(3) 755		875	-120
(4) 7,456		3,580	3,876
(5) 16,318		7,984	8,334
(6) 6,696		4,346	2,350
(7) 12,228		6,662	5,566
(8) 15,277		4,156	11,121
(9) 18,476		5,574	12,902
(10) 22,910		16,245	6,665
(11) 20,877		15,974	4,903
(12) 8,840		4,264	4,576
(13) 9,620		5,362	4,258
(14) 30,000		29,758	242
(15) 15,044		7,160	7,884

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than 0-) OR Losses (from col (h))
(1)			36
(2)			-14,543
(3)			-120
(4)			3,876
(5)			8,334
(6)			2,350
(7)			5,566
(8)			11,121
(9)			12,902
(10)			6,665
(11)			4,903
(12)			4,576
(13)			4,258
(14)			242
(15)			7,884

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning **11/01/12**, and ending **10/31/13**

Name

**MYSUN CHARITABLE FOUNDATION
C/O THE NORTHERN TRUST COMPANY**

Employer Identification Number

43-7037871

(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.)
(1) 150 VERIZON	P	06/02/09	09/18/13
(2) CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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) 7,203		4,133	3,070
(2) 8,876			8,876
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
			3,070
			8,876
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEWIS RICE	\$ 5,955	\$	\$	\$ 5,955
TOTAL	\$ 5,955	\$ 0	\$ 0	\$ 5,955

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
KENNETH A. MOORE PC CPA NORTHERN TRUST	\$ 7,163 2,000	\$	\$	\$ 7,163 2,000
TOTAL	\$ 9,163	\$ 0	\$ 0	\$ 9,163

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES - NORTHERN TRUST	\$ 8,494	\$ 7,645	\$	\$ 849
TOTAL	\$ 8,494	\$ 7,645	\$ 0	\$ 849

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 1,187	\$ 1,187	\$	\$
FEDERAL ESTIMATED TAXES	479			
TOTAL	\$ 1,666	\$ 1,187	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
CONSULTING FEE ON DESIGN OF SIGN FOR GIFT	10,000			10,000
SETTLEMENT FEES ON STOCK	9	9		
TOTAL	<u>10,009</u>	<u>9</u>	<u>0</u>	<u>10,000</u>

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MFB NORTHERN FUNDS US GOVT FUND	\$ 170,069	\$	COST	\$
TOTAL	\$ 170,069	\$ 0		\$ 0

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VARIOUS STOCKS AND MUTUAL FUNDS	\$ 1,303,885	\$ 1,537,910	COST	\$ 2,037,008
TOTAL	\$ 1,303,885	\$ 1,537,910		\$ 2,037,008

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	\$ 610,633	\$ 716,939	COST	\$ 737,404
TOTAL	\$ 610,633	\$ 716,939		\$ 737,404

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
REAL ESTATE INDEX FUND	\$ 45,683	\$ 130,000	COST	\$ 134,300
COMMODITY FUNDS	129,269	127,504	COST	128,501
TOTAL	\$ 174,952	\$ 257,504		\$ 262,801

Statement 10 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
ROUNDING	\$ 4
TOTAL	\$ 4

Federal Statements

Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
MR. KENNETH A. MOORE 16100 CHESTERFIELD PKWY WEST CHESTERFIELD MO 63017	TRUSTEE	5.00	0	0	0
SALLY GLASSBERG SANDS 6675 TEEPEE RIDGE RD BOZEMAN MT 59715	TRUSTEE	5.00	0	0	0
RICHARD S GLASSBERG 313 CANNON LANE FULLERTON CA 92831	TRUSTEE	5.00	0	0	0
NORTHERN TRUST COMPANY 190 CARONDELETE PLAZA ST. LOUIS MO 63105	TRUSTEE	5.00	0	0	0
MICHAEL D MULLIGAN 500 NORTH BROADWAY ST. LOUIS MO 63102	TRUSTEE	5.00	0	0	0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

AT APPLICANTS DISCRETION

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE