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

2012

Open to public inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning DEC 1, 2012, and ending NOV 30, 2013

Name of foundation RJK FOUNDATION		A Employer identification number 38-2812719
Number and street (or P.O. box number if mail is not delivered to street address) 685 ST. CLAIR AVE.		B Telephone number 703-759-7425
City or town, state, and ZIP code GROSSE POINTE, MI 48230		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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"/>
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"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,770,248. (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 <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,756.	2,481.		STATEMENT 2
4 Dividends and interest from securities		42,724.	42,724.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		92,044.			STATEMENT 1
b Gross sales price for all assets on line 6a 641,372.					
7 Capital gain net income (from Part IV, line 2)			90,954.		
8 Net short-term capital gain					
9 Income modifications Gross sales less returns and allowances					
10a Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,968.	2,346.		STATEMENT 4
12 Total. Add lines 1 through 11		139,492.	138,505.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		12,000.	6,000.		6,000.
15 Pension plans, employee benefits		918.	459.		459.
16a Legal fees					
b Accounting fees		6,250.	3,125.		3,125.
c Other professional fees		10,716.	10,716.		0.
17 Interest		1,487.	1,487.		0.
18 Taxes		2,924.	25.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		957.	479.		478.
24 Total operating and administrative expenses Add lines 13 through 23		35,252.	22,291.		10,062.
25 Contributions, gifts, grants paid		105,000.			105,000.
26 Total expenses and disbursements. Add lines 24 and 25		140,252.	22,291.		115,062.
27 Subtract line 26 from line 12		<760.>			
a Excess of revenue over expenses and disbursements			116,214.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		22,439.	88,292.	88,292.
	3	Accounts receivable <input type="checkbox"/>				
		Less: allowance for doubtful accounts <input type="checkbox"/>				
	4	Pledges receivable <input type="checkbox"/>				
		Less: allowance for doubtful accounts <input type="checkbox"/>				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable <input type="checkbox"/>				
		Less: allowance for doubtful accounts <input type="checkbox"/>				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 10	495,201.	606,061.	1,144,331.	
	c	Investments - corporate bonds STMT 11	522,063.	286,892.	288,311.	
11	Investments - land, buildings, and equipment basis <input type="checkbox"/>					
	Less: accumulated depreciation <input type="checkbox"/>					
12	Investments - mortgage loans					
13	Investments - other STMT 12	198,100.	255,359.	249,314.		
14	Land, buildings, and equipment: basis <input type="checkbox"/>					
	Less: accumulated depreciation <input type="checkbox"/>					
15	Other assets (describe <input type="checkbox"/>)					
16	Total assets (to be completed by all filers)		1,237,803.	1,236,604.	1,770,248.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe <input type="checkbox"/>)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	1,567,407.	1,567,407.		
	29	Retained earnings, accumulated income, endowment, or other funds	<329,604.>	<330,803.>		
	30	Total net assets or fund balances	1,237,803.	1,236,604.		
31	Total liabilities and net assets/fund balances		1,237,803.	1,236,604.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,237,803.
2	Enter amount from Part I, line 27a	2	<760.>
3	Other increases not included in line 2 (itemize) <input type="checkbox"/>	3	0.
4	Add lines 1, 2, and 3	4	1,237,043.
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> SEE STATEMENT 9	5	439.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,236,604.

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	P	VARIOUS	VARIOUS
b JP MORGAN MULTI STRATEGY FUND, LLC K-1	P	VARIOUS	VARIOUS
c JP MORGAN MULTI STRATEGY FUND, LLC K-1	P	VARIOUS	VARIOUS
d POWERSHARES PTP K-1	P		
e CAPITAL GAINS DIVIDENDS			

(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 624,859.		550,418.	74,441.
b 3,578.			3,578.
c			0.
d 497.			497.
e 12,438.			12,438.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			74,441.
b			3,578.
c			0.
d			497.
e			12,438.

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	90,954.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	107,034.	1,662,545.	.064380
2010	107,234.	1,718,842.	.062387
2009	120,514.	1,654,630.	.072834
2008	72,961.	1,449,201.	.050346
2007	148,323.	1,971,671.	.075227

2 Total of line 1, column (d)	2	.325174
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	.065035
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,726,925.
5 Multiply line 4 by line 3	5	112,311.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,162.
7 Add lines 5 and 6	7	113,473.
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	115,062.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,162.
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	1,162.
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	1,162.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,240.	
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	1,240.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	78.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 78. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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	X
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) <input checked="" type="checkbox"/> MI		
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

Form 990-PF (2012)

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 ▷ ELIZABETH M. ALBERDING Located at ▷ 105 RIVER PARK LANE, GREAT FALLS, VA	Telephone no. ▷ 703-759-7425 ZIP+4 ▷ 22066		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▷	16	Yes	No
				X

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

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

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

Form 990-PF (2012)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD J. KELLY 105 RIVER PARK LANE GREAT FALLS, VA 22066	PRESIDENT 0.50	0.	0.	0.
MARY KELLY 105 RIVER PARK LANE GREAT FALLS, VA 22066	VICE PRESIDENT 0.50	0.	0.	0.
NANCY MECONI 2601 CAMBRIDGE COURT, SUITE 500 AUBURN HILLS, MI 48326	TREASURER/SECRETARY 0.50	0.	0.	0.

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

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

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

▶

0

Form 990-PF (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. 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

0

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	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	0.

Form 990-PF (2012)

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		1,716,810.
b Average of monthly cash balances	1b		36,413.
c Fair market value of all other assets	1c		
d Total (add lines 1a, b, and c)	1d		1,753,223.
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		1,753,223.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4		26,298.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5		1,726,925.
6 Minimum investment return. Enter 5% of line 5	6		86,346.

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		86,346.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,162.	
b Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c		1,162.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		85,184.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		85,184.
6 Deduction from distributable amount (see instructions)	6		0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7		85,184.

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		115,062.
b Program-related investments - total from Part IX-B	1b		0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2		
3 Amounts set aside for specific charitable projects that satisfy the:			
a Suitability test (prior IRS approval required)	3a		
b Cash distribution test (attach the required schedule)	3b		
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4		115,062.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5		1,162.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6		113,900.

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.

Form 990-PF (2012)

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				85,184.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	51,173.			
b From 2008	1,064.			
c From 2009	38,251.			
d From 2010	21,566.			
e From 2011	25,560.			
f Total of lines 3a through e	137,614.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	115,062.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				85,184.
e Remaining amount distributed out of corpus	29,878.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	167,492.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	51,173.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	116,319.			
10 Analysis of line 9.				
a Excess from 2008	1,064.			
b Excess from 2009	38,251.			
c Excess from 2010	21,566.			
d Excess from 2011	25,560.			
e Excess from 2012	29,878.			

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

N/A

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

RICHARD J. KELLY

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

NONE

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

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

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

N/A

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

N/A

- c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ASHEVILLE SCHOOLS 360 ASHEVILLE SCHOOL ROAD ASHEVILLE, NC 28806	N/A	PUBLIC	ARAKAS CHALLENGE, SCHOLARSHIPS	25,000.
COMMUNITY FOUNDATION FOR S.E. MICHIGAN 333 W. FORT DETROIT, MI 48226	N/A	PUBLIC	TO FURTHER OBJECTIVES OF FOUNDATION	45,000.
HAZELDEN FOUNDATION P.O. BOX 11 CENTER CITY, MN 55012	N/A	PUBLIC	FAMILY AND PATIENT AID	20,000.
THE NEW SCHOOL FOR MUSIC STUDY P.O. BOX 360, 453 RT 27 KINGSTON, NJ 08528	N/A	PUBLIC	TO FURTHER PIANO EDUCATION AND ARTISTIC PERFORMERS	5,000.
NORMAN ROCKWELL MUSEUM 9 ROUTE 183 STOCKBRIDGE, MA 01262	N/A	PUBLIC	EDUCATION AND ART APPRECIATION	10,000.
Total			3a	105,000.
b Approved for future payment				
NONE				
Total			3b	0.

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 | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date 1/2

Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

LYNNE M. HUISMANN

From M. A. Kuznetsov

APR 0 1

P00053811

Firm's name ▶ PLANTE & MORAN, PLLC

Firm's EIN ▶ 38-1357951

Firm's address ▶ 2601 CAMBRIDGE CT., SUITE 500
AUBURN HILLS, MI 48326

Phone no. 248-375-7100

Form **990-PF** (2012)

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES				VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
624,859.	550,418.	0.	0.	74,441.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN MULTI STRATEGY FUND, LLC K-1			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
3,578.	0.	0.	0.	3,578.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN MULTI STRATEGY FUND, LLC K-1			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	<1,090.>	0.	0.	1,090.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
POWERSHARES PTP K-1	497.	0.	0.	0.	497.
CAPITAL GAINS DIVIDENDS FROM PART IV					12,438.
TOTAL TO FORM 990-PF, PART I, LINE 6A					92,044.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS				STATEMENT	2
SOURCE				AMOUNT	
JP MORGAN CHASE BANK				4.	
JP MORGAN CHASE BANK OID				234.	
JP MORGAN MULTI-STRATEGY FUND LLC K-1				2,220.	
POWERSHARES PTP K-1				23.	
TAX EXEMPT INCOME				275.	
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A				2,756.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS		COLUMN (A)	
		DIVIDENDS		AMOUNT	
JP MORGAN CHASE BANK	54,291.	12,438.		41,853.	
JP MORGAN MULTI-STRATEGY FUND LLC K-1	871.	0.		871.	
TOTAL TO FM 990-PF, PART I, LN 4	55,162.	12,438.		42,724.	

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
JPMORGAN MULTI STRATEGY FUND LLC K-1	2,334.	2,334.		
JPMORGAN MULTI STRATEGY FUND LLC K-1	<392.>	0.		
JPMORGAN MULTI STRATEGY FUND LLC K-1 TAX EXEMPT INCOME	2.	0.		
PAYROLL FEE REFUNDS	24.	12.		
TOTAL TO FORM 990-PF, PART I, LINE 11	1,968.	2,346.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,250.	3,125.		3,125.
TO FORM 990-PF, PG 1, LN 16B	6,250.	3,125.		3,125.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	6,500.	6,500.		0.
JPMORGAN MULTI STRATEGY FUND LLC K-1	3,913.	3,913.		0.
POWERSHARES PTP K-1	303.	303.		0.
TO FORM 990-PF, PG 1, LN 16C	10,716.	10,716.		0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	25.	25.		0.
FEDERAL EXCISE	2,899.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,924.	25.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSE	957.	479.		478.
TO FORM 990-PF, PG 1, LN 23	957.	479.		478.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
BOOK TAX DIFFERENCES JPMORGAN MULTI STRATEGY FUND, LLC K-1	439.
TOTAL TO FORM 990-PF, PART III, LINE 5	439.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE BANK (SEE ATTACHED)	606,061.	1,144,331.
TOTAL TO FORM 990-PF, PART II, LINE 10B	606,061.	1,144,331.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE BANK (SEE ATTACHED)	286,892.	288,311.
TOTAL TO FORM 990-PF, PART II, LINE 10C	286,892.	288,311.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN MULTI STRATEGY FD LLC	FMV	104,934.	108,893.
JPM US REAL ESTATE FUND	COST	85,400.	77,157.
HIGH BRIDGE DYNAMIC COMM STRATEGY FUND	COST	0.	0.
SPDR GOLD TRUST	COST	0.	0.
BARC PARTICIPATING GOLD NOTE	COST	0.	0.
POWERSHARES DB COMMODITY INDEX	COST	35,699.	32,525.
PIMCO COMMODITY PL STRAT-P	COST	14,326.	14,576.
SG BRENT CBEM 3/24/14	COST	15,000.	16,163.
TOTAL TO FORM 990-PF, PART II, LINE 13		255,359.	249,314.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT 13
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EXPLANATION

THE FOUNDATION MADE A DISTRIBUTION TO A DONOR-ADVISED FUND AT THE COMMUNITY FOUNDATION OF SOUTHEAST MICHIGAN. THE DISTRIBUTION WAS TREATED AS A QUALIFYING DISTRIBUTION MADE DURING THE YEAR. THE FUNDS WERE DISTRIBUTED WITHIN APPROXIMATELY 6 MONTHS OF RECEIPT BY THE COMMUNITY FOUNDATION. THE DISTRIBUTION WILL BE USED TO ACCOMPLISH A PURPOSE DESCRIBED IN 170(C)(2)(B); SPECIFICALLY TO FACILITATE THE PHILANTHROPIC SERVICES NEEDED IN SOUTHEAST MICHIGAN. THE COMMUNITY FOUNDATION OF SOUTHEAST MICHIGAN EXISTS TO ENHANCE THE QUALITY OF LIFE OF THE CITIZENS IN SOUTHEAST MICHIGAN.

RJK FOUNDATION

EIN: 38-2812719

ATTACHMENT #1

(Continue)



RJK FOUNDATION NON PROFIT

For the Period 12/1/12 to 11/30/13

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
ALTRIA GROUP INC 02209S-10-3 MO	36.98	1,094,000	40,456.12	1,920.15	38,535.97	2,100.48	5.19%
BARC REN SPX 3/5/14 2XLEV- 8.1%CAP- 16.2%MAXPYMT INITIAL LEVEL-02/15/13 SPX 1519.79 06741T-PC-5	115.00	20,000,000	23,000.00	20,000.00	3,000.00		
COSTCO WHOLESALE CORP 22160K-10-5 COST	125.43	900,000	112,887.00	32,765.62	80,121.38	1,116.00	0.99%
JOHNSON & JOHNSON 478160-10-4 JUNJ	94.66	700,000	66,262.00	1,073.52	65,188.48	1,848.00 462.00	2.79%
JP MORGAN CHASE & CO 46625H-10-0 JPM	57.22	600,000	34,332.00	1,425.67	32,906.33	912.00	2.66%
JPM INTREPID AMER FD - SEL FUND 1206 4812A2-10-8 JPIA X	34.33	645,001	22,142.88	15,963.78	6,179.10	319.27	1.44%
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	29.44	1,702,960	50,135.14	36,273.05	13,862.09	287.80	0.57%
LONGLEAF PARTNERS FUND 543069-10-8 LLPF X	33.03	548,970	18,132.48	16,326.38	1,806.10	148.22	0.82%
MANNING & NAPIER EQUITY SERI 563821-60-2 EXEY X	21.98	879,564	19,332.82	15,858.54	3,474.28	29.90	0.15%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	85.54	1,063,000	90,929.02	3,383.97	87,545.05	3,996.88	4.40%

J.P.Morgan

RJK FOUNDATION

EIN: 38-2812719

ATTACHMENT #1

(Continue)



RJK FOUNDATION NON PROFIT

For the Period 12/1/12 to 11/30/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
SG CONT BUFF EQ SPX 12/18/13 80% CONTIN BARRIER- 4%CPN 15% CAP INITIAL LEVEL-11/30/12 SPX 1416 18 78423E-DW-1	114.78	25,000,000	28,695.00	25,000.00	3,695.00		
3M CO 88579Y-10-1 MMM	133.51	700,000	93,457.00	6,524.84	86,932.16	1,778.00 635.00	1.90%
Total US Large Cap Equity			\$599,761.46	\$176,515.52	\$423,245.94	\$12,536.55 \$1,097.00	2.09%
US Mid Cap Equity							
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	146.34	280,000	40,975.20	16,073.56	24,901.64	603.68	1.47%
JPM MKT EXP ENH INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	13.98	1,906,451	26,652.18	17,081.80	9,570.38	268.80	1.01%
TIMESQUARE MID CAP GROW-PRM 561709-83-3 TMDF X	19.44	2,968,723	57,711.98	25,471.64	32,240.34		
Total US Mid Cap Equity			\$125,339.36	\$58,627.00	\$66,712.36	\$872.48	0.70%
EAFE Equity							
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	43.02	1,879,565	80,858.89	68,325.95	12,532.94	1,404.03	1.74%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	66.24	800,000	52,992.00	52,883.52	108.48	1,408.80	2.66%

J.P. Morgan

RJK FOUNDATION
EIN: 38-2812719
ATTACHMENT #1
(Continue)

RJK FOUNDATION NON PROFIT
For the Period 12/1/12 to 11/30/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
EAFE Equity							
MANNING & NAPIER WORLD OPPOR 563821-54-5 EXWA X	9 11	4,478 586	40,799 92	23,779 45	17,020 47	550 86	1 35 %
SG MARKET PLUS MXEA 05/14/14 87 5% CONTIN BARRIER- 0%CPN ,UNCAPPED INITIAL LEVEL-04/26/13 MXEA 1729 64 83368W-CU-3	107 38	20,000 000	21,476 00	20,000 00	1,476 00		
Total EAFE Equity			\$196,126.81	\$164,988.92	\$31,137.89	\$3,363.69	1.72 %

European Large Cap Equity

DB MARKET PLUS SX5E 03/19/14
80% CONTIN BARRIER- 7 6%CPN
,UNCAPPED
INITIAL LEVEL-09/14/12 SX5E 2594 56
2515A1-LR-0

2,884 65

17,884 65

15,000 000

119 23

15,000 000

17,884 65

2,884 65

Asia ex-Japan Equity

ISHARES MSCI ALL COUNTRY ASIA
EX JAPAN INDEX FUND
464288-18-2 AAXJ

3,153 82

53,488 75

875 000

61 13

875 000

53,488 75

3,153 82

MATTHEWS PACIFIC TIGER FD-IS

577130-83-4 MIPT X

5,239 63

20,619 52

811 792

25 40

811 792

20,619 52

5,239 63

J.P.Morgan

RJK FOUNDATION
EIN: 38-2812719
ATTACHMENT #1
(Continue)

RJK FOUNDATION NON PROFIT
For the Period 12/1/12 to 11/30/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
Asia ex-Japan Equity							
T ROWE PRICE NEW ASIA 77956H-50-0 PRAS X	16 77	980 182	16,437 65	13,330 48	3,107 17	156 82	0 95 %
Total Asia ex-Japan Equity			\$90,545.92	\$79,045.30	\$11,500.62	\$1,245.67	1.38 %
Emerging Market Equity							
DELAWARE EMERGING MARKETS-I 245914-81-7 DEMI X	16 36	1,193 548	19,526 45	16,650 00	2,876 45	169 48	0 87 %
JOHN HANCOCK II-EMG MKTS-I 47804B-19-5 JEVI X	10 51	1,856 681	19,513 72	18,585 38	928 34	241 36	1 24 %
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	21 37	889 680	19,012 46	17,500 00	1,512 46	44 48	0 23 %
VANGUARD FTSE EMERGING MARKETS ETF 922042-85-8 VWO	41 48	1,365 000	56,620 20	59,148 49	(2,528 29)	1,855 03	3 28 %
Total Emerging Market Equity			\$114,672.83	\$111,883.87	\$2,788.96	\$2,310.35	2.02 %

Total Corporate Stock Cost 606,061
Total Corporate Stock FMV 1,144,331
J.P.Morgan

RJK FOUNDATION

EIN: 38-2812719

ATTACHMENT #1

(Continue)



RJK FOUNDATION NON PROFIT

For the Period 12/1/12 to 11/30/13

Note O - Bonds purchased at a discount show accretion

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	1 00	88,291 69	88,291 69	88,291 69		26 48 1 57	0 03% ¹
US Fixed Income							
JPM MULTI SECTOR INCOME FD - SEL FUND 2130 48121A-29-0	10 23	2,613 43	26,735 34	26,691 29	44 05	765 73	2 86 %
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 91	4,856 74	52,987 07	53,899 33	(912 26)	2,729 48	5 15 %
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11 90	2,239 58	26,651 05	26,308 92	342 13	721 14 44 79	2 71 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8 20	3,243 06	26,593 06	24,160 76	2,432 30	1,637 74 129 72	6 16 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 93	5,690 31	62,195 07	62,004 67	190 40	597 48 45 52	0 96 %

J.P.Morgan

RJK FOUNDATION

EIN: 38-2812719

ATTACHMENT #1

(Continue)



RJK FOUNDATION NON PROFIT

For the Period 12/1/12 to 11/30/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
RIDGEWORTH SEIX FLOATING-I 76628T-67-8	9 05	2,944.54	26,648.09	26,029.74	618.35	1,127.75	4.23%
Total US Fixed Income			\$221,809.68	\$219,094.71	\$2,714.97	\$7,579.32 \$220.03	3.42%

Foreign Exchange & Non-USD Fixed Income

JPM INTL CURR INCOME FD - SEL FUND 3831 4812A3-29-6	11 07	1,592.94	17,633.88	17,331.22	302.66	7.96	0.05%
DREYFUS EMG MKT DEBT LOC C-I 261980-49-4	13 95	1,244.00	17,353.80	17,465.76	(111.96)	763.81	4.40%
O BARC 100%PP CNY REN 5/01/14 LNKED TO CNY 146 XLEV, 0 MAX LOSS 4/27/12, INITIAL STRIKE 6.2787 06738K-4E-8	102.55	13,000.00	13,331.50	13,368.05 13,000.00	(36.55)		
DB SARN CURRENCY BSKT 4/30/15 LNKD TO MXN,BRL & CLP VS JPY 80%BARRIER- 18% CPN, 36% MAXRTN, 4/26/13 MXN 8 0285,BRL 48 8595, CLP 207 25152R-CM-3	90.91	20,000.00	18,182.00	20,000.00	(1,818.00)		
Total Foreign Exchange & Non-USD Fixed Income			\$66,501.18	\$68,165.03 \$67,796.98	(\$1,663.85)	\$771.77	1.16%

Total Corporate Bond Cost \$286,892

Total Corporate Bond FMV \$288,311

J.P.Morgan