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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 12/1/2012, and ending 11/30/2013

Name of foundation W SEYMOUR LACY TW 20815300		A Employer identification number 42-6051558
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (888) 730-4933
Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		
City or town, state, and ZIP code Winston Salem NC 27101-3818		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input 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) \$ 3,135,884	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"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	75,504	75,179		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-34,302			
	b Gross sales price for all assets on line 6a 353,094				
	7 Capital gain net income (from Part IV, line 2)				
	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)	22,343	22,343			
12 Total. Add lines 1 through 11	63,545	97,522	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,906	11,180		3,726
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,000			2,000
	b Accounting fees (attach schedule)	1,079			1,079
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,443	1,008		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,446	2,446		
	24 Total operating and administrative expenses. Add lines 13 through 23	23,874	14,634	0	6,805
	25 Contributions, gifts, grants paid	131,762			131,762
26 Total expenses and disbursements. Add lines 24 and 25	155,636	14,634	0	138,567	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-92,091				
b Net investment income (if negative, enter -0-)		82,888			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

B

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	100,607	195,503	195,503
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	33		
	b Investments—corporate stock (attach schedule)	351,837		
	c Investments—corporate bonds (attach schedule)	167,351		
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,874,460	2,205,813	2,940,381
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,494,288	2,401,316	3,135,884
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. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,494,288	2,401,316	
	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)	2,494,288	2,401,316	
	31 Total liabilities and net assets/fund balances (see instructions)	2,494,288	2,401,316	

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	2,494,288
2 Enter amount from Part I, line 27a	2	-92,091
3 Other increases not included in line 2 (itemize) ▶ <u>COST BASIS ADJUSTMENT</u>	3	92
4 Add lines 1, 2, and 3	4	2,402,289
5 Decreases not included in line 2 (itemize) ▶ <u>PY RETURN OF CAPITAL ADJUSTMENT</u>	5	973
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,401,316

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
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			0	
b			0	
c			0	
d			0	
e			0	
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	-34,302
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	0

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	124,753	2,752,124	0.045330
2010	129,763	2,790,152	0.046508
2009	143,574	2,671,737	0.053738
2008	121,096	2,353,828	0.051446
2007			0.000000
2 Total of line 1, column (d)			2 0.197022
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 0.049256
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 2,925,348
5 Multiply line 4 by line 3			5 144,091
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 829
7 Add lines 5 and 6			7 144,920
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			8 138,567

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see 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 1,658
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 1,658
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 1,658
6 Credits/Payments:		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 1,799	
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 1,799	
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 0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 141	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 141 Refunded	11 0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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	1b	X
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
4 a 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	N/A
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
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 1A		
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

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 WELLS FARGO BANK N.A. Telephone no 888-730-4933 Located at 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 27101-3818			
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	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	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	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? <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)	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)?☐**5b** N/A

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

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee	4 00	14,906	

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 NONE	
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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	0

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	2,846,605
b	Average of monthly cash balances	1b	123,291
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,969,896
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	
3	Subtract line 2 from line 1d	3	2,969,896
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	44,548
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,925,348
6	Minimum investment return. Enter 5% of line 5	6	146,267

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	146,267
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,658
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,658
3	Distributable amount before adjustments Subtract line 2c from line 1	3	144,609
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	144,609
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	144,609

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	138,567
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	138,567
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	138,567

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				144,609
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			948	
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				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 138,567				
a Applied to 2011, but not more than line 2a			948	
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				137,619
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				6,990
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				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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)**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

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0

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))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed**b** The form in which applications should be submitted and information and materials they should include**c** Any submission deadlines**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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 See Attached Statement				
Total			3a	131,762
b Approved for future payment NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	75,504	
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	-34,302	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>OMG ROYALTY INCOME</u>			15	22,343	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		63,545	0
13	Total. Add line 12, columns (b), (d), and (e)				13	63,545

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YOUNG MEN'S CHRISTIAN ASSOCIATION OSKALOOSA

Street

414 N 3RD STREET

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

59,027

Name

SALVATION ARMY

Street

10 W ALGONQUIN RD

City

DES PLAINES

State

IL

Zip Code

60016

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

OSKALOOSA GIRLS, INC

Street

106 SOUTH 1ST STREET

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,605

Name

NATIONAL COUNCIL OF Y M.C.A

Street

101 NORTH WACKER DRIVE #1300

City

CHICAGO

State

IL

Zip Code

60606

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

19,210

Name

OSKALOOSA PUBLIC LIBRARY

Street

216 SOUTH 1ST STREET

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,802

Name

WILLIAM PENN UNIVERSITY

Street

216 SOUTH 1ST STREET

City

OSKALOOSA

State

IA

Zip Code

52577

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YOUNG MEN'S CHRISTIAN ASSN

Street

850 PARK AVENUE

City	State	Zip Code	Foreign Country
BRIDGEPORT	CT	06604	

Relationship	Foundation Status
NONE	501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	26,414

Name

MID-IOWA COUNCIL OF BOYS SCOUTS OF AMERICA

Street

PO BOX 2009

City	State	Zip Code	Foreign Country
DES MOINES	IA	50316	

Relationship	Foundation Status
NONE	501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	8,204

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses			Net Gain or Loss	
												Depreciation	Expense of Sale and Cost of Improvements	Adjustments		
Long Term CG Distributions										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
Short Term CG Distributions										Capital Gains/Losses		353,094		387,396		-34,302
										Other sales		0		0		0
1	X	BERKSHIRE HATHAWAY 4.62	084664AD3			8/18/2010		10/15/2013	25,000	27,488					-2,488	
2	X	DIV CAP DIVERSIFIED PROPE	25537M100			10/16/2006		6/28/2013	7	8					-1	
3	X	DIV CAP DIVERSIFIED PROPE	25537M100			4/16/2007		6/28/2013	349	396					-47	
4	X	DIV CAP DIVERSIFIED PROPE	25537M100			7/3/2007		6/28/2013	345	416					-71	
5	X	DIV CAP DIVERSIFIED PROPE	25537M100			7/16/2007		6/28/2013	355	403					-48	
6	X	DIV CAP DIVERSIFIED PROPE	25537M100			10/15/2007		6/28/2013	360	409					-49	
7	X	DIV CAP DIVERSIFIED PROPE	25537M100			9/29/2006		6/28/2013	6,035	6,764					-729	
8	X	DIV CAP DIVERSIFIED PROPE	25537M100			9/30/2013		9/30/2013	2,813	3,251					-338	
9	X	FISERV INC	337738108			8/31/2009		3/7/2013	7,387	4,249					3,138	
10	X	FISERV INC	337738108			4/20/2010		3/7/2013	2,268	1,445					823	
11	X	FISERV INC	337738108			8/16/2010		3/7/2013	3,358	2,000					1,358	
12	X	FISERV INC	337738108			3/28/2011		3/7/2013	1,595	1,188					407	
13	X	HUSSMAN STRATEGIC GROW	448108100			5/28/2007		5/20/2013	58,746	89,348					-30,602	
14	X	HUSSMAN STRATEGIC GROW	448108100			12/31/2007		5/20/2013	754	1,142					-388	
15	X	HUSSMAN STRATEGIC GROW	448108100			11/14/2008		5/20/2013	16,148	18,654					-2,505	
16	X	HUSSMAN STRATEGIC GROW	448108100			12/31/2008		5/20/2013	247	294					-47	
17	X	HUSSMAN STRATEGIC GROW	448108100			12/21/2009		5/20/2013	3,770	4,710					-940	
18	X	HUSSMAN STRATEGIC GROW	448108100			12/31/2009		5/20/2013	163	202					-39	
19	X	HUSSMAN STRATEGIC GROW	448108100			8/16/2010		5/20/2013	7,757	10,000					-2,243	
20	X	HUSSMAN STRATEGIC GROW	448108100			12/31/2010		5/20/2013	297	355					-58	
21	X	HUSSMAN STRATEGIC GROW	448108100			12/30/2011		5/20/2013	657	795					-138	
22	X	HUSSMAN STRATEGIC GROW	448108100			12/31/2012		5/20/2013	1,255	1,309					-54	
23	X	PIMCO COMMODITY REAL RE	722005667			10/16/2009		9/26/2013	7,035	10,000					-2,965	
24	X	PIMCO COMMODITY REAL RE	722005667			6/24/2009		9/26/2013	20,105	25,000					-4,895	
25	X	PIMCO COMMODITY REAL RE	722005667			6/10/2009		9/26/2013	18,986	25,000					-6,014	
26	X	PIMCO COMMODITY REAL RE	722005667			5/27/2009		9/26/2013	20,133	25,000					-4,867	
27	X	WFO ADV ULTR SHORT-TERM IN	949917744			10/25/2012		2/12/2013	74,812	75,000					-188	
28	X	TARGET CORP 4.000% 6	87612EAM8			10/19/2009		6/15/2013	50,000	52,390					-2,390	
29	X	UNRECAPTURED SEC 1250 G							28						28	

Part I, Line 11 (990-PF) - Other Income

		22,343	22,343	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OMG ROYALTY INCOME	22,343	22,343	

Part I, Line 16a (990-PF) - Legal Fees

		2,000	0	0	2,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	2,000			2,000

Part I, Line 16b (990-PF) - Accounting Fees

		1,079	0	0	1,079
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,079	0		1,079

Part I, Line 18 (990-PF) - Taxes

		3,443	1,008	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,008	1,008		
2	ESTIMATED EXCISE TAXES PAID	1,508			
3	OMG TAXES	927			

Part I, Line 23 (990-PF) - Other Expenses

		2,446	2,446	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	8	8		
2	OMG OTHER EXPENSES	2,438	2,438		

Part II, Line 13 (990-PF) - Investments - Other

		1,874,460		2,205,813		2,940,381	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	Book Value End of Year	FMV End of Year	FMV End of Year
1	SEE ATTACHED		1,874,460	2,205,813	2,205,813	2,940,381	2,940,381

Long Term CG Distributions

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D		1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	14,906	0	0
2												

14,906

0

0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	291
2 First quarter estimated tax payment	4/9/2013	2	1,508
3 Second quarter estimated tax payment	5/7/2013	3	
4 Third quarter estimated tax payment	8/9/2013	4	
5 Fourth quarter estimated tax payment	11/8/2013	5	
6 Other payments		6	0
7 Total		7	1,799

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	<u>948</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>948</u>

LACY, W SEYMOUR

20815300

12/01/12-11/30/13

Account #	Security Type	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
20815300	Savings & Temp Inv	42-6051558	VPO528308	FEDERATED TREAS OBL FD 68	124774 06	124774 06	124774 06
20815300	Savings & Temp Inv	42-6051558	VPO528308	FEDERATED TREAS OBL FD 68	70028 28	70028 28	70028 28
20815300	Cash	42-6051558			700.81	700.81	700.81
				Total Cash and Savings	195503.15	700.81	195503.15
20815300	Invest - US & State	42-6051558	REC110740	MOG LEASE WITH SCURLOCK PERMIAN	3186 3	1	1
20815300	Invest - US & State	42-6051558	REC110757	MOG LEASE WITH SCURLOCK PERMIAN	3869 45	1	1
20815300	Invest - US & State	42-6051558	REC110765	MOG LEASE WITH SCURLOCK PERMIAN	118 8	1	1
20815300	Invest - US & State	42-6051558	REC110773	MOG LEASE W/ SCURLOCK PERMIAN	380 5	1	1
20815300	Invest - US & State	42-6051558	REC110781	MOG LEASE W/ SCURLOCK PERMIAN	603 45	1	1
20815300	Invest - US & State	42-6051558	REC110799	MOG LEASE W/JEXON COMPANY LOCATED	1	1	1
20815300	Invest - US & State	42-6051558	REC110864	YAZOO, MISSISSIPPI, MI	47821 85	1	1
20815300	Invest - US & State	42-6051558	REC110914	MOG LEASE W/ SCURLOCK PERMIAN	1673 4	1	1
20815300	Invest - US & State	42-6051558	REC110922	MOG LEASE WITH SCURLOCK PERMIAN	18 75	1	1
20815300	Invest - US & State	42-6051558	REC110930	MOG LEASE W/ SCURLOCK PERMIAN	3922 6	1	1
20815300	Invest - US & State	42-6051558	REC110948	MOG LEASE W/ SCURLOCK PERMIAN	1038 65	1	1
20815300	Invest - US & State	42-6051558	REC110955	MOG LEASE W/ SCURLOCK PERMIAN	158 2	1	1
20815300	Invest - US & State	42-6051558	REC112084	MOG LEASE WITH MURVIN OIL CO	386 2	1	1
20815300	Invest - US & State	42-6051558	REC112142	MOG LEASE WITH BI-PETRO INC	213 45	1	1
20815300	Invest - US & State	42-6051558	REC112159	MOG LEASE WITH PETRO RESOURCES INC	1	1	1
20815300	Invest - US & State	42-6051558	REC112167	MOG LEASE WITH EOTT ENERGY	1	1	1
20815300	Invest - US & State	42-6051558	REC112175	MOG CITATION OIL & GAS	27810 95	1	1
20815300	Invest - US & State	42-6051558	REC112191	MOG LEASE WITH KAMLOK OIL & GAS CO	7364 3	1	1
20815300	Invest - US & State	42-6051558	REC112209	MOG LEASE WITH ALTURA ENERGY	1	1	1
20815300	Invest - US & State	42-6051558	REC112217	MOG LEASE WITH EOTT ENERGY	1	1	1
20815300	Invest - US & State	42-6051558	REC112225	MOG LEASE W/MARATHON OIL CO	1	1	1
20815300	Invest - US & State	42-6051558	REC112357	MOG LEASE W/NATL COOPERATIVE	476 35	1	1
20815300	Invest - US & State	42-6051558	REC112456	MOG LEASE W/PENNZOIL EXPLORATION &	1	1	1
20815300	Invest - US & State	42-6051558	REC112480	MOG LEASE W/PENNZOIL EXPLORATION &	1	1	1
20815300	Invest - US & State	42-6051558	REC112498	MOG LEASE W/PENNZOIL EXPLORATION &	89 4	1	1
20815300	Invest - US & State	42-6051558	REC112522	MOG LEASE WITH COASTAL STATES	1	1	1
20815300	Invest - US & State	42-6051558	REC112530	MOG LEASE WITH EQUINOX OIL CO	1220 85	1	1
20815300	Invest - US & State	42-6051558	REC112555	MOG LEASE WITH EQUINOX OIL CO	1	1	1
20815300	Invest - US & State	42-6051558	REC112563	MOG LEASE WITH EQUINOX OIL CO	1	1	1
20815300	Invest - US & State	42-6051558	REC112571	MOG LEASE WITH EQUINOX OIL CO	1	1	1
20815300	Invest - US & State	42-6051558	REC112803	MOG LEASE W/EQUINOX	1	1	1
20815300	Invest - US & State	42-6051558	REC112944	MOG LEASE WITH MARATHON OIL CO	1	1	1
20815300	Invest - Corp Stock	42-6051558	001055102	AFIAC INC	12012 97	181	3923 07
20815300	Invest - Corp Stock	42-6051558	002824100	ABBOTT LABS	8860 08	232	5206 15
20815300	Invest - Corp Stock	42-6051558	037411105	APACHE CORP	13723 5	150	8877 6
20815300	Invest - Corp Stock	42-6051558	037833100	APPLE INC	13901 75	25	15270 25
20815300	Invest - Other	42-6051558	04314H204	ARTISAN INTERNATIONAL FUND #661	149183 78	4996 108	96901 36
20815300	Invest - Corp Stock	42-6051558	126650100	CVS/CAREMARK CORPORATION	14664 24	219	5934 9
20815300	Invest - Corp Stock	42-6051558	14040H105	CAPITAL ONE FINANCIAL CORP	16833 05	235	13037 83
20815300	Invest - Corp Stock	42-6051558	149123101	CATERPILLAR INC	11844	140	13111 4
20815300	Invest - Corp Stock	42-6051558	17758102	CISCO SYSTEMS INC	18785	884	18938 2
20815300	Invest - Corp Stock	42-6051558	235851102	DANAHER CORP	19896 8	266	9968 86
20815300	Invest - Corp Stock	42-6051558	254687106	WALT DISNEY CO	14319 62	203	4708 19
20815300	Invest - Other	42-6051558	256210105	DODGE & COX INCOME FD COM #147	87763 17	6429 536	81588 58
20815300	Invest - Other	42-6051558	256219106	DODGE & COX STOCK FUND #145	77221 09	468 603	43696 72
20815300	Invest - Corp Stock	42-6051558	268648102	E M C CORP MASS	12282 75	515	7014 81
20815300	Invest - Other	42-6051558	294761107	EQUITY RESIDENTIAL PTYS TR SH BEN	20616	400	23939 96
20815300	Invest - Other	42-6051558	413838509	OAKMARK INTL SMALL CAP FD #811	73102 32	4125 413	50000

20815300	Invest - Corp Stock	42-6051558	437076102	HOME DEPOT INC	16779 36	208	9850 63
20815300	Invest - Corp Stock	42-6051558	458140100	INTEL CORP	10012 8	420	7660 26
20815300	Invest - Corp Stock	42-6051558	478160104	JOHNSON & JOHNSON	24611 6	260	10849 3
20815300	Invest - Corp Stock	42-6051558	594918104	MICROSOFT CORP	29970 18	786	19441 25
20815300	Invest - Corp Stock	42-6051558	669877109	NOVARTIS AG - ADR	28799 68	364	20649 8
20815300	Invest - Corp Stock	42-6051558	68389X105	ORACLE CORPORATION	12986 72	368	7868 13
20815300	Invest - Other	42-6051558	693390304	PIMCO LOW DURATION FD I #36	48945 82	4715 397	49468 77
20815300	Invest - Other	42-6051558	693390882	PIMCO FOREIGN BD FD USD H-INST #103	19722 74	1848 429	20000
20815300	Invest - Corp Stock	42-6051558	713448108	PEPSICO INC	19848 1	235	11008 1
20815300	Invest - Corp Stock	42-6051558	742718109	PROCTER & GAMBLE CO	26781 96	318	17597 54
20815300	Invest - Corp Stock	42-6051558	744573106	PUBLIC SVC ENTERPRISE GROUP INC	7126 42	218	6951 98
20815300	Invest - Other	42-6051558	780905840	ROYCE PENNSYLVANIA MUT FD-INV #260	166925 62	10981 949	80651 18
20815300	Invest - Corp Stock	42-6051558	806857108	SCHLUMBERGER LTD	15208 24	172	12765 1
20815300	Invest - Corp Stock	42-6051558	858912108	STERICYCLE INC COM	13392 72	114	6279 95
20815300	Invest - Corp Stock	42-6051558	863667101	STRYKER CORP	13767 7	185	9230 74
20815300	Invest - Corp Stock	42-6051558	883556102	THERMO FISHER SCIENTIFIC INC	21380 2	212	8331 4
20815300	Invest - Other	42-6051558	901165100	TWEEDY BROWNE FD GLOBAL VALUE #1	52586 92	1910 862	36011 48
20815300	Invest - Corp Stock	42-6051558	913017109	UNITED TECHNOLOGIES CORP	24167 48	218	14137 57
20815300	Invest - Corp Stock	42-6051558	931142103	WAL MART STORES INC	22115 73	273	12586 13
20815300	Invest - Other	42-6051558	729251108	PLUM CREEK TIMBER CO INC	27337 5	625	25337 44
20815300	Invest - Other	42-6051558	81369Y100	AMEX MATERIALS SPDR	25007 76	564	13690 15
20815300	Invest - Corp Stock	42-6051558	87612E106	TARGET CORP	13681 02	214	6536 54
20815300	Invest - Corp Bonds	42-6051558	20825CA53	CONOCOPHILLIPS 4 750% 2/01/14	7048 51	7000	7000
20815300	Invest - Corp Bonds	42-6051558	315920702	FID ADV EMER MKTS INC-CL I #607	28463 73	2133 713	30000
20815300	Invest - Other	42-6051558	74005PA53	PRAXAIR INC 4 375% 3/31/14	25323 75	25000	27397
20815300	Invest - Other	42-6051558	464287630	ISHARES RUSSELL 2000 VALUE ETF	34352 5	350	25063 47
20815300	Invest - Corp Stock	42-6051558	46625H100	JPMORGAN CHASE & CO	12473 96	218	9885 95
20815300	Invest - Corp Stock	42-6051558	G1151C101	ACCENTURE PLC	26649 68	344	8648 68
20815300	Invest - Other	42-6051558	256206103	DODGE & COX INT'L STOCK FD #1048	124809 32	2901 193	116264 56
20815300	Other Assets	42-6051558	M10120508	OK SEM 7N 6E S23	785 65	1	1
20815300	Invest - Other	42-6051558	74144Q203	T ROWE PRICE INST EM MKT EQ #146	50070 24	1663 463	46610 23
20815300	Invest - Corp Stock	42-6051558	262028855	DREHAUS ACTIVE INCOME FUND	50992 44	4725 898	50000
20815300	Invest - Other	42-6051558	084670702	BERKSHIRE HATHAWAY INC	15148 9	130	7459 94
20815300	Invest - Corp Stock	42-6051558	20825C104	CONOCOPHILLIPS	25771 2	354	13656 99
20815300	Invest - Other	42-6051558	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	125047 28	9604 246	117643 86
20815300	Invest - Other	42-6051558	92934R769	CRM MID CAP VALUE FD-INSTL #32	35459 85	905 512	23000
20815300	Invest - Other	42-6051558	464287176	ISHARES TIPS BOND ETF	110717 12	992	100760 26
20815300	Invest - Other	42-6051558	722005220	PIMCO FOREIGN BOND (UNHEDGED) #1853	94051 94	9312 073	84902 05
20815300	Invest - Other	42-6051558	922908553	VANGUARD REIT VIPER	85674	1308	71098 27
20815300	Invest - Other	42-6051558	04314H709	ARTISAN MID CAP VALUE FUND #1464	83766 44	3180 199	45862 99
20815300	Invest - Other	42-6051558	74253Q580	PRINCIPAL INV R/E SEC-IS FUND 4934	52998 46	2562 788	50000
20815300	Invest - Other	42-6051558	922042858	VANGUARD FTSE EMERGING MARKETS ETF	46208 72	1114	46710 02
20815300	Invest - Other	42-6051558	25537M100	DIV CAP DIVERSIFIED PROPERTY FD CL E	13002 37	1884 1289	14433 51
20815300	Invest - Other	42-6051558	25537M100	DIV CAP DIVERSIFIED PROPERTY FD CL E	9758 64	1414 0911	11193 96
20815300	Invest - Corp Stock	42-6051558	92857W209	VODAFONE GROUP PLC NEW ADR	10125 57	273	6447 2
20815300	Invest - Corp Stock	42-6051558	G29183103	EATON CORP PLC	16929 78	233	14548 52
20815300	Invest - Other	42-6051558	00287Y109	ABBVIE INC	11240 4	232	5645 62
20815300	Invest - Other	42-6051558	74253Q416	PRINCIPAL PREFERRED SEC-INS #4929	82138 54	8060 701	80000
20815300	Invest - Other	42-6051558	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	165215 37	7425 41	130000
20815300	Invest - Other	42-6051558	557492725	MAIDSON MID CAP FUND-Y	30103 22	3037 661	15000
20815300	Invest - Other	42-6051558	92826C839	PIONEER HIGH YIELD FUND-Y #724	19348 42	1809 955	20000
20815300	Invest - Corp Stock	42-6051558	870297801	VISA INC-CLASS A SHRS	9766 08	48	3494 42
20815300	Invest - Other	42-6051558	76628T645	MLN ELEMENTS ROGERS TOTAL RETURN	63891 62	7927	66378 32
20815300	Invest - Other	42-6051558	61166WAF8	RIDGEWORTH SEIX HY BD-I #5855	60419 18	5964 381	54557 52
20815300	Invest - Corp Bonds	42-6051558	466001864	MONSANTO CO 5 125% 4/15/18	56862	50000	53094 5
20815300	Invest - Other	42-6051558		IVY ASSET STRATEGY FUND CLASS I #473	49230 28	1569 858	40000
Total Investments					2940380.5		2205813.16
Total Cash, Savings, and Investments					3135883.65		2401316.31