

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 , and ending

Name of foundation ELEANOR CUMMINGS C TA		A Employer identification number 25-6822250
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 101N Independence Mall E MACY1372-06		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 444,444		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		11,773	11,601		
5 a Gross rents					
b Net rental income or (loss)					
6 a Net gain or (loss) from sale of assets not on line 10		12,203			
b Gross sales price for all assets on line 6a 204,669					
7 Capital gain net income (from Part IV, line 2)			12,203		
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)					
12 Total. Add lines 1 through 11		23,976	23,804	0	
13 Compensation of officers, directors, trustees, etc		10,016	7,512		2,504
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		983			983
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)		132	112		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		11,131	7,624	0	3,487
25 Contributions, gifts, grants paid		18,065			18,065
26 Total expenses and disbursements Add lines 24 and 25		29,196	7,624	0	21,552
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-5,220			
b Net investment income (if negative, enter -0-)			16,180		
c Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

HTA

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	22,183	25,860	25,860
	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)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	399,366	389,167	418,585
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
Liabilities	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	421,549	415,027	444,445
	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)			
Net Assets or Fund Balances	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. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	421,549	415,027	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
Net Assets or Fund Balances	30 Total net assets or fund balances (see instructions)	421,549	415,027	
	31 Total liabilities and net assets/fund balances (see instructions)	421,549	415,027	

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	421,549
2 Enter amount from Part I, line 27a	2	-5,220
3 Other increases not included in line 2 (itemize) ▶ <u>MUTUAL FUND & CTF INCOME ADDITIONS</u>	3	612
4 Add lines 1, 2, and 3	4	416,941
5 Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	1,914
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	415,027

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k) but not less than -0-) or Losses (from col. (h))
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	12,203
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.

(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	16,878	443,586	0.038049
2010	17,620	418,353	0.042118
2009	18,354	369,352	0.049692
2008	20,800	450,558	0.046165
2007	22,496	532,934	0.042212

2 Total of line 1, column (d)	2	0.218236
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	0.043647
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	434,310
5 Multiply line 4 by line 3	5	18,956
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	162
7 Add lines 5 and 6	7	19,118
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	21,552

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	162
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	162
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	162
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	243	
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	243	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	81	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 81 Refunded ☐ 0	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?		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		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 ☒ \$ _____ (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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	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		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ PA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ 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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

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

5b

N/A

6b

X

7b

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 101N Independence Mall E MACY1372-062 Phila	Trustee 4 00	10,016		

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	419,969
b	Average of monthly cash balances	1b	20,955
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	440,924
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	440,924
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	6,614
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	434,310
6	Minimum investment return. Enter 5% of line 5	6	21,716

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	21,716
2a	Tax on investment income for 2012 from Part VI, line 5	2a	162
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	162
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,554
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,554
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	21,554

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	21,552
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	21,552
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	162
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,390

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				21,554
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			18,065	
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 ▶ \$ <u>21,552</u>				
a Applied to 2011, but not more than line 2a			18,065	
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				3,487
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				18,067
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 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	18,065
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	11,773	
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	12,203	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0		23,976	0
13 Total. Add line 12, columns (b), (d), and (e)				13	23,976

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Print/Type preparer's name	Preparer's signature
JOSEPH J. CASTRIANO	
Firm's name ▶ PricewaterhouseCoopers, LLP	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH,	

ELEANOR CUMMINGS C TA

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

Recipient(s) paid during the year

Name

DIOCESE OF CAMDEN, NEW JERSEY

Street

631 MARKET STREET

City

CAMDEN

State

NJ

Zip Code

08102

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,065

Name

DOMINICAN MONASTERY, OF THE PERPETUAL ROSARY SISTERS

Street

1500 HADDEN AVENUE

City

CAMDEN

State

NJ

Zip Code

08103-3112

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,000

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

		Amount						Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions		1,516						Capital Gains/Losses		204,669		192,466		12,203	
Short Term CG Distributions		0						Other sales		0		0		0	
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	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
1	X	ARTISAN INTERNATIONAL FU	04314H204		8/26/2011		8/8/2012	4,445	3,969				0	476	
2	X	ARTISAN INTERNATIONAL FU	04314H204		8/26/2011		11/19/2012	444	389				0	55	
3	X	ARTISAN MID CAP FUND-INS	04314H600		6/4/2012		8/8/2012	786	728				0	58	
4	X	ARTIO TOTAL RETURN BD FD	04315J209		10/31/2008		5/31/2012	8,039	7,169				0	870	
5	X	ARTIO INTERNATIONAL EQ F	04315J837		2/2/2009		5/31/2012	1,342	1,227				0	115	
6	X	ARTIO INTERNATIONAL EQ F	04315J837		10/31/2008		5/31/2012	1,022	1,098				0	-76	
7	X	ARTIO INTERNATIONAL EQ F	04315J837		1/30/2007		5/31/2012	105	168				0	-63	
8	X	ARTIO INTERNATIONAL EQ F	04315J837		5/25/2011		5/31/2012	1,238	1,609				0	-371	
9	X	CREDIT SUISSE COMM RT ST	22544R305		8/26/2011		8/8/2012	1,469	1,660				0	-191	
10	X	DODGE & COX INT'L STOCK F	256206103		1/30/2007		8/8/2012	4,658	6,536				0	-1,878	
11	X	DODGE & COX INT'L STOCK F	256206103		1/30/2007		11/19/2012	884	1,192				0	-308	
12	X	DODGE & COX INCOME FD C	256210105		5/25/2011		5/31/2012	6,314	6,245				0	69	
13	X	DODGE & COX INCOME FD C	256210105		8/26/2011		5/31/2012	12,550	12,302				0	248	
14	X	DODGE & COX INCOME FD C	256210105		8/3/2009		11/19/2012	44	40				0	4	
15	X	DODGE & COX INCOME FD C	256210105		8/26/2011		11/19/2012	10	10				0	0	
16	X	DODGE & COX INCOME FD C	256210105		8/10/2012		11/19/2012	9,305	9,211				0	94	
17	X	DODGE & COX INCOME FD C	256210105		1/30/2007		11/19/2012	10,645	9,606				0	1,039	
18	X	JP MORGAN MID CAP VALUE-	339128100		12/17/2010		5/31/2012	2,786	2,563				0	223	
19	X	JP MORGAN MID CAP VALUE-	339128100		12/17/2010		8/8/2012	541	470				0	71	
20	X	GOLDEN LARGE CAP CORE F	34984T881		10/31/2008		5/31/2012	4,561	3,543				0	1,018	
21	X	GOLDEN LARGE CAP CORE F	34984T881		2/27/2009		5/31/2012	5,499	3,393				0	2,106	
22	X	GOLDEN LARGE CAP CORE F	34984T881		2/2/2009		5/31/2012	1,713	1,161				0	552	
23	X	GOLDMAN SACHS GRTH OPP	38142Y401		2/2/2009		5/31/2012	3,853	1,997				0	1,856	
24	X	GOLDMAN SACHS GRTH OPP	38142Y401		10/31/2008		5/31/2012	8,274	5,364				0	2,910	
25	X	GOLDMAN SACHS LC VALUE	38142Y773		2/2/2009		5/31/2012	1,084	769				0	315	
26	X	GOLDMAN SACHS LC VALUE	38142Y773		10/31/2008		5/31/2012	3,608	2,985				0	623	
27	X	HARBOR CAPITAL APRCTON	411511504		5/25/2011		5/31/2012	3,222	3,115				0	107	
28	X	HARBOR CAPITAL APRCTON	411511504		5/25/2011		8/8/2012	581	545				0	36	
29	X	HUSSMAN STRATEGIC GROW	448108100		6/4/2012		8/13/2012	6,865	7,409				0	-544	
30	X	KEELEY SMALL CAP VAL FD C	487300808		12/17/2010		5/31/2012	1,132	1,171				0	-39	
31	X	KEELEY SMALL CAP VAL FD C	487300808		12/17/2010		8/8/2012	698	673				0	25	
32	X	KEELEY SMALL CAP VAL FD C	487300808		12/17/2010		11/19/2012	458	424				0	34	
33	X	LAUDUS MONDRIAN INTL FI-H	51855Q655		6/4/2012		8/8/2012	3,810	3,778				0	32	
34	X	MFS VALUE FUND-CLASS I 8	552983694		5/25/2011		5/31/2012	3,753	3,895				0	-142	
35	X	MFS VALUE FUND-CLASS I 8	552983694		5/25/2011		8/8/2012	1,251	1,210				0	41	
36	X	MAINSTAY EP US EQUITY-INS	56063J302		6/4/2012		8/8/2012	6,185	5,644				0	541	
37	X	MERGER FD SH BEN INT 260	589509108		6/4/2012		8/8/2012	1,986	1,955				0	31	
38	X	OPPENHEIMER DEVELOPING	683974505		5/25/2011		11/19/2012	528	559				0	-31	
39	X	PIMCO TOTAL RET FD-INST 3	693390700		5/25/2011		5/31/2012	12,220	11,949				0	271	
40	X	PIMCO TOTAL RET FD-INST 3	693390700		8/26/2011		5/31/2012	7,137	6,941				0	196	
41	X	PIMCO FOREIGN BD FD USD	693390882		5/25/2011		8/8/2012	1,623	1,536				0	87	
42	X	PIMCO FOREIGN BD FD USD	693390882		6/4/2012		8/8/2012	770	757				0	13	
43	X	PIMCO FOREIGN BD FD USD	693390882		8/26/2011		8/8/2012	1,552	1,493				0	59	
44	X	PIMCO COMMODITY REAL RE	722005667		2/2/2009		5/31/2012	599	598				0	1	
45	X	PIMCO COMMODITY REAL RE	722005667		2/27/2009		5/31/2012	6,438	6,094				0	344	
46	X	RIDGEWORTH SEIX HY BD-I	76628T645		6/4/2012		8/8/2012	423	406				0	17	
47	X	RIDGEWORTH SEIX HY BD-I	76628T645		8/26/2011		11/19/2012	2,272	2,146				0	126	
48	X	T ROWE PRICE SHORT TERM	77957P105		5/25/2011		8/8/2012	13,867	13,896				0	-29	
49	X	T ROWE PRICE SHORT TERM	77957P105		8/29/2011		8/8/2012	833	833				0	0	
50	X	T ROWE PRICE SHORT TERM	77957P105		8/29/2011		11/19/2012	5,846	5,846				0	0	
51	X	T ROWE PRICE SHORT TERM	77957P105		6/4/2012		11/19/2012	207	206				0	1	
52	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011		8/8/2012	1,434	1,457				0	-33	
53	X	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011		11/19/2012	644	634				0	10	
54	X	TCW SMALL CAP GROWTH FL	87234N849		12/17/2010		5/31/2012	411	466				0	-55	
55	X	TCW SMALL CAP GROWTH FL	87234N849		12/17/2010		8/8/2012	268	291				0	-23	
56	X	TCW SMALL CAP GROWTH FL	87234N849		12/17/2010		11/19/2012	5,010	5,704				0	-694	
57	X	TCW SMALL CAP GROWTH FL	87234N849		12/17/2010		12/19/2012	5,607	6,082				0	-475	
58	X	VANGUARD REIT VIPER	922908553		12/17/2010		5/31/2012	7,247	1,917				0	330	
59	X	VANGUARD REIT VIPER	922908553		12/17/2010		8/8/2012	659	523				0	136	
60	X	WELLS FARGO ADV INTL BON	94985D582		1/30/2007		5/31/2012	7,398	6,899				0	499	

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

		983	0	0	983
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	983			983

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

		132	112	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	112	112		
2	ESTIMATED EXCISE TAXES PAID	20			

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

			399,366	389,167	418,585
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661		0	16,886	20,303
3	DODGE & COX INCOME FD COM 147		0	18,827	20,951
4	HARBOR CAPITAL APRCTION-INST 2012		0	23,146	26,250
5	MERGER FD SH BEN INT 260		0	6,340	6,417
6	PIMCO TOTAL RET FD-INST 35		0	62,355	64,119
7	PIMCO FOREIGN BD FD USD H-INST 103		0	8,864	9,381
8	T ROWE PRICE SHORT TERM BD FD 55		0	3,356	3,370
9	ARTISAN MID CAP FUND-INSTL 1333		0	11,095	11,902
10	ISHARES RUSSELL 2000 GROWTH		0	10,657	10,961
11	ISHARES S & P 500 INDEX FUND		0	13,346	15,316
12	LAUDUS MONDRIAN INTL FI-INST 2940		0	9,503	9,350
13	DODGE & COX INT'L STOCK FD 1048		0	16,966	20,423
14	MFS VALUE FUND-CLASS I 893		0	18,325	19,998
15	DREYFUS EMG MKT DEBT LOC C-I 6083		0	20,597	21,901
16	DRIEHAUS ACTIVE INCOME FUND		0	6,429	6,590
17	JP MORGAN MID CAP VALUE-I 758		0	8,464	10,076
18	HUSSMAN STRATEGIC GROWTH FUND 60		0	9,192	8,225
19	VANGUARD REIT VIPER		0	11,789	14,739
20	VANGUARD EMERGING MARKETS ETF		0	14,208	13,893
21	OPPENHEIMER DEVELOPING MKT-Y 788		0	13,080	13,380
22	SPDR DJ WILSHIRE INTERNATIONAL REA		0	13,781	15,300
23	DIAMOND HILL LONG-SHORT FD CL I 11		0	10,196	11,055
24	RIDGEWORTH SEIX HY BD-I 5855		0	19,918	21,583
25	GATEWAY FUND - Y 1986		0	10,713	10,596
26	CREDIT SUISSE COMM RT ST-CO 2156		0	21,116	20,924
27	KEELEY SMALL CAP VAL FD CL I 2251		0	10,018	11,582

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	612
2	Total	2	612

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	337
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	1,394
3	PY RETURN OF CAPITAL ADJUSTMENT	3	183
4	Total	4	1,914

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		Short Term CG Distributions		Amount		203,153		0		0		192,466		10,687		0		0		0		10,687	
		1,516		0																					
Description of Property Sold		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses											
1	ARTISAN INTERNATIONAL FUND 661	04314H204		8/26/2011	8/8/2012	4,445		0	3,969	476	0	0	0	476											
2	ARTISAN INTERNATIONAL FUND 661	04314H204		8/26/2011	11/19/2012	444		0	389	55	0	0	0	55											
3	ARTISAN MID CAP FUND INS 1333	04314H600		6/4/2012	8/8/2012	786		0	728	58	0	0	0	58											
4	ARTIO TOTAL RETURN BD FD CL I 1524	04315J209		10/31/2008	5/31/2012	8,039		0	7,169	870	0	0	0	870											
5	ARTIO INTERNATIONAL EQ FD II 1529	04315J837		2/2/2009	5/31/2012	1,342		0	1,227	115	0	0	0	115											
6	ARTIO INTERNATIONAL EQ FD II 1529	04315J837		10/31/2008	5/31/2012	1,022		0	1,098	-76	0	0	0	-76											
7	ARTIO INTERNATIONAL EQ FD II 1529	04315J837		1/30/2007	5/31/2012	105		0	168	-63	0	0	0	-63											
8	ARTIO INTERNATIONAL EQ FD II 1529	04315J837		5/25/2011	5/31/2012	1,238		0	1,609	-371	0	0	0	-371											
9	CREDIT SUISSE COMM RT ST CO 2156	22544R305		8/26/2011	8/8/2012	1,469		0	1,660	-191	0	0	0	-191											
10	DODGE & COX INTL STOCK FD 1048	256206103		1/30/2007	8/8/2012	4,658		0	6,536	-1,878	0	0	0	-1,878											
11	DODGE & COX INTL STOCK FD 1048	256206103		1/30/2007	11/19/2012	884		0	1,192	-308	0	0	0	-308											
12	DODGE & COX INCOME FD COM 147	256210105		5/25/2011	5/31/2012	6,314		0	6,245	69	0	0	0	69											
13	DODGE & COX INCOME FD COM 147	256210105		8/26/2011	5/31/2012	12,550		0	12,302	248	0	0	0	248											
14	DODGE & COX INCOME FD COM 147	256210105		8/3/2009	11/19/2012	44		0	40	4	0	0	0	4											
15	DODGE & COX INCOME FD COM 147	256210105		8/26/2011	11/19/2012	10		0	10	0	0	0	0	0											
16	DODGE & COX INCOME FD COM 147	256210105		8/10/2012	11/19/2012	9,305		0	9,211	94	0	0	0	94											
17	DODGE & COX INCOME FD COM 147	256210105		1/30/2007	11/19/2012	10,645		0	9,606	1,039	0	0	0	1,039											
18	JP MORGAN MID CAP VALUE-I 758	339128100		12/17/2010	5/31/2012	2,786		0	2,563	223	0	0	0	223											
19	JP MORGAN MID CAP VALUE-I 758	339128100		12/17/2010	8/8/2012	541		0	470	71	0	0	0	71											
20	GOLDEN LARGE CAP CORE FUND-I	34984T881		10/31/2008	5/31/2012	4,561		0	3,543	1,018	0	0	0	1,018											
21	GOLDEN LARGE CAP CORE FUND-I	34984T881		2/27/2009	5/31/2012	5,499		0	3,393	2,106	0	0	0	2,106											
22	GOLDEN LARGE CAP CORE FUND-I	34984T881		2/2/2009	5/31/2012	1,713		0	1,161	552	0	0	0	552											
23	GOLDMAN SACHS GRTH OPP FD-I 113	38142Y401		2/2/2009	5/31/2012	3,853		0	1,997	1,856	0	0	0	1,856											
24	GOLDMAN SACHS GRTH OPP FD-I 113	38142Y401		10/31/2008	5/31/2012	8,274		0	5,364	2,910	0	0	0	2,910											
25	GOLDMAN SACHS L/C VALUE-I 1216	38142Y773		2/2/2009	5/31/2012	1,084		0	769	315	0	0	0	315											
26	GOLDMAN SACHS L/C VALUE-I 1216	38142Y773		10/31/2008	5/31/2012	3,608		0	2,985	623	0	0	0	623											
27	HARBOR CAPITAL APRCTON-INST 201	411511504		5/25/2011	5/31/2012	3,222		0	3,115	107	0	0	0	107											
28	HARBOR CAPITAL APRCTON-INST 201	411511504		5/25/2011	8/8/2012	581		0	545	36	0	0	0	36											
29	HUSSMAN STRATEGIC GROWTH FUND	448108100		6/4/2012	8/13/2012	6,865		0	7,409	-544	0	0	0	-544											
30	KEELEY SMALL CAP VAL FD CL I 2251	487300808		12/17/2010	5/31/2012	1,132		0	1,171	-39	0	0	0	-39											
31	KEELEY SMALL CAP VAL FD CL I 2251	487300808		12/17/2010	8/8/2012	698		0	673	25	0	0	0	25											
32	KEELEY SMALL CAP VAL FD CL I 2251	487300808		12/17/2010	11/19/2012	458		0	424	34	0	0	0	34											
33	LAUDUS MONDRIAN INTL FI-INST 2940	51855Q655		6/4/2012	8/8/2012	3,810		0	3,778	32	0	0	0	32											
34	MFS VALUE FUND-CLASS I 893	552983694		5/25/2011	5/31/2012	3,753		0	3,895	-142	0	0	0	-142											
35	MFS VALUE FUND-CLASS I 893	552983694		5/25/2011	8/8/2012	1,251		0	1,210	41	0	0	0	41											
36	MAINSTAY EP US EQUITY-INS 1204	56063J302		6/4/2012	8/8/2012	6,185		0	5,644	541	0	0	0	541											
37	MERGER FD SH BEN INT 260	589509108		6/4/2012	8/8/2012	1,986		0	1,955	31	0	0	0	31											
38	OPPENHEIMER DEVELOPING MKT-Y 7	683974505		5/25/2011	11/19/2012	528		0	559	-31	0	0	0	-31											
39	PIMCO TOTAL RET FD INST 35	693390700		5/25/2011	5/31/2012	12,220		0	11,949	271	0	0	0	271											
40	PIMCO TOTAL RET FD-INST 35	693390700		8/26/2011	5/31/2012	7,137		0	6,941	196	0	0	0	196											
41	PIMCO FOREIGN BD FD USD H-INST 10	693390882		5/25/2011	8/8/2012	1,623		0	1,536	87	0	0	0	87											
42	PIMCO FOREIGN BD FD USD H-INST 10	693390882		6/4/2012	8/8/2012	770		0	757	13	0	0	0	13											
43	PIMCO FOREIGN BD FD USD H-INST 10	693390882		8/26/2011	8/8/2012	1,552		0	1,493	59	0	0	0	59											
44	PIMCO COMMODITY REAL RET STRAT	722005667		2/2/2009	5/31/2012	599		0	598	1	0	0	0	1											
45	PIMCO COMMODITY REAL RET STRAT	722005667		2/27/2009	5/31/2012	6,438		0	6,094	344	0	0	0	344											
46	RIDGEWORTH SEIX HY BD-I 5855	76628T645		6/4/2012	8/8/2012	423		0	406	17	0	0	0	17											
47	RIDGEWORTH SEIX HY BD-I 5855	76628T645		8/26/2011	11/19/2012	2,272		0	2,146	126	0	0	0	126											
48	T ROWE PRICE SHORT TERM BD FD 547	77957P105		5/25/2011	8/8/2012	13,867		0	13,896	-29	0	0	0	-29											
49	T ROWE PRICE SHORT TERM BD FD 547	77957P105		8/29/2011	8/8/2012	833		0	833	0	0	0	0	0											
50	T ROWE PRICE SHORT TERM BD FD 547	77957P105		8/29/2011	11/19/2012	5,846		0	5,846	0	0	0	0	0											
51	T ROWE PRICE SHORT TERM BD FD 547	77957P105		6/4/2012	11/19/2012	207		0	206	1	0	0	0	1											
52	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		5/23/2011	8/8/2012	1,434		0	1,467	-33	0	0	0	-33											
53	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		5/23/2011	11/19/2012	644		0	634	10	0	0	0	10											
54	TCW SMALL CAP GROWTH FUND-I 472	87234N849		12/17/2010	5/31/2012	411		0	466	-55	0	0	0	-55											
55	TCW SMALL CAP GROWTH FUND-I 472	87234N849		12/17/2010	8/8/2012	268		0	291	-23	0	0	0	-23											
56	TCW SMALL CAP GROWTH FUND-I 472	87234N849		12/17/2010	11/19/2012	5,010		0	5,704	-694	0	0	0	-694											
57	TCW SMALL CAP GROWTH FUND-I 472	87234N849		12/17/2010	12/19/2012	5,607		0	6,082	-475	0	0	0	-475											
58	VANGUARD REIT VIPER	922908553		12/17/2010	5/31/2012	2,247		0	1,917	330	0	0	0	330											
59	VANGUARD REIT VIPER	922908553		12/17/2010	8/8/2012	659		0	523	136	0	0	0	136											
60	WELLS FARGO ADV INTL BOND-IS 4705	94985D582		1/30/2007	5/31/2012	7,398		0	6,899	499	0	0	0	499											

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	10,016 Compensation	0 Benefits	0 Expense Account
1												
2	Wells Fargo Bank N A Trust Tax D	X	101N Independence Mall E MACY1372	Philadelphia	PA	19106-2112		TRUSTEE	4 00	10,016		

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

	Date		Amount
1 Credit from prior year return		1	223
2 First quarter estimated tax payment	5/6/2012	2	20
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	243

• **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	18,065
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	18,065