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

2008

For calendar year 2008, or tax year beginning 12/01 , 2008, and ending 11/30 , 2009

G Check all that apply: [ ] Initial return [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: WORD & DEED FOUNDATION OF IMMI, INC.

Number and street (or P O box number if mail is not delivered to street address): 1919 EAST 191ST STREET — Room/suite

City or town, state, and ZIP code: WESTFIELD, IN 46074

A Employer identification number: 35-1859427

B Telephone number (see page 10 of the instructions): (317) 896-9531

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,897,970.

J Accounting method: [X] 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 page 11 of the 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)	1,546,176.			
2	Check ▶ [ ] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	46,504.	46,504.		
4	Dividends and interest from securities	52,604.	52,604.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-17,982.			
b	Gross sales price for all assets on line 6a 2,272,758.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications			5,700.	
10a	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	1,627,302.	99,108.	5,700.	
13	Compensation of officers, directors, trustees, etc	NONE			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 1	4,103.	NONE	NONE	4,103.
b	Accounting fees (attach schedule) STMT 2	2,100.	NONE	NONE	2,100.
c	Other professional fees (attach schedule) STMT 3	10,577.	10,577.		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) *	5,035.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	3,301.			3,301.
22	Printing and publications				
23	Other expenses (attach schedule) STMT 5	5,301.			5,301.
24	**Total operating and administrative expenses.** Add lines 13 through 23	30,417.	10,577.	NONE	14,805.
25	Contributions, gifts, grants paid	1,838,420.			1,838,420.
26	**Total expenses and disbursements.** Add lines 24 and 25	1,868,837.	10,577.	NONE	1,853,225.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-241,535.			
b	**Net investment income** (if negative, enter -0-)		88,531.		
c	**Adjusted net income** (if negative, enter -0-)			5,700.	

Revenue — Operating and Administrative Expenses

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	755.	451.	451.
2	Savings and temporary cash investments	3,142,341.	2,696,133.	2,709,514.
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 page 15 of the 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) STMT 6	2,283,512.	2,494,189.	2,188,005.
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)			
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)	5,426,608.	5,190,773.	4,897,970.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	NONE	NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	5,426,608.	5,190,773.	
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			
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 page 17 of the instructions)	5,426,608.	5,190,773.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,426,608.	5,190,773.	

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	5,426,608.
2	Enter amount from Part I, line 27a	2	-241,535.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	5,700.
4	Add lines 1, 2, and 3	4	5,190,773.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,190,773.

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 PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-17,982.
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2007	1,775,174.	5,085,784.	0.349046
2006	2,212,939.	4,714,724.	0.469368
2005	1,306,463.	3,856,797.	0.338743
2004	1,159,490.	2,918,170.	0.397335
2003	809,185.	2,126,375.	0.380547

2	**Total** of line 1, column (d)	2	1.935039
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	0.387008
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	3,274,477.
5	Multiply line 4 by line 3	5	1,267,249.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	885.
7	Add lines 5 and 6	7	1,268,134.
8	Enter qualifying distributions from Part XII, line 4	8	1,853,225.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling letter ________ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	885.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	885.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	885.
6	Credits/Payments			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a 5,056.		
b	Exempt foreign organizations-tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	5,056.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	4,171.
11	Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 4,171. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶$ NONE (2) On foundation managers ▶$ NONE			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶$ NONE			
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* STMT 8	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	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	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ IN,			
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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? *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)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ANTHONY M. SCHELONKA Telephone no. ▶ 317-896-9531

Located at ▶ 1919 EAST 191ST STREET WESTFIELD, IN ZIP + 4 ▶ 46074

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here . . . N/A . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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.

			Line	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 page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If "Yes," list the years ▶				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the 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 ▶				
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 2008 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 2008.)*		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 2008?		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 page 22 of the 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 page 22 of the 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? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

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

If you answered "Yes" to 6b, also file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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 page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the 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 . . . ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 EDUCATIONAL MATERIALS, INCLUDING TEST BOOKS, CDS AND TAPES IN SUPPORT OF THE FOUNDATION'S EXEMPT PURPOSE.	2,642.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the 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 page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,918,974.
b	Average of monthly cash balances	1b	1,405,368.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,324,342.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,324,342.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	49,865.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,274,477.
6	**Minimum investment return.** Enter 5% of line 5	6	163,724.

Part XI Distributable Amount (see page 25 of the 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	163,724.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	885.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	885.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	162,839.
4	Recoveries of amounts treated as qualifying distributions			4	5,700.
5	Add lines 3 and 4			5	168,539.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	168,539.

Part XII Qualifying Distributions (see page 25 of the 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	1,853,225.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,853,225.
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 page 26 of the instructions)	5	885.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,852,340.

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					168,539.
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only					
b Total for prior years 20____,20____,20____					
3 Excess distributions carryover, if any, to 2008:					
a From 2003	697,521.				
b From 2004	1,015,504.				
c From 2005	1,116,093.				
d From 2006	1,982,257.				
e From 2007	1,525,852.				
f **Total** of lines 3a through e		6,337,227.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 1,853,225.					
a Applied to 2007, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)					
d Applied to 2008 distributable amount					168,539.
e Remaining amount distributed out of corpus		1,684,686.			
5 Excess distributions carryover applied to 2008 *(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		8,021,913.			
b Prior years' undistributed income. Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions					
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions					
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)		697,521.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a		7,324,392.			
10 Analysis of line 9					
a Excess from 2004	1,015,504.				
b Excess from 2005	1,116,093.				
c Excess from 2006	1,982,257.				
d Excess from 2007	1,525,852.				
e Excess from 2008	1,684,686.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 27 of the 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).)

JAMES R. ANTHONY AND BEVERLY S. ANTHONY

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 ▶ [X] 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total . . . . ▶ **3a**				1,838,420.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	46,504.	
4 Dividends and interest from securities			14	52,604.	
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	-17,982.	
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)				81,126.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 81,126.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 4/13/10 — Title: President

Paid Preparer's Use Only

Preparer's signature	Wendy Budde	Date 4/8/2010	Check if self-employed ☐ — Preparer's identifying number (See Signature on page 30 of the instructions) P00543249
Firm's name (or yours if self-employed), address, and ZIP code	ERNST & YOUNG U.S. LLP 5451 LAKEVIEW PARKWAY S DRIVE INDIANAPOLIS, IN 46268		EIN 34-6565596 Phone no. 317-280-3400

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, and 990-PF.**

OMB No 1545-0047

2008

Name of the organization

WORD & DEED FOUNDATION OF IMMI, INC.

Employer identification number

35-1859427

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule. (Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year) . . . . ▶ $ ____________

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: WORD & DEED FOUNDATION OF IMMI, INC.

Employer identification number: 35-1859427

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	INDIANA MILLS & MANUFACTURING INC. 18881 US HIGHWAY 31 NORTH WESTFIELD, IN 46074	$ 65,100.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	PROVIDENTIAL LLC 1919 EAST 191ST STREET WESTFIELD, IN 46074	$ 778,300.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	ANTHONY CHARITABLE LEAD ANNUITY TRUST 1919 EAST 191ST STREET WESTFIELD, IN 46074	$ 682,784.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	SUZANNE A. WILHELM 5005 E. 169TH STREET NOBLESVILLE, IN 46062	$ 7,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5	MARY ELIZABETH GORDON 10274 BRIAR CREEK LANE CARMEL, IN 46033	$ 7,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6	JAMES & SHELLIE ANTHONY 18881 US HIGHWAY 31 NORTH WESTFIELD, IN 46074	$ 5,392.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		4,103.			4,103.
	TOTALS	4,103.	NONE	NONE	4,103.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG	2,100.			2,100.
TOTALS	2,100.	NONE	NONE	2,100.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	9,736.	9,736.
BANK FEES	841.	841.
TOTALS	10,577.	10,577.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
EXCISE TAXES		5,035.
	TOTALS	5,035.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
POSTAGE	2,659.	2,659.
BOOKS FOR MISSIONARIES	2,642.	2,642.
TOTALS	5,301.	5,301.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMERICAN FUNDS GROWTH CLASS F	218,780.	201,963.
ARTISAN INTERNATIONAL FUND	85,889.	61,326.
ARTISAN SMALL CAP	107,000.	78,141.
BARON SMALL CAP	81,971.	76,098.
CAUSEWAY INT'L VALUE INST'L	174,000.	135,364.
COLUMBIA VALUE & RESTRUCTURING	275,714.	201,302.
HARDING LOEVNER EMERGING	69,302.	81,840.
LEUTHOLD ASSET ALLOCATION	75,000.	77,440.
LOOMIS SAYLES BOND INST	87,628.	109,534.
PIMCO	429,400.	442,119.
PIMCO COMMODITY	160,000.	114,109.
THIRD AVENUE VALUE FUND	75,000.	76,127.
VANGUARD 500 INDEX FD ADMIRAL	44,000.	32,775.
VANGUARD 500 INDEX FD SIGNAL	421,885.	317,188.
VANGUARD INFLATION PROTECTED	100,000.	103,571.
WILLIAM BLAIR INT'L GROWTH FD	88,620.	79,108.
TOTALS	2,494,189.	2,188,005.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
RETURNED GRANTS TREATED IN EARLIER YEARS AS QUALIFYING DISTRIBUTIONS.		5,700.
	TOTAL	5,700.

FORM 990PF, PART VII-A, LINE 3 - CONFORMED COPY OF THE CHANGES
==

SEE ATTACHED CONFORMED COPY OF THE AMENDED ARTICLES OF INCORPORTAION

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		ST PUBLICLY TRADED SECURITIES					VAR	VAR
895,000.		890,253.					4,747.	
		LT PUBLICLY TRADED SECURITIES					VAR	VAR
1,377,758.		1,446,865.					-69,107.	
		CAPITAL GAINS DISTRIBUTION					VAR	VAR
46,378.		NONE					46,378.	
TOTAL GAIN(LOSS)							-17,982.	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAMES R. ANTHONY 1919 EAST 191ST STREET WESTFIELD, IN 46074	PRESIDENT 3.	NONE	NONE	NONE
BEVERLY S. ANTHONY 1919 EAST 191ST STREET WESTFIELD, IN 46074	SECRETARY 3.	NONE	NONE	NONE
SUZANNE A. WILHELM 1919 EAST 191ST STREET WESTFIELD, IN 46074	DIRECTOR 24.	NONE	NONE	NONE
JAMES T. ANTHONY 1919 EAST 191ST STREET WESTFIELD, IN 46074	DIRECTOR 1.	NONE	NONE	NONE
MARY ELIZABETH GORDON 1919 EAST 191ST STREET WESTFIELD, IN 46074	DIRECTOR 2.	NONE	NONE	NONE
	GRAND TOTALS	NONE	NONE	NONE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADELAIDE COLLEGE MINISTRIES P.O. BOX 141 PLUMSTEADVILLE, PA 18949	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	11,100.
ALTERNATIVE RADIO MINISTRY TONY EVANS MINISTRY PO BOX 4000 DALLAS, TX 75208	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
ARTISTS IN CHRISTIAN TESTIMONY KEMP & HEUMANN MINISTRY PO BOX 1649 BRENTWOOD, TN 37024	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,400.
ANCHORS AWAY MINISTRIES 13232 OLD MERIDIAN STREET CARMEL, IN 46032	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	8,000.
BIBLICAL LITERATURE FELLOWSHIP PO BOX 629 WEHATON, IL 60187	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,000.
BILLY GRAHAM EVANGELISTIC ASSOCIATION PO BOX 1270 CHARLOTTE, NC 28201	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BLUEGRASS YOUTH FOR CHRIST P.O. BOX 99 LEXINGTON, KY 40588	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
CBMC KIRSCHMAN MINISTRY #2228-G, PO BOX 8009 CHATTANOOGA, TN 37411	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	1,000.
CAMP AMIGOS 18686 EAGLETOWN ROAD WESTFIELD, IN 46074	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	300.
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DRIVE #2500 ORLANDO, FL 32832	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	997,250.
CARE CENTER 3208 EAST MICHIGAN STREET INDIANAPOLIS, IN 46201	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
CHAMPION MINISTRIES DUNN MINISTRY PO BOX 1323 CASTLE ROCK, CO 80104	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,400.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHAMPIONS FOR LIFE PO BOX 761101 DALLAS, TX 75376	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,700.
CHILD EVANGELISM FELLOWSHIP PO BOX #40085 INDIANAPOLIS, IN 46240	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,400.
CHINA OUTREACH MINISTRIES WANG & SULLIVAN MINISTRIES 555 GETTYSBURG PIKE SUITE A-200 MECHANICSBURG, PA 17055	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,600.
CHRISTIAN LOVE IN ACTION 1330 OLD WOODBINE ROAD ATLANTA, GA 30319	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,900.
CHURCH MINISTRIES INTERNATIONAL TURNIDGE & MURRAY MINISTRIES 1919 S. SHILOH ROAD SUITE 600,LOCK BOX #33 GARLAND, TX 75042	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	9,600.
CHURCH RESOURCES MINISTRY DUMBAHER & HSU MINISTRIES 1240 N. LAKEVIEW AVE., STE. 120 ANAHEIM, CA 92807	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,600.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COLUMBIA INT'L UNIVERSITY POWELL MINISTRY PO BOX 3122 COLUMBIA, SC 29230	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,200.
DEEPER WALK MINISTRIES PO BOX 4291 CARMEL, IN 46082	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,000.
EVANGELICAL BAPTIST MISSION (EBM) POST OFFICE BOX 781438 INDIANAPOLIS, IN 46278	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	500.
EBENEZER EVANGELICAL MISSION 1988 STATE ROAD 44 MARTINSVILLE, IN 46151	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	1,200.
FELLOWSHIP OF CHRISTIAN ATHLETES 5641 W. 73RD ST. INDIANAPOLIS, IN 46278	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	10,800.
FOCUS ON THE FAMILY 8685 EXPLORER DRIVE COLORADO SPRINGS, CO 80995	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,900.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FOREIGN LANGUAGE MINISTRY BOX 7100, THRU THE BIBLE RADIO PASADENA, CA 91109	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	1,200.
GENESIS CHURCH 1702 PLEASANT STREET NOBLESVILLE, IN 46060	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	14,200.
GEORGIA AVENUE CHURCH LOWRING MINISTRY 645 GRANT STREET SE ATLANTA, GA 30312	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
GLOBAL SPRINGS MINISTRY 51 WEST 75TH STREET NEW YORK, NY 10023	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,400.
GRACE BRETHREN MISSION SATTERTHWAITE MINISTRY PO BOX 80065 CITY OF INDUSTRY, CA 91716	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
GREATER EUROPE MISSION 18950 BASE CAMPE ROAD MONUMENT, CO 80132	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,600.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HEART OF AFRICA HENDERSON MINISTRY 450 COLUMBUS CIRCLE LONGWOOD, FL 32750	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,400.
HEBRON CENTER LEE & BOBBETT MINISTRY 245 N DELAWARE ST INDIANAPOLIS, IN 46204	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,400.
HOPE IN CRISIS 8140 UNION CHAPEL RD INDIANAPOLIS, IN 46240	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,200.
INDIA RURAL EVANGELICAL FELLOWSHIP DARLING ACCT & MINISTRY SUPPORT 4433 WOODHAVEN DRIVE KALAMAZOO, MI 49024	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	39,100.
INDIANA DREAM TEAM PO BOX 1955 INDIANAPOLIS, IN 46151	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,200.
INDIANA FAMILY INSTITUTE 55 MONUMENT CIRCLE SUITE 322 INDIANAPOLIS, IN 46204	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INSIGHT FOR LIVING PO BOX 269000 PLANO, TX 75026	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	12,000.
INTERNATIONAL FAITH INITIATIVE LINVILLE & KLUCHNIKOV MINISTRY 5592 PINECREST CIRCLE NOBLESVILLE, IN 46060	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,400.
INTERNATIONAL OUTREACH MINISTRIES JORDAN MINISTRY PO BOX 2140 MCCOMB, MS 39649	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,400.
INTERVARSITY CHRISTIAN FELLOWSHIP PO BOX 7895 MADISON, WI 53791	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	10,000.
IRL MINISTRY INC PO BOX 24297 SPEEDWAY, IN 46224	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,600.
LIFE CENTERS 8902 VINCENNES CIRCLE, SUITE A INDIANAPOLIS, IN 46268	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LIGHTHOUSE MINISTRIES INC 520 EAST MARKET STREET INDIANAPOLIS, IN 46204	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	12,000.
LUIS PALAU EVANGELISTIC ASSOCIATION PO BOX 1173 PORTLAND, OR 97207	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
MEPHIBOSHETH MINISTRIES, INC. P.O. BOX 386 CICERO, IN 46034	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
MISSION AVIATION FELLOWSHIP PO BOX 47 NAMPA, ID 83653	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
MISSION TO UKRAINE LEVCHENKO, HANDFULS, & MINSITRY SUPPORT 1033 3RD AVE, SUITE 106 CARMEL, IN 46032	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	16,600.
MOM'S IN TOUCH, INTERNATIONAL PO BOX 1120 POWAY, CA 92074	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NAVIGATORS HERR MINISTRY PO BOX 6000 COLORADO SPRINGS, CO 80934	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,200.
NEED HIM 17194 PRESTON RD SUITE 102-252 DALLAS, TX 75248	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,600.
NEHEMIAH VISION MINISTRIES P.O. BOX 48 WESTFIELD, IN 46074	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,640.
NORTHVIEW CHRISTIAN LIFE CHURCH 5535 E 131ST STREET CARMEL, IN 46033	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	100.
NEW TRIBES MISSION VAN KLOMPENBERG MINISTRY 1000 EAST FIRST STREET SANFORD, FL 32771	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	10,200.
OMF INTERNATIONAL WEEMES MINISTRY 10 WEST DRY CREEK CIRCLE LITTLETON, CO 80120	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OMS INTERNATIONAL GRAFFENBERGER MINISTRY BOX A GREENWOOD, IN 46142	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
OMS INTERNATIONAL. WALTON MINISTRY BOX A GREENWOOD, IN 46142	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
OMS INTERNATIONAL.. KESSLER MINISTRY BOX A GREENWOOD, IN 46142	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,400.
OMS INTERNATIONAL... MCFALL MINISTRY BOX A GREENWOOD, IN 46142	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,600.
OPERATION MOBILIZATION SKINNER MINISTRIES PO BOX 444 TYRONE, GA 30290	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,000.
PIONEERS 10123 WILLIAM CAREY DR. ORLANDO, FL 32832	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRISON FELLOWSHIP PO BOX 17500 WASHINGTON, DC 20041	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,400.
PROMISE KEEPERS PO BOX 11798 DENVER, CO 80211	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
RIVER OAKS COMMUNITY CHURCH 13200 OLD NORTH MERIDIAN STREET CARMEL, IN 46032	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	319,800.
RUSSIAN MINISTRIES INC DEYNEKA MINISTRY PO BOX 496 WEHATON, IL 60189	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,400.
SAINTS EQUIPPED TO EVANGELIZE BRADENTON MINISTRY P.O. BOX 587 BRADENTON, FL 34206	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
SAMARITAN'S PURSE PO BOX 3000 BOONE, NC 28607	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	12,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAT 7 PO BOX 2770 EASTON, MD 21601	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,400.
SEND INTERNATIONAL WILLIAMSON MINISTRY PO BOX 513 FARMINGTON, MI 48332	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
SEND INTERNATIONAL OF ALASKA GREESON MINISTRY PO BOX 369 GLENNALLEN, AK 99588	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	4,400.
SERVANT PARTNERS DAVIES MINISTRY 1550 E. ELIZABETH STREET, SUITE U-12A PASADENA, CA 91104	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHCHRISTIS	3,800.
SHEPHERD COMMUNITY MINISTRY 4107 E WASHINGTON ST INDIANAPOLIS, IN 46201	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,200.
SPORTS OUTREACH INTERNATIONAL 435 PENNSYLVANIA AVE. #144 GLEN ELLYN, IL 60137	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SPORTSWORLD MINISTRY INC 1919 S POST ROAD INDIANAPOLIS, IN 46239	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
STUDENT IMPACT MINISTRY WESTFIELD VENTLING & SKIPPER MINISTRY P.O. BOX 526 WESTFIELD, IN 46074	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	10,400.
THE FRIENDS OF ISRAEL WOODS MINISTRY PO BOX 908 BELLMAWR, NJ 08099	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,200.
THE UPRISING TOTAL 4331 SHORT TERRACE CARMEL, IN 46033	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
THIRD PHASE CHRISTIAN CENTER 15755 ALLISONVILLE ROAD NOBLESVILLE, IN 46060	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
THRU THE BIBLE RADIO TURKISH RADIO MINISTRY BOX 7100 PASADENA, CA 91109	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	2,400.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THRU THE BIBLE RADIO BOX 100 PASADENA, CA 91109	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
TRANSPORT FOR CHRIST MARIETTA MINISTRY 1525 RIVER ROAD MARIETTA, PA 17547	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,250.
WESTFIELD YOUNG LIFE 4631 LISBORN DRIVE CARMEL, IN 46033	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	11,380.
WGNR RADIO 2000 WEST 53RD STREET ANDERSON, IN 46013	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,300.
WHEELER MINISTRIES 205 EAST NEW YORK STREET INDIANAPOLIS, IN 46204	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	6,000.
WYCLIFFE BIBLE TRANSLATORS LEWIS MINISTRY PO BOX 628200 ORLANDO, FL 32862	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WYCLIFFE BIBLE TRANSLATORS CARRESS MINISTRY PO BOX 628211 ORLANDO, FL 32862	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
WYCLIFFE BIBLE TRANSLATORS STOLTZFUS MINISTRY PO BOX 628211 ORLANDO, FL 32862	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
WYCLIFFE BIBLE TRANSLATORS ALDRIDGE MINISTRY PO BOX 628211 ORLANDO, FL 32862	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	3,800.
YOUTH FOR CHRIST VARIOUS MINISTRY ACCOUNTS 4707 W. 72ND STREET INDIANAPOLIS, IN 46268	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	15,900.
YOUTH FOR CHRIST SPAIN DODRILL MINISTRY PO BOX 4478 ENGLEWOOD, CO 80155	NONE 509(A)(1)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	5,600.
YOUTH WITH A MISSION KLAUSMEIER MINISTRY PO BOX 60579 COLORADO SPRINGS, CO 80960	NONE 509(A)(2)	FURTHERING THE SPREAD OF THE GOSPEL OF JESUS CHRIST	7,700.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
		TOTAL CONTRIBUTIONS PAID	1,838,420.

State of Indiana
Office of the Secretary of State

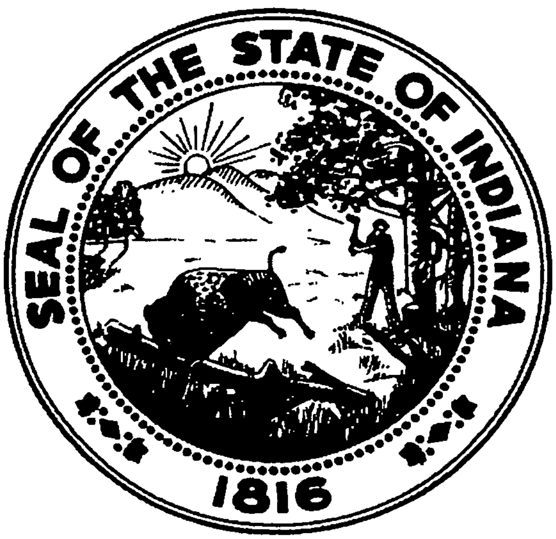
CERTIFICATE OF AMENDED AND RESTATED ARTICLES OF INCORPORATION

of

WORD & DEED FOUNDATION OF IMMI, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Amended and Restated Articles of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, August 19, 2009.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 19, 2009.

TODD ROKITA,
SECRETARY OF STATE

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SECOND AMENDMENT AND RESTATEMENT OF THE ARTICLES OF INCORPORATION OF WORD & DEED FOUNDATION OF IMMI, INC.

The undersigned officer of Word & Deed Foundation of IMMI, Inc. (the "Corporation"), a corporation which exists pursuant to the Indiana Nonprofit Corporation Act of 1991 (Indiana Code Section 23-17-1, et seq., as amended (the "Act"), hereby give notice of the Second Amendment and Restatement of the Corporation's Articles of Incorporation in their entirety and certifies as to the following facts:

APPROVED AND FILED

Article I
Amendment and Restatement

Section 1. Name of Corporation. The name of the Corporation is Word & Deed Foundation of IMMI, Inc.

Section 2. Date of Incorporation. The date of incorporation of the Corporation was December 23, 1991.

Section 3. Name of Corporation. The name of the Corporation following this Second Amendment and Restatement to the Articles of Incorporation is Word & Deed Foundation of IMMI, Inc.

Section 4. Amendment and Restatement. The Second Amended and Restated Articles of Incorporation of the Corporation now are, in their entirety, set forth as Exhibit A attached hereto and made a part hereof by this reference thereto.

Article II
Manner of Adoption and Vote

Section 1. Action by the Board of Directors. The Board of Directors of the Corporation duly adopted a resolution proposing to amend and restate the terms and provisions of the Corporation's Articles of Incorporation in their entirety by written consent executed on August 18, 2009, and signed by all members of such Board.

Section 2. Action by the Members. The Corporation has no members.

Section 3. Third Party Approval. Third party approval is not required.

Section 4. Legal Compliance. The manner of the adoption of the Amended and Restated Articles of Incorporation and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify, subject to penalties of perjury, that the facts contained herein are true.

WORD & DEED FOUNDATION OF IMMI, INC.

By: ______________________
James R. Anthony, President

SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

WORD & DEED FOUNDATION OF IMMI, INC.

ARTICLE I

Name; Type of Corporation

The name of the Corporation is Word & Deed Foundation of IMMI, Inc. formed pursuant to the provisions of the Indiana Non-Profit Corporation Act of 1991, as amended ("Act"). The Corporation is a public benefit corporation.

ARTICLE II

Purposes and Powers

Section 2.1. Purposes. The Corporation is formed to:

(a) To make gifts to religious organizations for the purpose of assisting them in spreading the gospel of Jesus Christ in word and deed;

(b) To assist and engage in the distribution of books and materials and such other activities that are permitted by the Act, which are permitted to be carried on by an organization exempt from Federal taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), and which are in furtherance of the purpose of spreading the gospel of Jesus Christ in word and deed; and

(c) To perpetuate the above purpose in the event of dissolution by distributing any and all assets to a successor organization established and operated for similar charitable and religious purposes.

Section 2.2. Nonprofit Purposes.

(a) The Corporation is organized to operate exclusively for the charitable and religious purposes established in this Article II. Contributions received by the Corporation will either be used directly to satisfy these purposes or will be invested with the income generated therefrom used to carry out the Corporation's charitable and religious purposes.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

(i) By a corporation exempt from Federal income tax under the Code, or corresponding provisions of any subsequent Federal Tax laws, or

(ii) By a corporation, contributions to which are deductible under Section 170(c)(1) or (2) or Section 2522(a)(1) or (2) of the Code, or corresponding provisions of any subsequent Federal tax laws.

Section 2.3. Powers. Subject to any limitation or restriction imposed by the Act, any other law, or any other provision of these Articles of Incorporation, the Corporation shall have the power:

(a) To do everything necessary, advisable or convenient for the accomplishment of any of the purposes hereinbefore set forth, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation and to do all of the things incidental thereto or connected therewith which are not forbidden by law; and

(b) To have, exercise and enjoy in furtherance of the purposes hereinbefore set forth all the general rights, privileges and powers granted to corporations by the Act, as now existing or hereafter amended, and by the common law.

Section 2.4. Limitation Upon Dissolution. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation and returning grants, if any, owing to the State of Indiana, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such a manner, or to such organization(s) organized and operated exclusively for charitable and religious purposes as shall at the time qualify as an exempt organization(s) under Code Section 501(c)(3), or corresponding provisions of any subsequent federal tax law, as the Board of Directors shall determine.

ARTICLE III

Period of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE IV

Registered Agent and Registered Office

The name and address of the Registered Agent and Registered Office are James R. Anthony, 1919 E. 191st Street, Westfield, Indiana 46074.

ARTICLE V

Membership

The Corporation shall have no members. Instead, the members of the Board of Directors of the Corporation shall act on behalf of the Corporation.

ARTICLE VI

Directors

Section 6.1. Number of Directors. The number of Directors is five (5). Thereafter, the number of Directors of the Corporation and their election shall be fixed by the Code of By-Laws of the Corporation.

Section 6.2. Names and Post Office Addresses of the Directors. The names and post office addresses of the current Board of Directors are:

Name	Address, State, Zip Code
James R. Anthony	1919 E. 191st Street, Westfield, Indiana 46074
Beverly S. Anthony	1919 E. 191st Street, Westfield, Indiana 46074
James T. Anthony	1919 E. 191st Street, Westfield, Indiana 46074
Suzanne Anthony Wilhelm	1919 E. 191st Street, Westfield, Indiana 46074
Mary Elizabeth Anthony Gordon	1919 E. 191st Street, Westfield, Indiana 46074

Section 6.3. Terms of Directors. Directors of the Corporation shall be elected for such terms as may be fixed by the Code of By-Laws of the Corporation and shall, if the By-Laws shall so provide, be divided into as many groups whose terms of office expire at different times as the By-Laws shall provide.

Section 6.4. Removal of Directors. Any or all members of the Board of Directors of the Corporation may be removed at any time with or without cause by a vote of the majority of all the members of the Board of Directors held during any meeting of the Board of Directors called expressly for that purpose.

ARTICLE VII

Provisions for the Regulation and Conduct of the Affairs of the Corporation

Other provisions, consistent with the laws of this state, for the regulation and conduct of the affairs of the Corporation, and creating, defining, limiting or regulating the powers of the Corporation or the Directors are as follows:

Section 7.1. Indemnification.

(a) The Corporation shall indemnify any person as of right who is or was a director, officer, employee, or agent of this Corporation, or is or was serving as a director, officer, employee, or agent of another corporation, partnership, or other enterprise at the request of the Corporation, against expenses (including attorneys' fees), judgments, fines, penalties, and amounts paid in settlement reasonably incurred by such person, to the fullest extent now or hereafter permitted by law, in connection with or resulting from any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative, or investigative, or in connection with an appeal relating thereto), in which such person may be involved as a party or otherwise by reason of being or having been a director, officer, employee, or agent of the Corporation or of such other organization; provided, such person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, in a manner which he had no reasonable cause to believe was unlawful. The termination of any claim, action, suit or proceeding by judgment, order, settlement (whether with or without court approval), conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action, suit, or proceeding, in a manner which he had reasonable cause to believe was unlawful.

(b) Any director, officer or employee of the Corporation who has been successful as a party on the merits or otherwise in his defense of any claim, action, suit, or proceeding referred to in the first sentence of Section 7.1(a) shall be indemnified as of right against expenses (including attorneys' fees) reasonably incurred by him in connection therewith (except to the extent covered by insurance).

(c) Except as provided in Section 7.1(b) above, any indemnification under Section 7.1(a) shall be made by the Corporation only upon a determination that indemnification of the particular director, officer, employee, or agent is proper in the circumstances because such person has met the applicable standards of conduct set forth in Section 7.1(a). Such determination shall be made (i) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of members of the board of directors who were not parties to such claim, action, suit, or proceeding, or (ii) if such a quorum is not obtainable or if so directed by a majority vote of a quorum consisting of members of the Board of Directors who were not parties to such claim, action, suit, or proceeding, by independent legal counsel (who may be regular counsel of the Corporation or other disinterested person(s), such counsel or person(s) being hereafter called the "referee") in a written opinion. The person claiming indemnification shall, if requested, appear before the referee and answer questions which the referee deems relevant and shall be given ample opportunity to present to the referee evidence upon which he relies for indemnification. The Corporation shall, at the request of the referee, make available facts, opinions or other evidence in any way relevant to the referee's findings which are within the possession or control of the Corporation.

(d) The indemnification provided by this Section 7.1 shall not be deemed exclusive of any other rights to which a director, officer, employee, or agent may be entitled under any by-law, resolution, agreement, or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee, or agent of the Corporation, and shall inure to the benefit of the heirs, executors and administrators of such a person. The indemnification provided by this Section 7.1 shall be applicable to claims, actions, suits, or proceedings made or commenced after the adoption hereof, arising from acts or omissions to act occurring whether before or after the adoption hereof.

(e) This Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Section 7.1, together with expenses actually and reasonably incurred by him in connection with his defense thereof; provided that when and to the extent that the Corporation has purchased and maintained such insurance, it shall have no duty under this Section 7.1 to indemnify any such person to the extent such liability is covered by such insurance.

Section 7.2. Restriction Upon Acceptance of Gifts. No gifts or other contributions to the Corporation shall be accepted by the Corporation if the use or expenditure of such gift or other contribution is subject to any condition which is inconsistent with the purposes of the Corporation as stated herein.

Section 7.3. Interest of Directors in Contracts. Any contract or other transaction between the Corporation and one or more of its Directors, or between the Corporation and any firm of which one or more of its Directors are members or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its Directors are shareholders, members, directors or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors of the Corporation which acts upon or in reference to such contract or transaction, and notwithstanding such Director's participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the Directors present, such interested Director or Directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority of such quorum necessary to carry such vote; provided, however, that such contract or transaction shall be at arm's length and not violative of the proscriptions of these Articles against the Corporation's use or application of its funds for private benefit.

Section 7.4. Compensation of Employees. In order to carry out the purposes and activities of the Corporation, such individuals as are deemed necessary may be employed, and each such employee may be paid such compensation for services actually rendered in the course of such employment as may be fixed in the manner provided by the Board of Directors of the Corporation.

Section 7.5. Not-for-Profit/Private Foundation Status. Notwithstanding any contrary provisions contained herein, the Board of Directors shall not have the power or authority to do any act that will prevent the Corporation from being an organization described in Code Section 501(c)(3) or corresponding provisions of any subsequent federal tax laws.

(a) Net Earnings. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers, or other private individuals, except as set out in Section 7.4.

(b) Distribution of Income. The Corporation shall distribute its income each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Section 4942, or corresponding provisions of any subsequent federal tax law.

(c) Self-Dealing. The Corporation shall not engage in any act of self-dealing as defined in Code Section 4941(d), or corresponding provisions of any subsequent federal tax law.

(d) Excess Business Holdings. The Corporation shall not retain any excess business holdings as defined in Code Section 4943(c), or corresponding provisions of any subsequent federal tax laws.

(e) Investments Jeopardizing Charitable Purpose. The Corporation shall not make any investments in such manner as to subject it to tax under Code Section 4944, or corresponding provisions of any subsequent federal tax laws.

(f) Taxable Expenditures. The Corporation shall not make any taxable expenditures as defined in Code Section 4945(d), or corresponding provisions of any subsequent federal tax law.

Section 7.6. Amendment. The power to make, alter, or amend these Articles of Incorporation of the Corporation shall be vested in the Board of Directors. These Articles of Incorporation may be amended by an affirmative vote of a majority of the Board of Directors of the Corporation present and voting at a duly scheduled meeting.

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