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

OMB No 1545-0052

2010

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

For calendar year 2010, or tax year beginning 08/01, 2010, and ending 07/31, 2011

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation **A Employer identification number**

E.L. CRAIG FOUNDATION 44-6015127

Number and street (or P O box number if mail is not delivered to street address) Room/suite **B Telephone number (see page 10 of the instructions)**

P.O. BOX 1404 (417) 624-6644

City or town, state, and ZIP code

JOPLIN, MO 64802-1404

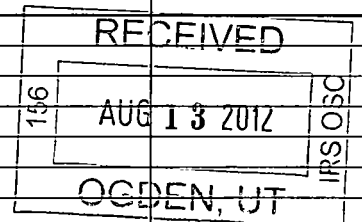
H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,118,518.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

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 ☐

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)	0.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	156.	156.		ATCH 1
4 Dividends and interest from securities	246,558.	246,558.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	165,875.			
b Gross sales price for all assets on line 6a	28,715,936.			
7 Capital gain net income (from Part IV, line 2)		165,875.		
8 Net short-term capital gain				
9 Income modifications				
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	412,589.	412,589.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) *	26,069.	26,069.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) **	4,133.	502.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	30.	15.		15.
24 Total operating and administrative expenses. Add lines 13 through 23	30,232.	26,586.		15.
25 Contributions, gifts, grants paid	8,800,000.			8,800,000.
26 Total expenses and disbursements. Add lines 24 and 25	8,830,232.	26,586.		8,800,015.
27 Subtract line 26 from line 12	-8,417,643.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		386,003.		
c Adjusted net income (if negative, enter -0-)				



Process as original

0423474874 SEP 14 2012
SCANNED SEP 18 2012
Operating and Administrative Expenses

59483

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	152,589.	5,753,527.	5,753,527.	
	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) ATTCH 6	18,167,666.	4,114,838.	4,364,991.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	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)	18,320,255.	9,868,365.	10,118,518.	
17		Accounts payable and accrued expenses				
18		Grants payable				
19	Deferred revenue					
20	Loans from officers, directors, trustees, and other disqualified persons					
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe)					
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	18,320,255.	9,868,365.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30	Total net assets or fund balances (see page 17 of the instructions)	18,320,255.	9,868,365.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,320,255.	9,868,365.			

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	18,320,255.
2	Enter amount from Part I, line 27a	2	-8,417,643.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	9,902,612.
5	Decreases not included in line 2 (itemize) ATTACHMENT 7	5	34,247.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,868,365.

Form 990-PF (2010)

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
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	165,875.	
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))
2009	1,100,718.	14,739,360.	0.074679
2008	1,030,359.	8,820,553.	0.116813
2007	563,195.	9,635,378.	0.058451
2006	537,926.	9,265,686.	0.058056
2005	470,537.	6,863,118.	0.068560
2 Total of line 1, column (d)			2 0.376559
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 0.075312
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 14,359,781.
5 Multiply line 4 by line 3			5 1,081,464.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,860.
7 Add lines 5 and 6			7 1,085,324.
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 on page 18			8 8,800,015.

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 <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,860.
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	3,860.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,860.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,590.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,590.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,270.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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)? 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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
4a 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	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MO,		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? 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

Form 990-PF (2010)

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 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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> DAVID JONES Telephone no <input type="checkbox"/> 417-624-6644			
Located at <input type="checkbox"/> P O BOX 1404 JOPLIN, MO ZIP + 4 <input type="checkbox"/> 64802-1404				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> N/A <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15				
16	At any time during calendar year 2010, 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?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/> N/A				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? <input type="checkbox"/>	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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 22 of the instructions) <input type="checkbox"/>	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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2010 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 2010) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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 2010? <input type="checkbox"/>	4b	X

Form 990-PF (2010)

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)? ☐ Yes ☒ No
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? ☐ 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

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
ATTACHMENT 8		0.	0.	0.

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
NOT APPLICABLE				

Total number of other employees paid over \$50,000 ☐ NONE

Form 990-PF (2010)

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
NOT APPLICABLE		

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 NOT APPLICABLE

2

3

4

Part IX-B Summary of Program-Related Investments (see page 24 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 NOT APPLICABLE

2

All other program-related investments See page 24 of the instructions

3 NONE

Total. Add lines 1 through 3 0.

Form 990-PF (2010)

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	14,032,243.
b	Average of monthly cash balances	1b	546,215.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	14,578,458.
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	0.
3	Subtract line 2 from line 1d	3	14,578,458.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	218,677.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,359,781.
6	Minimum investment return. Enter 5% of line 5	6	717,989.

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	717,989.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,860.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,860.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	714,129.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	714,129.
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	714,129.

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	8,800,015.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,800,015.
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	3,860.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,796,155.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				714,129.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 08, 20 07, 20 06		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				0.
b From 2006				0.
c From 2007				414,961.
d From 2008				591,929.
e From 2009				368,714.
f Total of lines 3a through e	1,375,604.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 8,800,015.				
a Applied to 2009, but not more than line 2a			0.	
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 2010 distributable amount				714,129.
e Remaining amount distributed out of corpus	8,085,886.			
5 Excess distributions carryover applied to 2010 (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	9,461,490.			
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 page 27 of the instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	9,461,490.			
10 Analysis of line 9				
a Excess from 2006	0.			
b Excess from 2007	414,961.			
c Excess from 2008	591,929.			
d Excess from 2009	368,714.			
e Excess from 2010	8,085,886.			

Form 990-PF (2010)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 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))

ATTACHMENT 9

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 ATTACHMENT 10				
Total ▶ 3a				8,800,000.
b Approved for future payment NONE				0.
Total ▶ 3b				0.

Form 990-PF (2010)

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) 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	156.	
4	Dividends and interest from securities			14	246,558.	
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	165,875.	
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)				412,589.	
13	Total. Add line 12, columns (b), (d), and (e)				412,589.	

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

[illegible]

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

		Yes	No
1.	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		


[illegible]

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

b If "Yes," complete the following schedule

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

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.

Sign Here  12/12/2011 **PRESIDENT**

Paid Preparer Use Only	Signature of officer or trustee		Date	Title		
	Print/Type preparer's name		Preparer's signature		Date	PTIN
	STEVEN R. HARPOLE		<i>Steven R Harpole</i>		12-8-2011	Check <input type="checkbox"/> if self-employed P00745777
	Firm's name ▶ ERNST & YOUNG U.S. LLP					Firm's EIN ▶ 34-6565596
Firm's address ▶ 190 CARONDELET PLAZA, SUITE 1300 CLAYTON, MO 63105					Phone no 314-290-1000	

Form **990-PF** (2010)

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)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					3,687.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,205.	
18712830.		ST CAPITAL GAINS (LOSSES) - SEE ATTACHED PROPERTY TYPE: SECURITIES 18661407.				P	VAR 51,423.	VAR
9,998,214.		LT CAPITAL GAINS (LOSSES) - SEE ATTACHED PROPERTY TYPE: SECURITIES 9,888,654.				P	VAR 109,560.	VAR
TOTAL GAIN (LOSS)							<u>165,875.</u>	

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2010

Name of estate or trust

E.L. CRAIG FOUNDATION

Employer identification number

44-6015127

Note: Form 5227 filers need to complete **only Parts I and II**

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS			ATCH 1		3,687.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	51,423.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	55,110.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 2		1,205.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	109,560.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	110,765.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
COMMERCE BANK	156.	156.
TOTAL	<u>156.</u>	<u>156.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UBS INSIGHT/I - INTEREST	73,930.	73,930.
US TREASURY INTEREST	26,328.	26,328.
GOLDMAN SACHS 2/G2 - INTEREST	1,781.	1,781.
GOLDMAN SACHS 1/G1 - INTEREST	69,381.	69,381.
UBS PW/P - DIVIDENDS	2.	2.
UBS INSIGHT - DIVIDENDS	36,125.	36,125.
UBS PMP IE/E - DIVIDENDS	14,026.	14,026.
UBS INSIGHT - FOREIGN DIVIDENDS	10,597.	10,597.
US INTEREST AMORTIZATION	-20,129.	-20,129.
ACCRUED INTEREST INCOME	34,517.	34,517.
TOTAL	<u>246,558.</u>	<u>246,558.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROKER TRANSACTION FEES	26,069.	26,069.
TOTALS	<u>26,069.</u>	<u>26,069.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	502.	502.
2009 990-PF TAX DUE	1,041.	
2010 990PF ESTIMATES	2,590.	
TOTALS	<u>4,133.</u>	<u>502.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MO SEC OF STATE FILING FEE	30.	15.	15.
TOTALS	30.	15.	15.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED DETAIL	4,114,838.	4,364,991.
TOTALS	<u>4,114,838.</u>	<u>4,364,991.</u>

The E.L. Craig Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
	<u>ASSETS</u>			
	CASH IN BANK			
	Checking Accounts:			
	Commerce Bank	4,948,006.62	4,948,006.62	0.00
	Total Checking Accounts:	4,948,006.62	4,948,006.62	0.00
	Money Market Accounts:			
	UBS Insight	226,898.20	226,898.20	0.00
	UBS PMP IE	7,083.68	7,083.68	0.00
	GS 028-23815-2	571,538.50	571,538.50	0.00
	Total Money Market Accounts:	805,520.38	805,520.38	0.00
	MARKETABLE INVESTMENTS			
	UBS Insight One:			
100	Alcoa Inc Global	102,114.00	102,500.00	-386.00
2,450	Ameren Corp	70,609.00	62,603.35	8,005.65
1,500	AT&T Inc	43,890.00	38,490.75	5,399.25
100	Bank of America Copr	100,655.00	103,622.00	-2,967.00
125	BANK ONE CORP	126,837.50	132,060.00	-5,222.50
100	BEAR STEARNS	102,348.00	105,174.00	-2,826.00
100	Dominion Reso Inc	104,918.00	107,576.00	-2,658.00
5,400	Empire Dist Elec Com	110,214.00	99,814.17	10,399.83
750	FNMA 9MNUS	78,661.50	76,386.86	2,274.64
100	Genl elec Cap	106,383.00	104,600.00	1,783.00
200	Natl Ruralutilities	207,702.00	220,296.00	-12,594.00
75	Shell Intl Fin	81,297.00	79,770.75	1,526.25
1,500	Southern Co	59,310.00	47,828.25	11,481.75
3,900	Telecom Corp NZ LTD	44,499.00	32,863.00	11,636.00
50	Transocean Sedco Forex	59,653.00	49,750.00	9,903.00
19,000	US Tsy Note EW6	21,832.14	18,897.58	2,934.56
100	US Tbill 912810QA9	89,844.00	95,531.25	-5,687.25
4,000	Viacom Inc Sr	100,840.00	100,000.00	840.00
1,400	Verizon Commn Inc	49,406.00	42,449.22	6,956.78
100	Verizon Florida	107,202.00	105,711.00	1,491.00
	Accrued Int Rec	19,493.68	19,493.68	0.00
	Total UBS Insight One:	1,787,708.82	1,745,417.86	42,290.96

The E.L. Craig Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
	GS 028-23815-2/G2:			
8,236.48	GS Corporate Credit Investment Fund	1,068,148.34	949,999.97	118,148.37
500	GS Investment Partners	534,315.21	500,000.00	34,315.21
500	GS Liberty Harbor I	539,523.97	500,000.00	39,523.97
	TOTAL GS 028-23815-2/G2:	2,141,987.52	1,949,999.97	191,987.55
	UBS PMP IE:			
582	Ishares Barclays 1-3 Yr CD	61,086.72	60,480.71	606.01
572	Ishares Barclays MBS Bond	61,392.76	61,232.60	160.16
110	Ishares Barclays 20+ Yr Treas Bond	10,771.20	9,827.40	943.80
715	Ishares IBOXX	80,344.55	74,381.71	5,962.84
390	Ishares JPM Emerg Mkts	43,297.80	40,677.00	2,620.80
6,247.43	Pimco TTR Fund	69,346.47	68,184.41	1,162.06
50	US Tbill 021539	44,922.00	43,768.24	1,153.76
770	Vanguard BD Index	63,340.20	60,868.50	2,471.70
	Accrued Interest Rec	792.82	0.00	792.82
	TOTAL UBS PMP IE:	435,294.52	419,420.57	15,873.95
	TOTAL ASSETS	10,118,517.86	9,868,365.40	250,152.46
	NET WORTH			
	NET WORTH-Beginning	9,820,074.43	9,820,074.43	0.00
	NET INCOME-Prior Years	8,500,180.10	8,500,180.10	0.00
	NET INCOME-Current Year	-8,451,889.13	-8,451,889.13	0.00
	Unrealized Gains Or Losses	250,152.46	0.00	250,152.46
	TOTAL NET WORTH	10,118,517.86	9,868,365.40	250,152.46
	TOTAL LIABILITIES AND NET WORTH	10,118,517.86	9,868,365.40	250,152.46

ATTACHMENT 7FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED INTEREST	34,247.
TOTAL	<u>34,247.</u>

E.L. CRAIG FOUNDATION

44-6015127

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ETHELMAE C. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802-1404	PRESIDENT 1.00	0.	0.	0.
DAVID C. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802-1404	VP/SEC/TRS 1.00	0.	0.	0.
SARAH HUMPHREYS ATKINS P.O. BOX 1404 JOPLIN, MO 64802-1404	VICE PRES 1.00	0.	0.	0.
DEBRA G. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802-1404	DIRECTOR 1.00	0.	0.	0.
PAUL S. ATKINS P.O. BOX 1404 JOPLIN, MO 64802-1404	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

E.L. CRAIG FOUNDATION

44-6015127

ATTACHMENT 9

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ETHELMAE HUMPHREYS
DAVID HUMPHREYS

E L. CRAIG FOUNDATION

44-6015127

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

ATTACHMENT 10

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

THOMAS JEFFERSON INDEPENDENT DAY SCHOOL
3401 EAST NEWMAN ROAD
JOPLIN, MO 64801

NO RELATIONSHIP
PUBLIC CHARITY

BUILDING PROJECT

8,800,000

TOTAL CONTRIBUTIONS PAID

8,800,000

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		55,110.
14	Net long-term gain or (loss):			
a	Total for year	14a		110,765.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		165,875.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a	The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2010

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

E.L. CRAIG FOUNDATION

44-6015127

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	51,423.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D-1 (Form 1041) 2010

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PAGE 28

The E.L. Craig Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2011

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
<u>Short-Term Capital Gains and Losses</u>						
2,000	Ameren Corp 1/I_sld#1	Nov 30 09	Sep 22 10	55,000.00	51,351.00	3,649.00
2,000	AT&T Inc /I_sld#1	Nov 30 09	Sep 22 10	56,500.00	54,295.00	2,205.00
400	EIB/G1	Apr 27 10	Aug 11 10	406,480.00	399,200.00	7,280.00
12,000	Empire Dist Elec Com/I_sld#1	Nov 30 09	Sep 22 10	235,247.98	222,641.78	12,606.20
400	FFCB 2.125% 06182012/G1	Apr 27 10	Aug 11 10	410,750.00	407,268.00	3,482.00
200	FFCB 3.5% 10032011/G1	Feb 11 10	Aug 18 10	207,013.60	208,740.00	-1,726.40
450	FFCB CA 1.99% 05062013/G1	Apr 30 10	Aug 6 10	450,000.00	449,910.00	90.00
400	FHLB 1.625% 032013/G1	Apr 21 10	Aug 18 10	408,326.00	399,560.00	8,766.00
475	FHLB 1.875%/G1	Aug 11 10	Aug 18 10	487,941.38	487,635.00	306.38
200	FHLB 5.375% 08192011/G1	Feb 1 10	Aug 18 10	209,980.80	214,440.00	-4,459.20
200	FHLB CA 09242012/G1	Mar 24 10	Aug 18 10	199,900.00	200,000.00	-100.00
200	FHLMC 1.125% 12152011/G1	Feb 25 10	Aug 18 10	201,731.20	201,300.00	431.20
1,200	Firstenergy Corp 2/I	Aug 27 10	May 25 11	53,513.22	42,743.04	10,770.18
200	FNMA CA 2.125% 01252013/G1	Feb 17 10	Aug 18 10	201,060.00	201,540.00	-480.00
200	FNMA 0.875% 01122012/G1	Feb 1 10	Aug 18 10	201,127.60	199,720.00	1,407.60
200	FNMA 5.0%/G1	Mar 2 10	Aug 18 10	213,315.40	216,070.00	-2,754.60
480	Frontier Commn Corp 1/I	Jul 1 10	Aug 27 10	3,657.76	4,032.23	-374.47
192	Frontier Commn Corp 2/I	Jul 1 10	Aug 27 10	1,462.99	1,470.32	-7.33
50	Genl Electric Cap Corp 12212012 2/G1_sld#1	Apr 29 10	Apr 20 11	51,230.00	50,700.00	530.00
433.499	GS Corporate Credit Investment Fund/G2_sld#1	Feb 1 10	Jan 21 11	54,175.75	50,000.03	4,175.72
200	KFW 0.875% 11232011/G1	Feb 3 10	Aug 18 10	200,700.00	199,940.00	760.00
200	KFW 1.875% 01142013/G1	Mar 2 10	Aug 18 10	204,600.00	201,800.00	2,800.00
400	Landwirtschaftliche rentenbank/G1	Apr 27 10	Aug 18 10	432,240.00	433,840.00	-1,600.00
1,500	Southern Co/I_sld#1	Nov 30 09	Sep 22 10	55,725.00	47,828.25	7,896.75
3,000	Telecom Corp NZ LTD/I_sld#1	Nov 30 09	Sep 22 10	22,590.00	26,985.00	-4,395.00
4,647	US Tbill 952A8 082511/C	May 26 11	Jul 28 11	4,646,566.28	4,646,706.34	-140.06
750	US Tbill 952B6 021711/G2_sld#1	Nov 18 10	Nov 30 10	749,758.12	749,746.88	11.24
1,500	US Tbill 952B6 021711/G2_sld#2	Nov 18 10	Dec 30 10	1,499,846.88	1,499,493.75	353.13
1,200	US Tbill 952B6 021711/G2_sld#3	Nov 18 10	Jan 27 11	1,199,903.40	1,199,595.00	308.40
550	US Tbill 952R1 051911/G2	Feb 18 11	Feb 24 11	549,852.42	549,851.50	0.92
4,000	US Tbill 95UJ8 111810/G2	Aug 20 10	Nov 18 10	3,998,550.00	3,998,550.00	0.00
1,000	US Tbill 95W80 112610 1/C_sld#1	Aug 25 10	Oct 8 10	999,802.64	999,741.67	60.97
1,400	Verizon Commn Inc./I_sld#1	Nov 30 09	Sep 22 10	44,282.00	44,712.50	-430.50
Total Short-term				18,712,830.42	18,661,407.29	51,423.13
<u>Long-Term Capital Gains and Losses</u>						
4,000	Aegon Funding Corp/I	Sep 17 07	Jun 21 11	99,189.25	100,000.00	-810.75
400	American Express Bank/G1	Apr 30 10	Jun 22 11	405,280.00	414,440.00	-9,160.00
200	Bank of America Corp/G1	Feb 2 10	Mar 24 11	204,620.00	205,320.00	-700.00
200	Caisse D'Amortissement/G1	Jan 26 10	Apr 14 11	200,000.00	202,960.00	-2,960.00
100	Citibank N.A. 1.25% 09222011/G1	Feb 3 10	Mar 24 11	100,460.00	100,680.00	-220.00
100	Citibank N.A. 1.25% 09222011/G1_sld#1	Feb 3 10	Feb 28 11	100,991.67	100,680.00	311.67
200	Citibank N.A. 1.25% 11152011 1/G1	Feb 2 10	Mar 24 11	201,090.00	201,130.00	-40.00
100	Citibank N.A. 1.25% 11152011 2/G1	Mar 4 10	Mar 24 11	100,530.00	100,760.00	-230.00
200	Citibank, N.A. 1.25% 09222011 2/G1	Apr 30 10	Jun 22 11	200,500.00	201,340.00	-840.00
400	Citigroup Funding Inc/G1	Apr 29 10	May 13 11	408,040.00	407,000.00	1,040.00
200	Citigroup Inc /G1	Apr 23 10	Jun 21 11	203,080.00	203,880.00	-800.00
200	Citigroup Inc /G1_sld#1	Apr 23 10	May 13 11	203,400.00	203,880.00	-480.00
5,000	Countrywide Capital/I	Aug 30 07	Jun 21 11	123,070.57	92,000.00	31,070.57
1,200	Firstenergy Corp/I	Mar 9 10	May 25 11	53,513.22	46,665.74	6,847.48
200	Genl Electric Cap Corp 12092011/G1	Feb 1 10	Mar 24 11	203,660.00	207,680.00	-4,020.00
150	Genl Electric Cap Corp 12212012 2/G1	Apr 29 10	Jun 22 11	153,825.00	152,100.00	1,725.00
200	Genl Electric Cap Corp 12212012/G1	Feb 1 10	Apr 20 11	204,920.00	202,830.00	2,090.00
200	HSBC USA Inc /G1	Jan 26 10	Mar 24 11	203,940.00	208,200.00	-4,260.00

The E.L. Craig Foundation, Inc.
Schedule D - Capital Gains and Losses
As of: July 31, 2011

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
280	Ishares Barclays 7-10 Yr Treas Bond/E	Jan 13 10	Feb 2 11	26,378.72	20,225.66	6,153.06
200	JP Morgan Chase & Co/G1	Jan 26 10	Jun 21 11	205,080.00	203,080.00	2,000 00
200	JPM Chase & Co 2/G1	Apr 22 10	Jun 21 11	205,080.00	203,560.00	1,520 00
200	MS 2.0% 09222011/G1	Feb 1 10	Mar 24 11	201,580 00	204,080.00	-2,500 00
1,000	PNM Resource/I	Mar 7 79	Sep 22 10	11,240.00	14,166 65	-2,926 65
44,400	US TNote 28jt8 1/C	Dec 26 08	Aug 25 10	4,604,235 60	4,533,920.04	70,315 56
9,980	US TNote 28JW1 1/C	Dec 30 08	Aug 25 10	1,018,259.40	1,001,367.43	16,891.97
250	US Tnote TN1713 041513/G1	May 6 10	Jun 20 11	256,250 00	254,010 00	2,240 00
100	US Tsy Note 6J6/I	Jul 23 07	Aug 16 10	100,000.00	102,698.13	-2,698 13
	Total Long-term			9,998,213 43	9,888,653.65	109,559.78
	TOTAL CAPITAL GAINS			28,711,043.85	28,550,060.94	160,982 91

FEDERAL CAPITAL GAIN DIVIDENDSATTACHMENT 1SHORT-TERM CAPITAL GAIN DIVIDENDS

UBS SHORT-TERM CAPITAL GAIN DISTRIBUTIONS
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

3,687.

3,687.ATTACHMENT 2LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS
UBS PMP IE/E LONG-TERM CAPITAL GAIN DIST
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

1,205.

1,205.1,205.