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

2010

For calendar year 2010, or tax year beginning 12-01-2010 , and ending 11-30-2011

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
ARMOUR FOUNDATION INC

A Employer identification number
48-1023707

Number and street (or P O box number if mail is not delivered to street address) 9128 HARVEST COURT | Room/suite

B Telephone number (see page 10 of the instructions)
(316) 722-4842

City or town, state, and ZIP code
WICHITA, KS 67212

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 ☑ 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)* ▶ $ 2,327,077

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	34	34		
4	Dividends and interest from securities	14,643	14,643		
5a	Gross rents				
b	Net rental income or (loss) ______				
6a	Net gain or (loss) from sale of assets not on line 10	3,799			
b	Gross sales price for all assets on line 6a 3,799				
7	Capital gain net income (from Part IV, line 2)		3,799		
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)	2,780	0		
12	**Total.** Add lines 1 through 11	21,256	18,476		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	36,041	7,634		28,407
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	2,978	0		2,978
b	Accounting fees (attach schedule)	3,516	1,758		1,758
c	Other professional fees (attach schedule)	2,644	2,594		50
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	6,578	0		6,263
19	Depreciation (attach schedule) and depletion	11,365	0		
20	Occupancy	41,518	0		41,518
21	Travel, conferences, and meetings	703	0		703
22	Printing and publications				
23	Other expenses (attach schedule)	4,864	137		2,766
24	**Total operating and administrative expenses.** Add lines 13 through 23	110,207	12,123		84,443
25	Contributions, gifts, grants paid	29,095			29,095
26	**Total expenses and disbursements.** Add lines 24 and 25	139,302	12,123		113,538
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-118,046			
b	**Net investment income** (if negative, enter -0-)		6,353		
c	**Adjusted net income** (if negative, enter -0-)				

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	509,506	411,547	411,547
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	75,359	75,359	87,659
	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)	798,017	814,226	839,612
	14	Land, buildings, and equipment basis ▶ 796,582			
		Less accumulated depreciation (attach schedule) ▶ 83,758	724,189	712,824	984,559
	15	Other assets (describe ▶)	3,781	3,700	3,700
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,110,852	2,017,656	2,327,077
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	6,279	6,279	
	29	Retained earnings, accumulated income, endowment, or other funds	2,104,573	2,011,377	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,110,852	2,017,656	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,110,852	2,017,656	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,110,852
2	Enter amount from Part I, line 27a	2	-118,046
3	Other increases not included in line 2 (itemize) ▶	3	24,850
4	Add lines 1, 2, and 3	4	2,017,656
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,017,656

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)
1 a	CAPITAL GAINS DIVIDENDS	P		
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	3,799			3,799
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				3,799
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	3,799
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	78,959	1,424,125	0 055444
2008	124,149	1,371,650	0 090511
2007	111,393	1,756,367	0 063422
2006	114,761	1,953,654	0 058742
2005	94,710	1,853,335	0 051102

2	**Total** of line 1, column (d).	2	0 319221
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 063844
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	1,449,775
5	Multiply line 4 by line 3.	5	92,559
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	64
7	Add lines 5 and 6.	7	92,623
8	Enter qualifying distributions from Part XII, line 4.	8	113,538

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 or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	64
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	64
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	64
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0
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	64
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?	1a		No
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		No
	*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		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	Yes	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ KS, IL			
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	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶SID STARK Telephone no ▶(316) 722-4842

Located at ▶9128 HARVEST COURT WICHITA KS ZIP+4 ▶67212

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

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		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 ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | Yes | No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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 2010?	1c		No

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? ☐ Yes ☑ No

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

b	If "Yes," did it have excess business holdings in 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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**		
	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
	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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SID L STARK SEE FOOTNOTE 9128 HARVEST COURT WICHITA, KS 67212	PRESIDENT AND DIRECTOR 6 30	34,191	0	0
SAM C SEWARD SEE FOOTNOTE 100 S MAIN SUITE 600 WICHITA, KS 67202	TREASURER AND DIRECTOR 1 00	1,850	0	0
PRESTON J BRAMMER 1601 N WILLOW LANE WICHITA, KS 67208	V P, SECRETARY AND DIRECTOR 1 00	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
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see 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. . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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	1,004,051
b	Average of monthly cash balances	1b	467,802
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,471,853
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,471,853
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	22,078
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,449,775
6	**Minimum investment return.** Enter 5% of line 5	6	72,489

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	72,489
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 64		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	64
3	Distributable amount before adjustments Subtract line 2c from line 1	3	72,425
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	72,425
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	72,425

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	113,538
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	113,538
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	64
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	113,474

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				72,425
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005. 6,618				
b From 2006. 18,323				
c From 2007. 24,806				
d From 2008. 55,722				
e From 2009. 7,753				
f **Total** of lines 3a through e.	113,222			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 113,538				
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)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				72,425
e Remaining amount distributed out of corpus	41,113			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	154,335			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see 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				0
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)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	6,618			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	147,717			
10 Analysis of line 9				
a Excess from 2006. . . . 18,323				
b Excess from 2007. . . . 24,806				
c Excess from 2008. . . . 55,722				
d Excess from 2009. . . . 7,753				
e Excess from 2010. . . . 41,113				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization 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	
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 organization 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))

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

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

SIDNEY L STARK
9128 HARVEST COURT
WICHITA,KS 67212
(316) 722-4842

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

NO REQUIRED FORM OR MATERIALS

c Any submission deadlines

NONE

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

MUST BE RELATED TO EDUCATION PERTAINING TO JUNGIAN PSYCHOLOGY

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*				
C G JUNG SOCIETY OF ST LOUIS PO BOX 11724 ST LOUIS, MO 63105	NOT APPLICABLE	NOT FOR PROFIT ORGAN	PUBLIC EDUCATIONAL SEMINAR AND STUDENT SCHOLARSHIP SUPPORT	3,254
MICHAEL J FOX FOUNDATION CHURCH ST STATION PO BOX 780 NEW YORK CITY, NY 10008	NOT APPLICABLE	NOT FOR PROFIT ORGAN	PARKINSON'S DISEASE RESEARCH AND SUPPORT	100
WICHITA STATE UNIVERSITY FOUNDATION 1845 FAIRMOUNT WICHITA, KS 67208	NOT APPLICABLE	UNIVERSITY	EDUCATION - SEE FOOTNOTE	24,850
WICHITA STATE UNIVERSITY FOUNDATION 1845 FAIRMOUNT WICHITA, KS 67208	NOT APPLICABLE	UNIVERSITY	FUNDS TO REPAIR MUSICAL INSTRUMENTS USED IN MUSIC EDUCATION	891
Total . . . . ▶ **3a**				29,095
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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	34	
4 Dividends and interest from securities			14	14,643	
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			14	3,799	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a GRAIN & HAY SALES			16	2,780	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		21,256	0

13 Total. Add line 12, columns (b), (d), and (e) 13 21,256

(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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

******	2012-03-01	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	SAM SEWARD	2012-01-24		
Firm's name	M & L CPA'S CHARTERED		Firm's EIN	
Firm's address	100 S MAIN SUITE 600 WICHITA, KS 67202		Phone no (316) 262-6578	

TY 2010 Accounting Fees Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,516	1,758		1,758

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

TY 2010 Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
MOWERS	2002-05-30	2,574	1,802	200DB	7 000000000000	0	0		
FIREPROOF SAFE	2002-09-12	275	192	200DB	7 000000000000	0	0		
LAND - ILLINOIS - CHARITABLE PURPOSE	2002-10-23	24,000		L		0	0		
CHARITABLE PURPOSE BUILDINGS - ILLINOIS	2004-12-15	391,000	59,738	SL	39 000000000000	10,026	0		
LAND - KANSAS - CHARITABLE PURPOSE	2002-11-15	334,899		L		0	0		
CULVERT AT GATE	2004-09-13	678	160	150DB	15 000000000000	20	0		
CHAIN SAW	2004-09-10	298	137	200DB	7 000000000000	11	0		
SEDGWICK CO BRIDGE	2005-11-01	6,756	2,816	150DB	15 000000000000	399	0		
SEDGWICK CO POND WALKWAY	2005-11-01	5,352	2,232	150DB	15 000000000000	316	0		
SEDGWICK CO WALKWAY GATE	2005-11-01	634	265	150DB	15 000000000000	37	0		
SEDGWICK CO SOUTH END GATE	2005-11-01	850	355	150DB	15 000000000000	50	0		
SEDGWICK CO 2 NORTH END GATES	2005-11-01	607	254	150DB	15 000000000000	36	0		
ILLINOIS BUILDING ROOF	2005-05-26	9,775	1,391	SL	39 000000000000	251	0		
SEDGWICK COUNTY CAPITALIZED COSTS	2002-11-15	16,618		L		0	0		
REFRIGERATOR FOR STUDIO	2007-01-04	692	503	200DB	7 000000000000	61	0		
MAYTAG STOVE FOR MAIN FACILITY HOUSE	2007-02-27	660	479	200DB	7 000000000000	58	0		
COMPUTER AT ILLINOIS SITE	2007-09-05	914	726	200DB	5 000000000000	100	0		

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TY 2010 General Explanation Attachment

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Identifier	Return Reference	Explanation
REASONABLE FEES PAID TO A DISQUALIFIED INDIVIDUAL	FORM 990-PF, PART VII-B, ITEM 1A(4)	REASONABLE PROFESSIONAL FEES WERE PAID TO DISQUALIFED INDIVIDUALS, AS LISTED IN PART VIII
ADDITIONAL INFORMATION CONCERNING NON-CASH CONTRIBUTION	FORM 990-PF, PART XV, THIRD ITEM	THE FOLLOWING INFORMATION IS PROVIDED RELATIVE TO THE DONATION TO WICHITA STATE UNIVERSITY FOUNDATION, WHICH IS ITEM 3 ON THE CONTRIBUTIONS SCHEDULE 1 THE PROPERTY CONTRIBUTED CONSISTS OF SIX SAXOPHONES AND ONE FLUTE, A KURZWEIL KEYBOARD, TWO STEREO SYSTEMS AND 130 PLAY ALONG CD'S 2 THE BOOK VALUE AT THE TIME OF THE CONTRIBUTION WAS ZERO 3 THE INSTRUMENTS WERE RECEIVED FROM A DECEDENT'S ESTATE WITH NO VALUE PROVIDED 4 THE VALUE OF THE WIND INSTRUMENTS, WHICH WAS $19,650, WAS DETERMINED BY APPRAISAL AND THE VALUE OF THE REMAINING ITEMS, WHICH WAS $5,200, WAS DETERMINED BY REFERENCE TO THE INSURED VALUE OF THE PROPERTY 5 THE DATE OF THE GIFT TO THE WICHITA STATE UNIVERSITY FOUNDATION WAS MAY 6, 2011 6 THE CONTRIBUTION WAS MADE IN FURTHERANCE OF THE MUSICAL EDUCATION OF STUDENTS ATTENDING THE UNIVERSITY
COMPENSATION PAID TO OFFICERS	FORM 990-PF, PART VIII	THE COMPENSATION REPORTED IS PAID TO CHC FINANCIAL SERVICES, INC FOR SERVICES PERFORMED BY SID L STARK AND IS PAID TO M & L CPA'S, CHARTERED FOR SERVICES PERFORMED BY SAM C SEWARD THE ENTITIES RECEIVING THE COMPENSATION DO SO AS NOMINEES FOR THE OFFICERS INDICATED

TY 2010 Investments Corporate Stock Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BP PLC SPON ADR REP ORD SHARES	37,471	28,133
EXXONMOBIL	37,888	59,526

TY 2010 Investments - Other Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	814,226	839,612

TY 2010 Land, Etc. Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MOWERS	2,574	2,574		0
FIREPROOF SAFE	275	275		0
LAND - ILLINOIS - CHARITABLE PURPOSE	24,000	0	24,000	0
CHARITABLE PURPOSE BUILDINGS - ILLINOIS	391,000	69,764	321,236	0
LAND - KANSAS - CHARITABLE PURPOSE	334,899	0	334,899	0
CULVERT AT GATE	678	519	159	0
CHAIN SAW	298	297	1	0
SEDGWICK CO BRIDGE	6,756	3,215	3,541	0
SEDGWICK CO POND WALKWAY	5,352	2,548	2,804	0
SEDGWICK CO WALKWAY GATE	634	302	332	0
SEDGWICK CO SOUTH END GATE	850	405	445	0
SEDGWICK CO 2 NORTH END GATES	607	290	317	0
ILLINOIS BUILDING ROOF	9,775	1,642	8,133	0
SEDGWICK COUNTY CAPITALIZED COSTS	16,618	0	16,618	0
REFRIGERATOR FOR STUDIO	692	564	128	0
MAYTAG STOVE FOR MAIN FACILITY HOUSE	660	537	123	0
COMPUTER AT ILLINOIS SITE	914	826	88	0

TY 2010 Legal Fees Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,978	0		2,978

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TY 2010 Other Assets Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RIC DIVIDENDS RECEIVABLE	1		
FEDERAL INCOME TAX PAID	80	0	
ADVANCE TO OPERATING FUND - CRIDER LLC	3,700	3,700	3,700

TY 2010 Other Expenses Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,446	0		0
INVESTMENT SUBSCRIPTIONS & FEES	137	137		0
BANK FEES	74	0		0
ADVISER FEES	2,723	0		2,723
MISCELLANEOUS	234	0		43
REGISTERED AGENT FEE	250	0		0

TY 2010 Other Income Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GRAIN & HAY SALES	2,780		2,780

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TY 2010 Other Increases Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Description	Amount
FAIR MARKET VALUE OF CONTRIBUTION IN EXCESS OF BASIS	24,850

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TY 2010 Other Professional Fees Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AGENCY ACCOUNT FEES	2,594	2,594		0
APPRAISAL - CHARITABLE USE PROPERTY	50	0		50

TY 2010 Taxes Schedule

Name: ARMOUR FOUNDATION INC

EIN: 48-1023707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL STATE FEES	315	0		0
PROPERTY TAX ON CHARITABLE USE PROPERTY	6,263	0		6,263

AMENDED AND RESTATED BYLAWS

OF

THE ARMOUR FOUNDATION, INC.

ARTICLE I - OFFICES

The registered office of the Corporation shall be as set forth in its Articles of Incorporation until changed by the directors as provided by law. The Corporation may also have such offices, within or without the State of Kansas, as the Board of Directors ("Board") may determine from time to time is necessary.

ARTICLE II - SEAL

The Corporation shall not have a seal.

ARTICLE III - MEMBERS' MEETINGS

Section 3.1. Members. The Members of the Corporation shall be those persons identified in Article V of the Corporation's Articles of Incorporation (hereinafter "Members").

Section 3.2. Resignation. Any Member of the Corporation may resign by so notifying the other Members of the Corporation in writing; provided, however, if there are no other Members at such time, the resignation shall be submitted to the Board of Directors.

Section 3.3. Transfer of Membership. Membership in the Corporation shall not be transferable or assignable.

Section 3.4. Membership Certificate. No membership certificate of the Corporation shall be issued.

Section 3.5. Date and Place of Annual Meeting. The annual meeting of the Members shall be held at the time and in the place designated by the President; provided, however, that if a majority of the Members object in writing to such date and/or place within seven (7) days of the date of such notice, such meeting shall be rescheduled at a time and place designated by a majority of the Members. The date and time of such meeting shall be designated by the President and stated in the notice of the meeting or in a duly executed waiver of notice of the meeting.

Section 3.6. Purpose of Annual Meeting. The purpose of the Annual meeting shall be to elect members of the Board of Directors and to transact such other business, without limitation, as may properly come before the annual meeting. If any Member so requests, the election of directors shall be by written ballot.

Section 3.7. Special Meetings. Special meetings of the Members for any purpose or purposes may be called by any Member or by the Board (either by written instrument signed by a majority or by resolution adopted by a vote of the majority). The notice of such meeting shall state the purpose or purposes of the proposed meeting.

Section 3.8. Notice. Not less than ten (10) days before every annual or special meeting of the Members, written notice stating the time and place thereof and, if a special meeting, the purpose or purposes for which such meeting is called, shall be served upon or mailed to each Member entitled to vote thereat, at the address of such Member as it appears upon the books of the Corporation or, if such Member shall have filed with the Secretary of the Corporation a written request that notices be mailed to some other address, then to the address designated in such request.

Section 3.9. Quorum and Voting. One-half of the total number of the Corporation's Members present in person or by written proxy shall constitute a quorum. At any meeting of the Members, whether regular or special, each Member shall be entitled to one vote and such person may vote either in person or by written proxy. When a quorum is present, a majority vote based upon the Members who are present, in person or by proxy, shall decide any questions brought before the meeting unless a different vote is required by statute, the Articles of Incorporation of the Corporation, or these Bylaws.

Section 3.10. Waiver of Notice. Whenever written notice is required to be given to the Members, written waiver thereof signed by any Member entitled to such notice (whether, in the case of notice of a meeting, the written waiver thereof is signed before or after the meeting) shall be in all respects tantamount to notice. Attendance in person at any Members' meeting shall for all purposes constitute waiver of notice thereof unless the Member attends the meeting for the sole purpose of objecting to the transaction of any business thereat because the meeting is not lawfully called or convened and unless such Member so objects at the beginning of the meeting and does not otherwise participate therein.

ARTICLE IV - DIRECTORS

Section 4.1. Election and Terms; Board Vacancies. Directors shall be elected by a plurality of the votes of the Members present in person or represented by written proxy at their annual meeting. The initial Board shall serve until the first annual meeting of the Corporation. Thereafter, directors shall be elected for a term of two (2) years and may succeed themselves. Directors may be removed for any reason, with or without cause, by an affirmative vote of a majority of the Members.

Vacancies on the Board, however occurring, including, but not limited to, vacancies arising from newly-created directorships, shall be filled by the vote of the Members, or by the sole remaining Member, although less than a quorum. Unless and until all Board Member vacancies are filled, any corporate action taken or authorized by a majority of the remaining directors at a meeting at which a quorum is present, or by the written consent of all remaining directors who would constitute a quorum if acting at a meeting, shall be valid and binding upon the Corporation, regardless of such unfilled vacancies. Any director or officer of the Corporation may resign upon filing a written resignation which shall become effective when so filed unless some subsequent effective date is set forth in the resignation.

Section 4.2. Meetings of Directors. The directors shall meet at such times and places, within or without the State of Kansas, as the Board may from time to time determine. Any regular or special meeting of the Board may be called by the President or by the Secretary upon three (3) business days' notice, oral or written, which notice, however, may be waived in writing by any director. The annual meeting of the Board shall be held at the time and place designated by the President, provided, however, that said meeting may be held on such other day, hour or place, as may be determined by the written consent of a majority of the directors, or, in the absence of such consent, as may be designated in written notice sent by the President or by the Secretary to each director at least ten (10) days prior to the date specified in said notice.

Section 4.3. Quorum. One-half of the total number of the directors shall constitute a quorum for the transaction of business. At any meeting of the Board, whether regular or special, each director shall be entitled to one vote. When a quorum is present, a majority vote based upon the directors who are present shall decide any questions brought before the meeting unless a different vote is required by statute, the Articles of Incorporation of the Corporation, or these Bylaws.

Section 4.4. Waiver of Notice. Whenever written notice is required to be given to the directors, written waiver thereof signed by a director (whether, in the case of notice of a meeting, the written waiver is signed before or after the meeting) shall be in all respects tantamount to notice. Attendance in person at any directors' meeting shall for all purposes constitute waiver of notice thereof unless the director attends the meeting for the sole purpose of objecting to the transaction of any business thereat because the meeting is not lawfully called or convened and unless he or she voices his or her objections at the beginning of the meeting and does not otherwise participate therein.

ARTICLE V - OFFICERS

Section 5.1. Officers and Election Thereof. The officers of the Corporation shall be a President, a Secretary, a Treasurer, and such other officers and assistant officers, including, but not limited to, one or more Vice-Presidents, as the Board may from time to time deem necessary or advisable. Any number of offices may be held by the same person. All officers shall be elected by the Board at its annual meeting, and the Board shall also be empowered to fill all vacancies in office. A description of the basic duties and responsibilities of each of the executive officers of the Corporation is as follows:

A. President. The President shall be the chief executive officer of the Corporation, and shall exercise day-to-day management and control of the activities and affairs of the Corporation under the direction of the Board.

B. Vice President(s). Any Vice Presidents elected by the directors shall carry out such tasks and duties as may be prescribed by the President and the Board.

C. Secretary. The Secretary shall keep, or cause to be kept, a correct record at all meetings of the Corporation and of the Board, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at such meetings, the proceedings thereof, and shall exercise and perform such other powers and duties as may be from time to time assigned by the Board.

D. Treasurer. The Treasurer shall, under the direction of the Board, have custody of all the funds of the Corporation and shall deposit or cause to be deposited such funds in such accounts as are approved by the Board. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the transactions of the Corporation, including accounts of its assets, liabilities, receipts and disbursements. The books of account shall be open at all reasonable times for inspection by any director. The Treasurer shall exercise and perform such other powers and duties as may be from time to time assigned by the Board.

Section 5.2. Term and Removal. Each officer of the Corporation shall hold office until the next annual meeting of the Board or until his or her successor is duly elected and qualified, or until his or her earlier death, resignation, or removal; provided, however, that any officer elected by the Board may at any time, with or without cause, be removed by the affirmative vote of two-thirds of the total number of Members.

Section 5.3. Approval of Certain Operational Matters. From time to time, without the necessity of calling a meeting, the officers of the Corporation may approve or authorize projects, agreements, programs, the payment of related costs/expenses, and the payment of invoices upon (i) all officers receiving written notice of such matters, (ii) the affirmative written response of at least a majority of such officers approving or authorizing such matters, and (iii) no written objection being presented by any officer within the five (5) business day period following the date of the notice. This provision shall not be deemed to imply that any particular officer lacks the authority to individually approve, execute, or otherwise perform any action that is otherwise authorized by these Bylaws or by the Board.

Section 5.4. Approval of Certain Investment Matters. From time to time, without the necessity of calling a meeting, the officers of the Corporation may approve or authorize investment decisions involving stocks, bonds, or other securities, and/or opening investment accounts on behalf of the Corporation at an institution other than at Bank of America upon (i) all officers receiving written notice of such matters, (ii) the affirmative written response of at least a majority of such officers approving or authorizing such matters, and (iii) no written objection being presented by any officer within the two (2) business day period following the date of the notice. Specific approval shall be required for each investment decision to be made and/or each account to be opened. This provision shall only apply with respect to investments and accounts that are not subject to Bank of America Agency Agreements. This Section shall not be deemed to imply that any particular officer lacks the authority to individually approve, execute, or otherwise perform any action that is otherwise authorized by these Bylaws or by the Board.

ARTICLE VI - FISCAL YEAR

The fiscal year of the Corporation shall be from December 1 through November 30, unless and until changed by the Members.

ARTICLE VII - AMENDMENTS

These Bylaws may be amended or repealed by a majority of the Members.

ARTICLE VIII - MISCELLANEOUS

Section 8.1. Securities of Other Corporations. The President or any Vice-President or the Treasurer shall have the power and authority to transfer, endorse for transfer, vote, consent, or take any other action with respect to any securities of another issuer which may be held or owned by the Corporation, and to make, execute, and deliver any waiver, proxy, or consent with respect to any such securities.

Section 8.2. Electronic Meetings. Directors, members, and members of any committee may participate in and hold meetings by means of which (e.g., through a conference call or webcam meeting) all persons participating in the meeting can hear each other, and participation in such a meeting shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Section 8.3. Action Without a Meeting. Any action required or permitted by law, by the Articles of Incorporation of the Corporation, or by these Bylaws to be taken at a meeting of the Members, directors, or any committee may be taken without a meeting if unanimous consent in writing setting forth the action so taken shall be signed by the persons entitled to vote thereat, if, to the extent required by law, such written consent is filed in the Corporation's official minute book. Such consent shall have the same force and effect as a vote of such Members, directors, or committee members, as the case may be.

Section 8.4. Notices and Use of Electronic Transmissions.

A. As an alternative to providing notice by personal delivery or mailing, notice of regular and special meetings of the members, the Board, and/or committees may be given to the recipient by electronic transmission (to the last known address, phone number, electronic mail address, facsimile number, or the like, which is reflected in the Corporation's books and records). For purposes of these Bylaws, the term "electronic transmission" shall have the meaning set forth in the Kansas General Corporation Code. Such notice need not specify the business to be transacted at, or the purpose of, the meeting.

B. Any action required or permitted to be taken by the Board or by any committee may be taken without a meeting if all of the members of the Board, or of the committee, consent in writing or by electronic transmission to the adoption of a resolution authorizing the action. The resolution and the written consents or electronic transmissions by the members of the Board or the committee shall be filed with the minutes of the proceeding of the Board or of the committee.

C. Any action required or permitted by law, by the Articles of Incorporation, or by these Bylaws to be taken at a meeting of the members, directors, or any committee may be taken by use of electronic transmissions to the maximum extent permitted under Kansas Law, and to the extent so taken, copies of such transmissions shall be printed and filed in the Corporation's official minute book containing the minutes of all such meetings of the Board. Such actions shall have the same force and effect as a vote of such members, directors, or committee members, as the case may be.

Section 8.5. Execution of Deeds, Mortgages, Etc. Neither the attestation by the Secretary of the Corporation to the execution of any deed, mortgage, deed of trust, indenture, or other instrument executed by the Corporation nor the affixing of a corporate seal thereto shall be necessary to constitute such deed, mortgage, deed of trust, indenture, or other instrument a valid and binding obligation of the Corporation unless the resolution of the Board specifically authorizing the execution thereof expressly states that such attestation or such seal is required.

Section 8.6. Resignations. Any Member, director, officer, or committee member may resign by so stating at any meeting of the Members or by giving written notice to the Members. Such resignation shall be effective at the time specified therein or, if no such time is stated therein, upon receipt. Unless otherwise specified in the notice of resignation, no acceptance of such resignation shall be necessary to make it effective.

Section 8.7. Conflict of Interest. In the event a conflict of interest or possible conflict of interest develops between the Corporation and any Member, officer, or director, the Members shall review the situation and make a determination as to appropriate action. The Members shall determine the guidelines for each situation, but the provisions hereof shall not necessarily prohibit any Member, officer, or Board member from doing business with the Corporation.

Section 8.8. Headings. All headings and other titles and captions used in these Bylaws are for convenience only and shall not be considered in construing or interpreting any provision of these Bylaws.

Section 8.9. Rules of Procedure. Robert's Rules of Order (Latest Revision) shall govern the meetings of Members, directors and the committees of the Corporation in all cases in which they are applicable and in which they are not inconsistent with these Bylaws. Any meeting of the Corporation may suspend Robert's Rules of Order for conducting business of that meeting.

ADOPTED by the Members and directors as of the 16th day of December, 2010.

Sidney L. Stark, President, Member & Director

James Preston Brammer, Secretary, Member & Director

Sam C. Seward, ~~Treasurer~~, Member & Director