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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning

, 2011, and ending

Name of foundation

Willard & Pat Walker Charitable Foundation, Inc.Number and street (or P O box number if mail is not delivered to street address)
61 East SunbridgeRoom/suite
1
City or town
Fayetteville
State ZIP code
AR 72703

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

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, column (c), line 16) **J** Accounting method Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

► \$ 32,975,286.

A Employer identification number
20-0235689**B** Telephone number (see the instructions)
(479) 582-2310

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 instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	717,913.	717,913.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	2,349,792.			
	b Gross sales price for all assets on line 6a	46,061,289.			
	7 Capital gain net income (from Part IV, line 2)		2,349,792.		
	8 Net short-term capital gain				
	9 Income modifications				
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,067,705.	3,067,705.		
	13 Compensation of officers, directors, trustees, etc	150,000.	15,000.		135,000.
	14 Other employee salaries and wages	93,306.	9,331.		83,975.
	15 Pension plans, employee benefits	12,006.	1,201.		10,805.
	16a Legal fees (attach schedule)	10,006.	5,003.		5,003.
	b Accounting fees (attach sch)	3,933.	1,637.		2,296.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs) See Line 18 Stmt	103,866.	89,102.		14,764.
	19 Depreciation (attach sch) and depletion	11,517.	1,152.		
	20 Occupancy	20,926.	2,093.		18,833.
	21 Travel, conferences, and meetings	10,930.	1,093.		9,837.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	160,940.	128,228.		17,354.
	24 Total operating and administrative expenses. Add lines 13 through 23	577,430.	253,840.		297,867.
	25 Contributions, gifts, grants paid	10,249,629.			10,249,629.
	26 Total expenses and disbursements. Add lines 24 and 25	10,827,059.	253,840.		10,547,496.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-7,759,354.			
	b Net investment income (if negative, enter -0-)		2,813,865.		
	c Adjusted net income (if negative, enter -0-)				

TEEA0301 12/02/11

Form 990-PF (2011)

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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		645,786.	95,549.	95,549.
	2 Savings and temporary cash investments				
	3 Accounts receivable	►			
	Less. allowance for doubtful accounts	►			
	4 Pledges receivable	►			
	Less: allowance for doubtful accounts	►			
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	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) L-10b Stmt		41,324,064.	32,871,879.	32,871,879.
	c Investments – corporate bonds (attach schedule)				
	11 Investments – land, buildings, and equipment basis	►	147,164.		
	Less. accumulated depreciation (attach schedule) L-11 Stmt	►	139,306.	19,375.	7,858.
	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)		41,989,225.	32,975,286.	32,975,286.
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable		27,522,733.	27,268,334.	
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe)	►			
	23 Total liabilities (add lines 17 through 22)		27,522,733.	27,268,334.	
NET ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		► <input type="checkbox"/>		
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		► <input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		14,466,492.	5,706,952.	
	30 Total net assets or fund balances (see instructions)		14,466,492.	5,706,952.	
	31 Total liabilities and net assets/fund balances (see instructions)		41,989,225.	32,975,286.	

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	14,466,492.
2 Enter amount from Part I, line 27a	2	-7,759,354.
3 Oth. increases not included in line 2 (itemize) ► Decrease in Grants Payable during Year	3	254,399.
4 Add lines 1, 2, and 3	4	6,961,537.
5 Decreases not included in line 2 (itemize) ► Decrease in Unrealized Market Gains	5	1,254,585.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,706,952.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Various Sales of Marketable Securities			P	Various	Various
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 46,061,289.		43,711,497.	2,349,792.		
b		0.	0.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a 0.	0.	0.	2,349,792.		
b			0.		
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	2,349,792.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	— [If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8] —		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	5,820,873.	42,007,156.	0.138569
2009	7,316,425.	34,850,753.	0.209936
2008	2,965,752.	25,279,143.	0.117320
2007	2,986,274.	30,111,043.	0.099175
2006	15,793,573.	35,362,024.	0.446625

2 Total of line 1, column (d) 2 1.011625

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 0.202325

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4 37,164,002.

5 Multiply line 4 by line 3 5 7,519,207.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 28,139.

7 Add lines 5 and 6 7 7,547,346.

8 Enter qualifying distributions from Part XII, line 4 8 10,547,496.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here	► <input type="checkbox"/> and enter 'N/A' on line 1.			
Date of ruling or determination letter		(attach copy of letter if necessary – see instrs)		
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		
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				
3 Add lines 1 and 2		1		28,139.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2		0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		3		28,139.
6 Credits/Payments		4		0.
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	5		28,139.
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		69,375.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8		24.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10		41,212.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	► 13,800.	11		27,412.
Refunded				

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	X	
--	---	--

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

		X
--	--	---

c Did the foundation file Form 1120-POL for this year?

--	--	--

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

--	--	--

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

--	--	--

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

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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

--	--	--

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

--	--	--

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

--	--	--

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

--	--	--

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

--	--	--

If 'Yes,' attach the statement required by General Instruction T

--	--	--

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?

--	--	--

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

--	--	--

8 a Enter the states to which the foundation reports or with which it is registered (see instructions)

--	--	--

AR – Arkansas

--	--	--

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

--	--	--

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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

--	--	--

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions) 11 X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions) 12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address 13 X

14 The books are in care of ► Ms. Debbie Walker Telephone no ► (479) 582-2310
Located at ► 61 East Sunbridge, #1 Fayetteville AR ZIP + 4 ► 72703

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 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ► 16 Yes No

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.

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? 1a Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? 1a Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? 1a Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? 1a 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)? 1a 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) 1a Yes No

b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b X

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? 2a Yes No
If 'Yes,' list the years ► 20__, 20__, 20__, 20__

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

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? 3a Yes No

b If 'Yes,' did it have excess business holdings in 2011 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 2011) 3b X

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? 4b X

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Form 990-PF (2011)

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))?

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

(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 Yes No</div

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services

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.

1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount	
1	-----
2	-----

All other program-related investments See instructions

3

Total. Add lines 1 through 3

BAA

Form 990-PF (2011)

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

- 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes
- a Average monthly fair market value of securities
- b Average of monthly cash balances
- c Fair market value of all other assets (see instructions)
- d Total** (add lines 1a, b, and c)
- 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
- 3 Subtract line 2 from line 1d
- 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3
(for greater amount, see instructions)
- 5 Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4
- 6 Minimum investment return.** Enter 5% of line 5

1a	37,097,971.
1b	624,123.
1c	7,857.
1d	37,729,951.
2	
3	37,729,951.
4	565,949.
5	37,164,002.
6	1,858,200.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

- 1 Minimum investment return from Part X, line 6
- 2a** Tax on investment income for 2011 from Part VI, line 5
- b Income tax for 2011 (This does not include the tax from Part VI)
- c Add lines 2a and 2b
- 3 Distributable amount before adjustments Subtract line 2c from line 1
- 4 Recoveries of amounts treated as qualifying distributions
- 5 Add lines 3 and 4
- 6 Deduction from distributable amount (see instructions)
- 7 Distributable amount as adjusted** Subtract line 6 from line 5 Enter here and on Part XIII, line 1

1	1,858,200.
2a	28,139.
2b	
2c	28,139.
3	1,830,061.
4	
5	1,830,061.
6	
7	1,830,061.

Part XII Qualifying Distributions (see instructions)

- 1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes
 - a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26
 - b Program-related investments – total from Part IX-B
- 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes
- 3 Amounts set aside for specific charitable projects that satisfy the
 - a Suitability test (prior IRS approval required)
 - b Cash distribution test (attach the required schedule)
- 4 Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4
- 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income
Enter 1% of Part I, line 27b (see instructions)
- 6 Adjusted qualifying distributions.** Subtract line 5 from line 4

1a	10,547,496.
1b	
2	
3a	
3b	
4	10,547,496.
5	28,139.
6	10,519,357.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,830,061.
2 Undistributed income, if any, as of the end of 2011.			2,059,197.	
a Enter amount for 2010 only				
b Total for prior years. 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2011				
a From 2006 14,248,422.				
b From 2007 2,986,274.				
c From 2008 2,965,752.				
d From 2009 7,316,426.				
e From 2010 5,820,873.				
f Total of lines 3a through e 33,337,747.				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 10,547,496.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus 10,547,496.				
5 Excess distributions carryover applied to 2011 (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 43,885,243.				
b Prior years' undistributed income Subtract line 4b from line 2b 0.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions 0.				
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount – see instructions 2,059,197.				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 1,830,061.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 14,248,422.				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 29,636,821.				
10 Analysis of line 9				
a Excess from 2007 2,986,274.				
b Excess from 2008 2,965,752.				
c Excess from 2009 7,316,426.				
d Excess from 2010 5,820,873.				
e Excess from 2011 10,547,496.				

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Form 990-PF (2011)

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling	►			
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

None

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

None

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

See Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Total			► 3a	
b Approved for future payment See Statement B				27,268,334.
Total			► 3b	27,268,334.

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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					
4 Dividends and interest from securities					
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					2,349,792.
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)					2,349,792.
13 Total Add line 12, columns (b), (d), and (e)					2,349,792.
(See worksheet in line 13 instructions to verify calculations)					

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

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

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
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1a (1)		X
1a (2)		X
1b (1)		X
1b (2)		X
1b (3)		X
1b (4)		X
1b (5)		X
1b (6)		X
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.

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

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) is based on all information of which preparer has any knowledge

Sign
Here

► Tom Wilbur
Signature of officer or trustee

Date

► President

May the IRS discuss this return with the preparer shown below (see instructions)?

Paid Preparer Use Only	Paul H. Burgess, JD, CPA	Paul H. Burgess, JD, CPA	06/19/12	Check <input type="checkbox"/> self-employed	P00246306
	Firm's name	► Paul H. Burgess, Inc.		Firm's EIN ► 73-1433468	
	Firm's address	► 525 South Main Street, #800 Tulsa		OK 74103	Phone no (918) 599-7755

BAA

Form 990-PF (2011)

Name Willard & Pat Walker Charitable Foundation, Inc.	Employer Identification Number 20-0235689
Asset Information:	
Description of Property	<u>See Part IV</u>
Date Acquired.	How Acquired
Date Sold	Name of Buyer
Sales Price: 46,061,289.	Cost or other basis (do not reduce by depreciation) 43,711,497.
Sales Expense	Valuation Method Fair Market Value
Total Gain (Loss): 2,349,792.	Accumulation Depreciation:
Description of Property	Marketable Securities
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired:
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense:	Valuation Method:
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired.
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price:	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired:
Date Sold:	Name of Buyer
Sales Price.	Cost or other basis (do not reduce by depreciation)
Sales Expense.	Valuation Method:
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price:	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation

Miscellaneous Statement**Part XV, Line 2(b)**

The following items are required: (1) The name of the requesting organization; (2) The nature and purpose of the request; (3) A copy of the organization's IRS determination letter with federal tax identification number and; (4) Requests should be brief and to the point and not longer than three pages.

Total

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<u>Payroll Taxes</u>	<u>16,405.</u>	<u>1,641.</u>		<u>14,764.</u>
<u>Excise Taxes</u>	<u>87,461.</u>	<u>87,461.</u>		
Total	<u>103,866.</u>	<u>89,102.</u>		<u>14,764.</u>

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<u>Investment Fees</u>	<u>124,593.</u>	<u>124,593.</u>		<u>0.</u>
<u>Insurance</u>	<u>752.</u>	<u>75.</u>		<u>677.</u>
<u>Janitorial Expense</u>	<u>300.</u>	<u>30.</u>		<u>270.</u>
<u>Office Expenses</u>	<u>27,070.</u>	<u>2,707.</u>		<u>9,005.</u>
<u>Postage</u>	<u>548.</u>	<u>55.</u>		<u>493.</u>
<u>Utilities</u>	<u>2,282.</u>	<u>228.</u>		<u>2,054.</u>
<u>Telephone</u>	<u>5,395.</u>	<u>540.</u>		<u>4,855.</u>
Total	<u>160,940.</u>	<u>128,228.</u>		<u>17,354.</u>

Form 990-PF, Page 10, Part XV, Line 2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, ProgramsName Ms. Deborah WalkerAddress P.O. Box 10500City, St, Zip, Phone Fayetteville AR 72703 (479) 582-2310The form in which applications should be submitted and information and materials they should include.
See Statement

Any submission deadlines.

Quarterly and one per year

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

Sec. 501(c) (3) organizations or tax exempt public entities.Name Ms. Deborah WalkerAddress P.O. Box 10500City, St, Zip, Phone Fayetteville AR 72703 (479) 582-2310

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

Any submission deadlines:

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

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Barber & Bartz	General Legal/Investme	10,006.	5,003.		5,003.
Total		<u>10,006.</u>	<u>5,003.</u>		<u>5,003.</u>

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Paul H. Burgess, Inc.	Tax Compliance/Account	3,110.	1,555.		1,555.
Don Myer, CPA	Payroll Compliance	823.	82.		741.
Total		<u>3,933.</u>	<u>1,637.</u>		<u>2,296.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Diversified Portfolio & Wal Mart Shares	<u>32,871,879.</u>	<u>32,871,879.</u>
Total	<u>32,871,879.</u>	<u>32,871,879.</u>

Form 990-PF, Page 2, Part II, Line 11

L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Office Assets & Computers	<u>147,164.</u>	<u>139,306.</u>	<u>7,858.</u>
Total	<u>147,164.</u>	<u>139,306.</u>	<u>7,858.</u>

Willard & Pat Walker Charitable Foundation, Inc.
20-0235869-Exhibit A
Form 990 PF-Part XV, Line 3(a)
12-31-11

<u>Donee's Name & Address</u>	<u>Amount</u>	<u>Purpose</u>
Alzheimer's Association PO Box 8104 Fayetteville, AR 72703 501(c)(3)	5,000.00 500.00 200.00	event support event support event support
Arkansas Advocates for Children & Families 614 E. Emma Suite 217 Springdale, AR 72764 501(c)(3)	500.00	event support
Arkansas Athletes Outreach 1515 Burr Oak Drive Fayetteville, AR 72703 501(c)(3)	50,000.00	program support
Arkansas Baptist College 1621 Dr. Martin Luther King Dr. Little Rock, AR 72202 private university	5,000.00	event support
Arkansas Childrens Hospital Foundation One Children's Way Little Rock, AR 72202 501(c)(3)	400,000.00 5,000.00 1,800.00 1,000.00	capital campaign event support event support program support
Arkansas Crisis Center 614 E Emma Suite 213 Springdale, AR 72764 501(c)(3)	8,000.00 250.00	program support program support
Arkansas Hospice Russellville 2405 East Parkway Ste 3 Russellville, AR 72802 501(c)(3)	300.00	program support
Arkansas Mission of Mercy c/o Arkansas Department of Health 4815 W. Markham Slot 41 Little Rock, AR 72201 501(c)(3)	10,000.00	program support
Arkansas Prostate Cancer Foundation 1910 N Grant Suite 1-A	7,500.00	program support

Little Rock, AR 72207
501(c)(3)

Arkansas Single Parent Scholarship Fund
614 E Emma Suite 199
Springdale, AR 72764
501(c)(3)

Arkansas State Committee of NMWA
9424 Journey Drive
Sherwood, AR 72120
501(c)(3)

Arkansas Support Network
1103 S.E. 15th Street
Bentonville, AR 72712
501(c)(3)

Arts Live Theatre
PO Box 4362
Fayetteville, AR 72702
501(c)(3)

Big Brothers Big Sisters of NWA
610 E Emma Suite D
Springdale, AR 72762
501(c)(3)

Botanical Gardens of the Ozarks
PO Box 10407
Fayetteville, AR 72701
501(c)(3)

Boys & Girls Club of Fayetteville
560 North Rupple Road
Fayetteville, AR 72704
501(c)(3)

Camp Aldersgate
2000 Aldersgate Rd
Little Rock, AR 72205
501(c)(3)

Central Arkansas Radiation Therapy Institute (CARTI)
PO Box 55011
Little Rock, AR 72215
501(c)(3)

Children's Safety Center 614 E Emma Suite 200 Springdale, AR 72764 501(c)(3)	60,000.00	program support
Circle of Life Hospice 901 Jones Road Springdale, AR 72762 501(c)(3)	250,000.00 125.00	capital campaign general donation
Cooks Tour 2011 c/o Winthrop Rockefeller Cancer Institute Auxiliary 4301 W. Markham Slot 721-1 Little Rock, AR 72205 501(c)(3)	1,000.00	event support
Court Appointed Speical Advocates 5322 Bleaux Ave Suite A Springale, AR 72762 501(c)(3)	25,000.00 15,000.00	program support program support
Crystal Bridges Museum of American Art PO Box 1169 Bentonville, AR 72712 501(c)(3)	1,000,000.00	program endowment
Ecclesia College 9653 Nations Drive Springale, AR 72762 501(c)(3)	49,760.00	facility improvements
EOA, Childrens House 614 E Emma Suite M401 Springale, AR 72764 501(c)(3)	250,000.00	challenge grant
Faith in Action c/o Washington Regional Foundation PO Box 356 Fayetteville, AR 72702 501(c)(3)	1,000.00	event support
Fayetteville Altrusa PO Box 251 Fayetteville, AR 72702 501(c)(3)	500.00	event support

Fayetteville Area Community Foundation PO Box 997 Fayetteville, AR 72702 501(c)(3)	10,000 00	program support
Fayetteville High School 1001 Stone St Fayetteville, AR 72701 public school	10,000.00 5,000 00 500 00	program support program support program support
Fayetteville Junior Civic League PO Box 10513 Fayetteville, AR 72703 501(c)(3)	500.00 500 00	event support event support
Fayetteville Public Education Foundation PO Box 571 Fayetteville, AR 72702 501(c)(3)	600.00	event support
Fayetteville Public Library 401 West Mountain Fayetteville, AR 72701 501(c)(3)	50,000.00	program support
Girls on the Run PO Box 97 Bentonville, AR 72712 501(c)(3)	2,500 00	program support
Haas Hall Academy 3155 North College Ave. Suite 108 Fayetteville, AR 72703 charter high school	52,611 63	challenge grant
Harding University Station A Box 12256 Searcy, AR 72143 Private University	250,000.00	challenge grant
Helen Walton Children's Enrichment Center 1701 NE Wildcat Way Bentonville, AR 72712 501(c)(3)	15,000 00 5,000.00	program support program support

Hendrix College 1600 Washington Ave Conway, AR 72032-3080 Private University	500,000.00	scholarship support
Hispanic Women's Organization of AR PO Box 6132 Springdale, AR 72766 501(c)(3)	500.00	program support
Hope Cancer Resources 5835 Sunset Ave. Springdale, AR 72766 501(c)(3)	25,000.00 10,000.00	program support program support
Humane Society of the Ozarks 413 North College Ave Fayetteville, AR 72703 501(c)(3)	500.00 300.00	event support event support
John Brown University 2000 West University Siloam Springs, AR 72761 Private University	250,000.00 150,000.00	scholarship support capital campaign
Jones Center PO Box 2035 Springdale, AR 72765 501(c)(3)	1,500.00	event support
Keeping up the Pace with Parkinsons c/o Parkinsons Disease Foundation 1359 Broadway Suite 1509 New York, NY 10018 501(c)(3)	400.00	event support
Komen for the Cure Ozark Affiliate PO Box 309 Springdale, AR 72762 501(c)(3)	20,000.00 10,000.00 5,000.00 1,000.00	event support event support event support event support
Life Source International 600 South School, Suite 2 Fayetteville, AR 72701 501(c)(3)	10,000.00	program support
Life Styles PO Box 1114 Fayetteville, AR 72702 501(c)(3)	25,000.00 500.00	program support event support

Loving Choices 275 South Duncan Ave Fayetteville, AR 72701 501(c)(3)	10,875.00	program support
M&N Augustine Foundation PO Box 4008 Fayetteville, AR 72702 501(c)(3)	175,000.00 500.00	capital campaign event support
New School PO Box 1805 Fayetteville, AR 72701 private school	1,000,000.00 5,000.00 2,000.00 1,000.00 500.00	challenge grant annual fund event support event support general donation
Northwest Arkansas Children's Shelter 14100 Vaughn Bentonville, AR 72712 501(c)(3)	10,000.00	program support
Northwest Arkansas Community College One College Drive Bentonville, AR 72712 2year college	2,000.00 300.00	event support event support
Northwest Arkansas Community Creative Center PO Box 4690 Fayetteville, AR 72702 501(c)(3)	10,000.00 7,500.00	program support program support
Northwest Arkansas Free Health Center PO Box 3184 Fayetteville, AR 72702 501(c)(3)	200,000.00 100,000.00	Capital Campaign challenge grant
Northwest Arkansas Women's Shelter PO Box 1059 Rogers, AR 72756 501(c)(3)	1,000.00	event support
Oklahoma State University Foundation PO Box 1749 Stillwater, OK 74076	75,000.00	scholarship support
Open Avenues PO Box 908 Rogers, AR 72758	50,000.00 45,000.00 420.00	program support program support program support

501(c)(3)			
Opera Arkansas 4414 W New Bridge Rd Fayetteville, AR 72704	1,200 00	event support	
Ozark Folkways 22733 North Highway 71 Winslow, AR 72959 501(c)(3)	7,000 00	program support	
Ozark Guidance PO Box 6430 Springdale, AR 72766-6430 501(c)(3)	150,000.00 1,000.00 1,000.00	challenge grant event support event support	
Ozark Literacy Council 2596 Keystone Crossing Fayetteville, AR 72703 501(c)(3)	500.00	event support	
Pagnozzi Charities 100 E Poplar, Suite A Fayetteville, AR 72703 501(c)(3)	2,500.00 1,100.00 750.00	scholarship sponsorship event support event support	
Paul F. Muller Lodge 155 S. Razorback Rd. Fayetteville, AR 72702 501(c)(3)	2,500 00	general support	
Pels Pals PO Box 748 Farmington, AR 72730 501(c)(3)	5,000.00	event support	
Peace at Home Shelter PO Box 10946 Fayetteville, AR 72703 501(c)(3)	118,656 00	challenge grant	
Pulaski Tech 3000 West Scenic Drive North Little Rock, AR 72118 2 year college	15,000 00	scholarship support	
Razorback Athletics, Answer the Call Capital Facilities Campaign c/o University of Arkansas PO Box 7777 Fayetteville, AR 72702	625,000.00	capital campaign	

501(c)(3)

Ryan Gibson Foundation 4038 Bentwood Fayetteville, AR 72703 501(c)(3)	2,500.00	event support
Salavation Army PO Box 4275 Fayetteville, AR 72702-4275 501(c)(3)	50,000.00 30,000.00	program support program support
Saving Grace 1229 West Poplar Rogers, AR 72756 501(c)(3)	6,530.88 2,500.00	program support event support
Single Parent Scholarship Fund NWA 601 W. Dickson St. Suite 2 Fayetteville, AR 72702 501(c)(3)	20,000.00 300.00	program support event support
Spay Arkansas 1909 W. Huntsville Rd. Springdale, AR 72762 501(c)(3)	500.00	program support
Spring Creek Fellowship 2120 W. Emma Springdale, AR 72762 religious institution	42,500.00 20,000.00	facility improvements project support
Springdale Public Schools 101 South Pleasant St. Springdale, AR 72764 public school	15,926.00 10,817.00 10,000.00 500.00	program support program support program support program support
St. Joseph Parish 1722 North Starr Drive Fayetteville, AR 72703 religious institution	20,000.00	project support
St. Vincent Auxiliary Two St Vincent Square Little Rock, AR 72205 501(c)(3)	1,500.00	event support
Symphony Orchestra of NWA PO Box 1243 Fayetteville, AR 72703 501(c)(3)	95,325.00 15,000.00	challenge grant program support

THEA Foundation 401 Main Street, Suite 100 North Little Rock, AR 72114 501(c)(3)	15,000.00	program support
Theatre Squared PO Box 4188 Fayetteville, AR 727020 501(c)(3)	15,000.00 2,500.00	program support event support
University of Arkansas Foundation 425 Administration Building Fayetteville, AR 72701 501(c)(3) Public University	250,000.00 744.00	scholarship support program support
UALR 2801 S. University Ave Little Rock, AR 722 Public University	500,000.00	scholarship endowment
UAMS - Jones Eye Institute 4301 W. Markham Little Rock, AR 72205 Private University	333,333.00	program support
UAMS - Reynolds Institute on Aging 4301 W. Markham Little Rock, AR 72205 Private University	333,333.00	program support
UAMS - Winthrop Rockefeller Cancer Institute 4301 Markham #716 Little Rock, AR 72205-7199 Public University	625,000.00 70,000.00	capital campaign event support
Walton Arts Center PO Box 3547 Fayetteville, AR 72701 501(c)(3)	700,000.00 5,000.00	program support event support
Washington Regional Found. PO Box 356 Fayetteville, AR 72702 501(c)(3) Public University	500,000.00 15,000.00 10,000.00 2,500.00	capital campaign event support event support event support
Women's History Dinner c/o The Women's Coalition 3917 E Caston Drive Fayetteville, AR 72701	120.00	event

Youth Bridge
2153 zJoyce Blvd Suite 201
Fayetteville, AR 72703
501(c)(3)

10,000.00
550.00

event support
event support

Youth Strategies
PO Box 107
Springdale, AR 72765
501(c)(3)

49,500 00

program support

Total

10,249,628.51

Willard & Pat Walker Charitable Foundation, Inc.
20-0235869-Exhibit B
Form 990 PF-Part XV, Line 3(b)
12-31-11

<u>Donee's Name & Address</u>	<u>Amount</u>	<u>Purpose</u>	due
Alzheimer's Association 210 N. Walton Blvd Suite 215 Bentonville, AR 72712	30,000	Challenge Grant	2012
Arkansas Children's Hospital One Children's Way Little Rock, AR 72202	400,000 400,000 400,000 400,000	Capital Campaign	2012 2013 2014 2015
Arts Center of the Ozarks PO Box 725 Springdale, AR 72765	200,000	Capital Campaign	2012
Botanical Garden of the Ozarks Po Box 10407 Fayetteville, AR 72703	15,000	Program Support	2012
Children's Advocacy Center 2113 Little Flock Drive Roges, AR 72756	15,000	Challenge Grant	2012
Circle of Life 901 Jones Rd. Springdale, AR 72762	250,000 250,000	Challenge Grant Challenge Grant	2012 2013
Crystal Bridges Museum of American Art PO Box 1169 Bentonville, AR 72712	1,000,000 1,000,000 1,000,000 1,000,000 1,000,000 1,000,000 1,000,000	Program Endowment Program Endowment Program Endowment Program Endowment Program Endowment Program Endowment Program Endowment	2012 2013 2014 2015 2016 2017 2018

	1,000,000 1,000,000	Program Endowment Program Endowment	2019 2020
Ecclessia College 9653 Nations Drive Springdale, AR 72762	100,000	Challenge Grant	2012
EOA -Children's House 614 E Emma Suite M401 Springale, AR 72764	250,000	Capital Campaign	2012
Fayetteville Public Library 401 West Mountain Fayetteville, AR 72701	50,000 50,000 50,000	Program Support Program Support Program Support	2012 2013 2014
Hendrix College 1600 Washington Ave Conway, AR 72032	500,000	Scholarship endowment	2012
John Brown University 2000 West University St Siloam Springs, AR 72761	250,000	Scholarship Endowment	2012
Lyon College PO Box 2317 Batesville, AR 72503-2137	150,000	Capital Campaign	2012
New School PO Box 1805 Fayetteville, AR 72702	2,000,000 1,000,000	Challenge grant Challenge grant	2012 2013
Philander Smith College One Trudie Kibbe Reed Dr Little Rock, AR 72202	100,000	Challenge Grant	2012
Razorback Athletics, Answer the Call Capital Facilities Campaign c/o University of Arkansas	625,000 625,000	Capital Campaign Capital Campaign	2012 2013

PO Box 7777 Fayetteville, AR 72701	625,000	Capital Campaign	2014
Seven Hills Homeless Center PO Box 474 Fayetteville, AR 72701	50,000	Challenge grant	2012
Spring Creek Fellowship 2120 W. Emma Ave Springdale, AR 72762	50,000	Facility Improvements	2012
University of Arkansas 425 Administration Building Fayetteville, AR 72701	250,000 250,000	Scholarship Endowment Scholarship Endowment	2012 2013
UALR School of Nursing 2801 S University Little Rock, AR 72204-1099	500,000 500,000	Scholarship Endowment Scholarship Endowment	2012 2013
UAMS - Jones Eye Institute 4301 W. Markham Little Rock, AR 72205	333,333. 333,334	Program Support Program Support	2012 2013
UAMS - Northwest 4301 W. Markham Little Rock, AR 72205	500,000 500,000 500,000	Program Support Program Support Program Support	2012 2013 2014
UAMS - Reynolds Institute on Aging 4301 W. Markham Little Rock, AR 72205	333,333 333,334	Program Support Program Support	2012 2013
UAMS - Winthrop Rockefeller Cancer Institute 4301 W. Markham Little Rock, AR 72205	625,000 625,000 625,000 625,000	Capital Campaign Capital Campaign Capital Campaign Capital Campaign	2012 2013 2014 2015
University of Central Arkansas	50,000	Scholarship Endowment	2012

Buffalo Alumni Hall
Conway, AR 72035

Walton Arts Center 500,000 Project Support 2012
PO Box 3547
Fayetteville, AR 72702

Washington Regional Hospice 500,000 Capital Campaign 2012
PO Box 356 250,000 Challenge Grant 2012
Fayetteville, AR 72702 500,000 Capital Campaign 2013
 250,000 Challenge Grant 2013
 250,000 Challenge Grant 2014

Youth Bridge 300,000 Capital Campaign 2012
2153 Joyce Blvd Suite 201
Fayetteville, AR 72703

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