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

2011

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

HUBERT & RICHARD HANLON TRUST
EMPRISE BANK, PO BOX 2970
WICHITA, KS 67201

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) **\$ 2,147,990.** J Accounting method. Cash Accrual
 Other (specify) **(Part I, column (d) must be on cash basis)**

A Employer identification number **20-6720237**

B Telephone number (see the instructions) **316-383-8595**

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)
REVENUE	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	31.	31.		
	4 Dividends and interest from securities	43,403.	41,163.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	3,645.			
	b Gross sales price for all assets on line 6a	1,148,346.			
	7 Capital gain net income (from Part IV, line 2)		3,645.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
SEE STATEMENT 1	8,997.	8,997.			
12 Total. Add lines 1 through 11	56,076.	53,836.	0.	5,104.	
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	17,014.	11,910.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	1,780.	1,246.		534.
	c Other prof fees (attach sch)				
	17 Utilities				
	18 Taxes (attach schedule) (see instrs) SEE STM 3	249.	15.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23.	19,043.	13,171.		5,638.	
25 Contributions, gifts, grants paid PART XV	112,000.			112,000.	
26 Total expenses and disbursements. Add lines 24 and 25	131,043.	13,171.	0.	117,638.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-74,967.				
b Net investment income (if negative, enter 0)		40,665.			
c Adjusted net income (if negative, enter 0)			0.		

P3

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	
A S S E T S	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments	266,229.	124,516.	124,516.	
	3	Accounts receivable				
		Less. allowance for doubtful accounts	442.			
	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)	STATEMENT 4	509,622.	632,483.	633,480.
	b	Investments – corporate stock (attach schedule)	STATEMENT 5	962,003.	897,352.	1,049,025.
	c	Investments – corporate bonds (attach schedule)	STATEMENT 6	145,875.	145,875.	150,969.
	11	Investments – land, buildings, and equipment. basis				
L I A B I L I T I E S		Less accumulated depreciation (attach schedule)				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)	STATEMENT 7	164,104.	173,103.	190,000.
	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)		2,048,275.	1,973,329.	2,147,990.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue			21.	
	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)		0.	21.	
N E T A S S E T S		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		2,048,275.	1,973,308.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		2,048,275.	1,973,308.	
	31	Total liabilities and net assets/fund balances (see instructions)		2,048,275.	1,973,329.	

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	2,048,275.
2	Enter amount from Part I, line 27a	2	-74,967.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,973,308.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,973,308.

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 SEE STATEMENT 8					
b					
c					
d					
e					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(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		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss).		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	3,645.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3	0.
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	117,226.	2,187,542.	0.053588
2009	132,659.	2,141,817.	0.061938
2008	119,930.	2,347,724.	0.051084
2007	169,808.	2,509,692.	0.067661
2006		2,412,839.	

2 Total of line 1, column (d)	2	0.234271
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	0.046854
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,214,910.
5 Multiply line 4 by line 3	5	103,777.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	407.
7 Add lines 5 and 6	7	104,184.
8 Enter qualifying distributions from Part XII, line 4	8	117,638.

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	1 407.
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-)	2 0.
3 Add lines 1 and 2	3 407.
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-	5 407.
6 Credits/Payments.	
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	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 <input type="checkbox"/> if Form 2220 is attached	8
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9 407.
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 2012 estimated tax ►	11 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)?	Yes	No
1b	X	
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?	Yes	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.	0.	
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	0.	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.	0.	
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	Yes	No
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	Yes	No
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	Yes	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
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.	Yes	No
• By language in the governing instrument, or	Yes	No
• 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?	Yes	No
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	Yes	No
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►	KS	
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	Yes	No
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	Yes	No
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.	Yes	No

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	EMPRISE BANK	Telephone no. ► 316-383-8595
Located at ► 257 N BROADWAY, PO BOX 2970 WICHITA KS ZIP + 4 ► 67201-2970		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here N/A ► <input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
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? Yes No	
See 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.		
1a	During the year did the foundation (either directly or indirectly).	
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	
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? 1b N/A 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions) 2b N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? 4b X	

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

(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?

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

N/A Yes No

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EMPRISE BANK 257 N BROADWAY, PO BOX 2970 WICHITA, KS 67201-2970	TRUSTEE 1.00	17,014.	0.	0.
RALPH R BROCK 300 N MEAD STE 200 WICHITA, KS 67202	TRUSTEE 0	0.	0.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

Total number of other employees paid over \$50,000

► 0

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

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

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

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	<u>N/A</u>	
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	N/A	
2		
All other program-related investments See instructions.		
3		
Total. Add lines 1 through 3		0.

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 | 0.

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	2,005,017.
1b	243,623.
1c	
1d	2,248,640.
2	0.
3	2,248,640.
4	33,730.
5	2,214,910.
6	110,746.

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

1 Minimum investment return from Part X, line 6

1 | 110,746.

2a Tax on investment income for 2011 from Part VI, line 5

2a | 407.

b Income tax for 2011. (This does not include the tax from Part VI)

2b |

c Add lines 2a and 2b

2c | 407.

3 Distributable amount before adjustments. Subtract line 2c from line 1

3 | 110,339.

4 Recoveries of amounts treated as qualifying distributions

4 |

5 Add lines 3 and 4

5 | 110,339.

6 Deduction from distributable amount (see instructions)

6 |

7 **Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1

7 | 110,339.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1a | 117,638.

b Program-related investments – total from Part IX-B

1b |

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

2 |

3 Amounts set aside for specific charitable projects that satisfy the
a Suitability test (prior IRS approval required)

3a |

b Cash distribution test (attach the required schedule)

3b |

4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

4 | 117,638.

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income
Enter 1% of Part I, line 27b (see instructions)

5 | 407.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 | 117,231.

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				110,339.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only		0.		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007	66.			
c From 2008	3,818.			
d From 2009	26,522.			
e From 2010	8,643.			
f Total of lines 3a through e	39,049.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 117,638.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				110,339.
e Remaining amount distributed out of corpus	7,299.			
5 Excess distributions carryover applied to 2011 (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:	46,348.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
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			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	46,348.			
10 Analysis of line 9				
a Excess from 2007	66.			
b Excess from 2008	3,818.			
c Excess from 2009	26,522.			
d Excess from 2010	8,643.			
e Excess from 2011	7,299.			

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

N/A

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).)

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 pre-selected charities.

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 STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines.

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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
<i>a Paid during the year</i> KUMC RESEARCH INSTITUTE, INC. 3901 RAINBOW BLVD. KANSAS CITY, KS 66160	NONE	501C3	GRANTS FOR STUDIES AND RESEARCH OF THE CAUSES, PREVENTION, AND CURE OF ALCOHOLISM AND ALCOHOL ABUSE AND DEPENDENCY.	112,000.
Total			► 3a	112,000.
<i>b Approved for future payment</i> KUMC RESEARCH INSTITUTE, INC. 3901 RAINBOW BLVD. KANSAS CITY, KS 66160	NONE	501C3	GRANTS FOR STUDIES AND RESEARCH OF THE CAUSES, PREVENTION, AND CURE OF ALCOHOLISM AND ALCOHOL ABUSE AND DEPENDENCY.	112,000.
Total			► 3b	112,000.
BAA		TEEA0501L 07/14/11		Form 990-PF (2011)

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			14	31.	
4 Dividends and interest from securities			14	43,403.	
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			1	8,997.	
8 Gain or (loss) from sales of assets other than inventory			18	3,645.	
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)				56,076.	

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
N/A	

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If 'Yes,' complete the following schedule.

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

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

**Sign
Here**

Frank Campbell SUP Enterprise Bank | 4/19/12 ► TRUSTEE

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

Signature of officer or trustee		Date	Title		Yes	No
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self employed	PTIN
	KATHRYN J. MITCHELL		Kathryn J. Mitchell, CPA	4-18-12	P00455559	
	Firm's name	► BRUNGARDT HOWER			Firm's EIN ► 48-1027384	
Firm's address	► WARD ELLIOTT & PFEIFER, L.C. P.O. BOX 40 HAYS, KS 67601			Phone no (785) 628-8238		

BAA

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 8,997.	\$ 8,997.	
TOTAL	\$ 8,997.	\$ 8,997.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 1,780.	\$ 1,246.		
TOTAL	\$ 1,780.	\$ 1,246.	\$ 0.	\$ 534.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	\$ 234.			
FORIEGN TAXES WITHHELD	15.	\$ 15.		
TOTAL	\$ 249.	\$ 15.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

<u>U. S. GOVERNMENT OBLIGATIONS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT SECURITIES	COST	\$ 610,169.	\$ 612,558.
<hr/>			
<u>STATE/MUNICIPAL OBLIGATIONS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUNICIPAL BONDS	COST	\$ 22,314.	\$ 20,922.
		\$ 22,314.	\$ 20,922.
TOTAL		\$ 632,483.	\$ 633,480.

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STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITY MUTUAL FUNDS	COST	\$ 436,085.	\$ 478,947.
STOCKS	COST	\$ 461,267.	\$ 570,078.
	TOTAL	\$ 897,352.	\$ 1,049,025.

STATEMENT 6
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	COST	\$ 145,875.	\$ 150,969.
	TOTAL	\$ 145,875.	\$ 150,969.

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER PUBLICLY TRADED SECURITIES</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIP INTEREST	COST	\$ 173,103.	\$ 190,000.
	TOTAL	\$ 173,103.	\$ 190,000.

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	235 SHS LAZARD LTD	PURCHASED	12/27/2010	1/12/2011
2	115 SHS ITT CORPORATION	PURCHASED	10/26/2007	1/14/2011
3	140 SHS DEVRY INC	PURCHASED	5/12/2009	1/26/2011
4	872.601 SHS IVY INTERNATIONAL CORE EQUITY	PURCHASED	12/09/2010	2/14/2011
5	276.968 SHS ROYCE TOTAL RETURN FUND	PURCHASED	1/27/2009	2/14/2011
6	597.701 SHS VANGAURD MID CAP INDEX FUND	PURCHASED	1/27/2009	2/14/2011
7	25 SHS APACHE CORPORATION	PURCHASED	1/27/2009	2/14/2011
8	105 SHS BECTON DICKINSON & CO	PURCHASED	11/04/2009	2/14/2011
9	491 SHS CISCO SYSTEMS INC	PURCHASED	1/27/2009	2/14/2011
10	35 SHS COSTCO WHSL CORP NEW	PURCHASED	7/14/2008	2/14/2011
11	60 SHS DANAHER CORP	PURCHASED	1/27/2009	2/14/2011
12	65 SHS GENERAL DYNAMICS CORP COMMON	PURCHASED	12/14/2006	2/14/2011
13	185 SHS GLAXOSMITHKLINE PLC ADR	PURCHASED	12/14/2006	2/14/2011
14	180 SHS GREAT PLAINS ENERGY INC	PURCHASED	1/27/2009	2/14/2011
15	65 SHS HEWLETT PACKARD COMPANY	PURCHASED	8/09/2010	2/14/2011

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
16	185 SHS JOHNSON & JOHNSON	PURCHASED	12/14/2006	2/14/2011
17	88 SHS MICROSOFT CORPORATION	PURCHASED	3/06/2005	2/14/2011
18	75 SHS NATIONAL OILWELL VARCO	PURCHASED	8/27/2008	2/14/2011
19	25 SHS PROCTOR & GAMBLE	PURCHASED	1/27/2009	2/14/2011
20	FHLB 4.8% DUE 02/15/2018	PURCHASED	5/01/2009	2/15/2011
21	135 SHS EMERGENCY MEDICAL SVCS CORP	PURCHASED	6/04/2010	2/18/2011
22	25 SHS NATIONAL OILWELL VARCO	PURCHASED	11/03/2008	3/30/2011
23	170 SHS SPECTRA ENERGY CORP	PURCHASED	5/19/2009	3/30/2011
24	160 SHS CREE INC	PURCHASED	9/15/2010	4/01/2011
25	105 SHS L-3 COMMUNICATIONS HLDGS INC	PURCHASED	1/27/2009	5/23/2011
26	140 SHS HEWLETT PACKARD COMPANY	PURCHASED	VARIOUS	6/01/2011
27	184 SHS CITIGROUP	PURCHASED	1/14/2011	6/13/2011
28	490 SHS INTEL CORPORATION	PURCHASED	1/27/2009	6/27/2011
29	FNMA STEP 2.0% DUE 12/30/2022	PURCHASED	12/15/2010	6/30/2011
30	FNMA STEP 1.25% DUE 12/30/2015	PURCHASED	12/20/2010	6/30/2011
31	FHLMC 2.55% DUE 07/14/2015	PURCHASED	6/29/2010	7/14/2011
32	FHLB 3.5% DUE 01/18/2018	PURCHASED	2/18/2011	7/18/2011
33	156 SHS TARGET CORP	PURCHASED	1/27/2009	7/22/2011
34	110 SHS HEWLETT PACKARD COMPANY	PURCHASED	8/12/2010	6/01/2011
35	FHLB 2.45% DUE 09/20/2017	PURCHASED	8/24/2010	8/23/2011
36	FFCB 2.75% DUE 02/24/2016	PURCHASED	2/18/2011	8/29/2011
37	FHLB 1.65% DUE 03/13/2015	PURCHASED	6/17/2011	9/13/2011
38	FHLMC STEP 3.0% DUE 12/28/2018	PURCHASED	12/28/2010	9/28/2011
39	FFCB 2.35% DUE 01/06/2017	PURCHASED	7/01/2011	10/06/2011
40	235 SHS SEADRILL LIMITED	PURCHASED	3/31/2011	11/11/2011
41	FFCB 2.61% DUE 03/06/2019	PURCHASED	9/16/2011	12/15/2011
42	190 SHS ALTERA CORP	PURCHASED	6/27/2011	12/20/2011
43	FHLB 3.0% DUE 06/27/2018	PURCHASED	6/17/2011	12/27/2011
44	FNMA 2.5% DUE 08/04/2016	PURCHASED	7/20/2010	8/04/2011
45	95 SHS ISHARES DOW JONES TRANSPORTATION	PURCHASED	5/28/2010	8/16/2011
46	175 SHS KOHLS CORP	PURCHASED	5/07/2010	8/22/2011
47	750 SHS SELECT SECTORS FINANCIAL SPDR	PURCHASED	2/19/2010	9/09/2011
48	55 SHS GOLDMAN SACHS GROUP INC	PURCHASED	4/16/2008	9/09/2011
49	15 SHS GOLDMAN SACHS GROUP INC	PURCHASED	1/27/2009	9/09/2011
50	190 SHS NORTHERN TRUST CORP	PURCHASED	11/17/2009	10/25/2011
51	410 SHS LKQ CORP	PURCHASED	5/28/2010	11/11/2011
52	160 SHS ADR TEVA PHARMACEUTICAL IND	PURCHASED	5/25/2010	11/23/2011
53	WICHITA KS INDL REV 6.5% DUE 12/01/2012	PURCHASED	3/06/2005	12/01/2011
54	CAPITAL GAIN DISTRIBUTIONS	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	9,695.		9,259.	436.				\$ 436.
2	6,778.		7,571.	-793.				-793.
3	7,272.		6,297.	975.				975.
4	15,000.		13,317.	1,683.				1,683.
5	3,800.		2,246.	1,554.				1,554.
6	13,000.		6,748.	6,252.				6,252.
7	3,007.		1,911.	1,096.				1,096.
8	8,482.		7,331.	1,151.				1,151.
9	9,167.		10,165.	-998.				-998.
10	2,608.		2,444.	164.				164.
11	3,085.		1,708.	1,377.				1,377.
12	5,001.		4,788.	213.				213.

STATEMENT 8 (CONTINUED)

FORM 990-PF, PART IV, LINE 1

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
13	6,974.		9,791.	-2,817.				\$ -2,817.
14	3,580.		5,289.	-1,709.				-1,709.
15	3,147.		2,779.	368.				368.
16	11,233.		12,291.	-1,058.				-1,058.
17	2,372.		2,230.	142.				142.
18	5,898.		5,734.	164.				164.
19	1,611.		1,492.	119.				119.
20	75,000.		77,438.	-2,438.				-2,438.
21	8,511.		7,555.	956.				956.
22	1,997.		1,680.	317.				317.
23	4,625.		2,680.	1,945.				1,945.
24	7,272.		8,167.	-895.				-895.
25	8,678.		7,948.	730.				730.
26	4,733.		4,506.	227.				227.
27	7,111.		9,506.	-2,395.				-2,395.
28	10,414.		9,807.	607.				607.
29	75,000.		75,000.	0.				0.
30	75,000.		75,000.	0.				0.
31	50,000.		50,075.	-75.				-75.
32	75,000.		75,000.	0.				0.
33	8,066.		6,187.	1,879.				1,879.
34	4,428.		4,702.	-274.				-274.
35	75,000.		75,000.	0.				0.
36	75,000.		75,000.	0.				0.
37	50,000.		50,063.	-63.				-63.
38	75,000.		74,794.	206.				206.
39	75,000.		75,000.	0.				0.
40	8,123.		8,606.	-483.				-483.
41	75,000.		75,000.	0.				0.
42	6,851.		8,522.	-1,671.				-1,671.
43	50,000.		49,975.	25.				25.
44	50,000.		50,000.	0.				0.
45	7,890.		7,487.	403.				403.
46	7,954.		9,460.	-1,506.				-1,506.
47	9,268.		10,913.	-1,645.				-1,645.
48	5,734.		9,220.	-3,486.				-3,486.
49	1,564.		1,159.	405.				405.
50	7,552.		9,215.	-1,663.				-1,663.
51	12,157.		7,664.	4,493.				4,493.
52	5,997.		8,980.	-2,983.				-2,983.
53	10,000.		10,001.	-1.				-1.
54	2,711.		0.	2,711.				2,711.
							TOTAL \$	3,645.

STATEMENT 9

FORM 990-PF, PART XV, LINE 2A-D

APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: HUBERT & RICHARD HANLON TRUST
 NAME: CRAIG CAMPBELL
 CARE OF: EMPRISE BANK
 STREET ADDRESS: PO BOX 2970

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STATEMENT 9 (CONTINUED)

FORM 990-PF, PART XV, LINE 2A-D

APPLICATION SUBMISSION INFORMATION

CITY, STATE, ZIP CODE: WICHITA, KS 67201
TELEPHONE: 316-383-8595
FORM AND CONTENT: NO RESTRICTIONS
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: GRANTS FOR STUDIES AND RESEARCH OF THE CAUSES, PREVENTION,
AND CURE OF ALCOHOLISM AND ALCOHOL ABUSE AND DEPENDENCY.