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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

, and ending

Name of foundation <b>PAUL OGLE FOUNDATION, INC.</b>		A Employer identification number <b>31-0988988</b>
Number and street (or P O box number if mail is not delivered to street address) <b>P.O. BOX 845</b>	Room/suite	B Telephone number <b>812-280-8372</b>
City or town, state, and ZIP code <b>JEFFERSONVILLE, IN 47131-0845</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>60,836,167.</b>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,688,434.	1,688,434.		STATEMENT 1
5a Gross rents		249.	249.		STATEMENT 2
b Net rental income or (loss) 249.					
6a Net gain or (loss) from sale of assets not on line 10		1,407,154.			
b Gross sales price for all assets on line 6a 11,558,536.					
7 Capital gain net income (from Part IV, line 2)			1,407,154.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		5,956.	5,956.		STATEMENT 3
12 Total Add lines 1 through 11		3,101,793.	3,101,793.		
13 Compensation of officers, directors, trustees, etc		147,640.	36,910.		110,730.
14 Other employee salaries and wages		28,250.	0.		28,250.
15 Pension plans, employee benefits		46,623.	11,656.		34,967.
16a Legal fees STMT 4		1,744.	0.		1,744.
b Accounting fees STMT 5		10,250.	4,750.		5,500.
c Other professional fees STMT 6		66,082.	66,082.		0.
17 Interest					
18 Taxes STMT 7		64,663.	25,176.		8,219.
19 Depreciation and depletion		1,859.	465.		
20 Occupancy		24,141.	6,035.		18,106.
21 Travel, conferences, and meetings		6,181.	1,545.		4,636.
22 Printing and publications					
23 Other expenses STMT 8		95,800.	12,376.		83,424.
24 Total operating and administrative expenses. Add lines 13 through 23		493,233.	164,995.		295,576.
25 Contributions, gifts, grants paid		2,588,862.			2,588,862.
26 Total expenses and disbursements. Add lines 24 and 25		3,082,095.	164,995.		2,884,438.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		19,698.			
b Net investment income (if negative, enter -0-)			2,936,798.		
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	163,523.	242,035.	242,035.
	2 Savings and temporary cash investments	1,144,074.	3,306,477.	3,306,477.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
<b>Liabilities</b>	11 Investments - land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	54,705,264.	52,483,336.	57,269,500.
	14 Land, buildings, and equipment basis ▶ 21,592.			
	Less accumulated depreciation ▶ 16,875.	6,576.	4,717.	4,717.
	15 Other assets (describe ▶ COINS & JEWELRY)	13,438.	13,438.	13,438.
	16 Total assets (to be completed by all filers)	56,032,875.	56,050,003.	60,836,167.
	17 Accounts payable and accrued expenses	5,334.	4,388.	
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	5,334.	4,388.	
<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	56,027,541.	56,045,615.	
	30 Total net assets or fund balances	56,027,541.	56,045,615.	
31 Total liabilities and net assets/fund balances		56,032,875.	56,050,003.	

**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	56,027,541.
2 Enter amount from Part I, line 27a	2	19,698.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	5,896.
4 Add lines 1, 2, and 3	4	56,053,135.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	7,520.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	56,045,615.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>				
<b>b SEE ATTACHED STATEMENTS</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e 11,558,536.</b>		<b>10,152,540.</b>	<b>1,407,154.</b>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>			<b>1,407,154.</b>	
2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			<b>2</b>	<b>1,407,154.</b>
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). If (loss), enter -0- in Part I, line 8			<b>3</b>	<b>N/A</b>

**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 instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	2,789,270.	58,312,167.	.047833
2009	2,666,972.	53,074,712.	.050249
2008	3,308,190.	63,255,558.	.052299
2007	3,765,030.	75,052,795.	.050165
2006	3,368,302.	70,154,516.	.048013
2 Total of line 1, column (d)			<b>2 .248559</b>
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			<b>3 .049712</b>
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			<b>4 62,503,738.</b>
5 Multiply line 4 by line 3			<b>5 3,107,186.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)			<b>6 29,368.</b>
7 Add lines 5 and 6			<b>7 3,136,554.</b>
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			<b>8 2,884,438.</b>

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	58,736.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	58,736.
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	58,736.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	60,000.
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	60,000.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,264.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 1,264. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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 ► <u>WWW.OGLE-FDN.ORG</u>	13	X	
14	The books are in care of ► <u>FOUNDATION DIRECTORS</u> Telephone no. ► <u>812.280.8372</u> Located at ► <u>FOUNDATION OFFICE</u> ZIP+4 ► <u>47130</u>			
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 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? 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 X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
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) N/A	3b	
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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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		142,000.	5,640.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	62,092,189.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,345,228.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	18,155.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	63,455,572.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	63,455,572.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	951,834.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	62,503,738.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	3,125,187.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	3,125,187.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	58,736.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	58,736.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	3,066,451.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	3,066,451.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	3,066,451.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,884,438.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,884,438.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	2,884,438.

**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.

Form 990-PF (2011)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				3,066,451.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			2,329,094.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 2,884,438.				
<b>a</b> Applied to 2010, but not more than line 2a			2,329,094.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				555,344.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				2,511,107.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see 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 STATEMENT 13**

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	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
Name and address (home or business)				
a Paid during the year				
PHILANTHROPY ROUNDTABLE	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUNDS	1,000.
COMMUNITY KITCHEN	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUNDS	50,000.
CEREBRAL PALSY KIDS CENTER	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUNDS	10,000.
DARE TO CARE	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUNDS	70,000.
DOWN SYNDROME OF LOUISVILLE	NONE	PUBLIC CHARITY	GENERAL PURPOSE FUNDS	160,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				2,588,862.
b Approved for future payment				
NONE				
Total ▶ 3b				0.



## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

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

- b** If "Yes," complete the following schedule.

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

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

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

☒ Yes ☐ No

Signature of officer or trustee

Date \_\_\_\_\_

Title

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ self-employed

PTIN
------

**Paid  
Preparer  
Use Only**

CHRISTINE N KOENIG

Christine Y. Kerner

5-21-12

P01022180

Firm's name ▶ **DEMING MALONE LIVESAY & OSTROFF PSC**

Firm's EIN ▶ 61-1064249

Firm's address ▶ 9300 SHELBYVILLE RD STE 1100  
LOUISVILLE, KY 40222-5187

Phone no. (502) 426-9660

Form **990-PF** (2011)

PAUL OGLE FOUNDATION, INC.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	5970 SHS BROADCOM CORPORATION	P	01/20/11	06/09/11
b	3900 SHS COMPASS MINERALS INT'L	P	VARIOUS	01/07/11
c	12880 SHS INTEL CORP	P	07/21/10	01/20/11
d	4493.9780 SHS VAN ECK GLOBAL HARD ASSETS FUND	P	02/28/11	10/10/11
e	39540.816 SHS ARTIO INT'L EQUITY FUND A	P	12/23/09	03/08/11
f	10974 SHS CISCO SYSTEMS INC	P	08/31/05	02/17/11
g	1052 SHS IBM CORP	P	06/13/08	03/03/11
h	1608 SHS IDEXX LABORATORIES INC	P	07/05/07	07/29/11
i	3500 SHS IDEXX LABORATORIES INC	P	07/05/07	09/09/11
j	4680 SHS KIRBY CORP	P	07/14/08	07/29/11
k	4200 SHS L3 COMMUNICATIONS HLDG	P	VARIOUS	01/07/11
l	2000 SHS ROPER INDUSTRIES INC	P	08/13/08	07/29/11
m	11462 SHS STARBUCKS CORP	P	04/06/10	06/16/11
n	5000 STERICYCLE INC	P	11/30/07	09/16/11
o	4330 SHS WATERS CORP	P	07/05/07	06/09/11

(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 203,625.		269,659.	<66,034.>
b 341,243.		314,770.	26,473.
c 267,540.		275,762.	<8,222.>
d 194,454.		250,000.	<55,546.>
e 1,173,571.		1,162,500.	11,071.
f 204,103.		193,979.	10,124.
g 171,338.		131,553.	39,785.
h 133,434.		76,917.	56,517.
i 257,272.		167,418.	89,854.
j 272,496.		203,703.	68,793.
k 312,049.		185,702.	126,347.
l 163,546.		123,069.	40,477.
m 402,078.		281,965.	120,113.
n 418,744.		295,474.	123,270.
o 406,120.		263,734.	142,386.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<66,034.>
b			26,473.
c			<8,222.>
d			<55,546.>
e			11,071.
f			10,124.
g			39,785.
h			56,517.
i			89,854.
j			68,793.
k			126,347.
l			40,477.
m			120,113.
n			123,270.
o			142,386.

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 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).  
If (loss), enter "-0-" in Part I, line 8

3

PAUL OGLE FOUNDATION, INC.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	86238.067 SHS JPMORGAN CORE BOND TRUST	P	VARIOUS	VARIOUS
b	36714.997 SHS JPMORGAN EQUITY INDEX FUND	P	VARIOUS	VARIOUS
c	JPMORGAN PRIME MONEY MARKET FUND MORGAN CLASS	P	VARIOUS	VARIOUS
d	JPMORGAN PRIME MONEY MARKET FUND PREMIER CLASS	P	VARIOUS	VARIOUS
e	K-1 CAPITAL REALTY INVESTORS, LLC	P	VARIOUS	VARIOUS
f	12478.485 SHS VANGUARD INTER-TERM BOND FUND	P		
g	12393.162 SHS VANGUARD INTER-TERM BOND FUND	P		
h	14773.777 SHS VANGUARD TOTAL BOND FUND	P		
i	11425.960 SHS VANGUARD TOTAL BOND FUND	P		
j	3180.662 SHS VANGUARD MID-CAP FUND	P		
k	3465.54 SHS VANGUARD MID-CAP FUND	P		
l	1846.257 SHS VANGUARD EMERGING MARKETS FUND	P		
m	3734.130 SHS VANGUARD INSTITUTIONAL INDEX FUND	P		
n	4561.967 SHS VANGUARD INSTITUTIONAL INDEX FUND	P		
o	4348.648 SHS VANGUARD INSTITUTIONAL INDEX FUND	P		

(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 923,188.		843,408.	79,780.
b 1,053,012.		642,324.	410,688.
c 1,241,043.		1,241,043.	0.
d 625,734.		625,734.	0.
e			1,158.
f 145,000.		132,940.	12,060.
g 145,000.		132,160.	12,840.
h 160,000.		151,321.	8,679.
i 125,000.		117,096.	7,904.
j 100,000.		82,516.	17,484.
k 90,000.		89,907.	93.
l 55,000.		48,119.	6,881.
m 450,000.		415,614.	34,386.
n 540,000.		507,929.	32,071.
o 460,000.		484,053.	<24,053.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			79,780.
b			410,688.
c			0.
d			0.
e			1,158.
f			12,060.
g			12,840.
h			8,679.
i			7,904.
j			17,484.
k			93.
l			6,881.
m			34,386.
n			32,071.
o			<24,053.>

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 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).  
If (loss), enter "-0-" in Part I, line 8

3



**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	5997.001 SHS VANGAURD SMALL-CAP FUND	P		
b	3140.007 SHS VANGUARD SMALL-CAP FUND	P		
c	5413.386 SHS VANGUARD EUROPEAN STOCK INDEX FUND	P		
d	3074.740 SHS VANGUARD PACIFIC STOCK INDEX FUND	P		
e	JPMORGAN CORE BOND TRUST CAPITAL GAIN DISTRIBUTIO	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 200,000.		162,269.	37,731.
b 85,000.		84,964.	36.
c 110,000.		127,256.	<17,256.>
d 65,000.		67,682.	<2,682.>
e 17,299.			17,299.
f 46,647.			46,647.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			37,731.
b			36.
c			<17,256.>
d			<2,682.>
e			17,299.
f			46,647.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,407,154.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN CHASE	745,669.	0.	745,669.
K-1 CAPITAL REALTY INVESTORS, LP #52-1219926	26.	0.	26.
STOCK YARDS BANK & TRUST CO	297,245.	0.	297,245.
STOCK YARDS BANK & TRUST CO	82.	0.	82.
VANGUARD	688,824.	46,647.	642,177.
YOUR COMMUNITY BANK	3,235.	0.	3,235.
TOTAL TO FM 990-PF, PART I, LN 4	1,735,081.	46,647.	1,688,434.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
K-1 CAPITAL REALTY INVESTORS, LP #52-1219926	1	249.
TOTAL TO FORM 990-PF, PART I, LINE 5A		249.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER MISCELLANEOUS INVESTMENT INCOME	5,956.	5,956.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,956.	5,956.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ICE MILLER LLP	1,744.	0.		1,744.
TO FM 990-PF, PG 1, LN 16A	1,744.	0.		1,744.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STOCKYARDS BANK & TRUST CO	150.	150.		0.
DMLO	10,100.	4,600.		5,500.
TO FORM 990-PF, PG 1, LN 16B	10,250.	4,750.		5,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STOCKYARDS BANK & TRUST CO	47,756.	47,756.		0.
JP MORGAN CHASE	18,188.	18,188.		0.
VANGUARD	138.	138.		0.
TO FORM 990-PF, PG 1, LN 16C	66,082.	66,082.		0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX-ESTIMATES 2011	31,268.	0.		0.	
FOREIGN TAXES-VANGUARD	10,867.	10,867.		0.	
FOREIGN TAXES-STOCK YARDS					
BANK & TRUST	11,569.	11,569.		0.	
PAYROLL TAXES	10,959.	2,740.		8,219.	
TO FORM 990-PF, PG 1, LN 18	64,663.	25,176.		8,219.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	24,931.	6,233.		18,698.	
INSURANCE	3,188.	797.		2,391.	
DUES AND SUBSCRIPTIONS	16,124.	4,031.		12,093.	
PC AND WEBSITE	3,562.	891.		2,671.	
MISCELLANEOUS	1,499.	3.		1,496.	
SEMINARS & TRAINING	1,245.	311.		934.	
SPONSORSHIPS	31,162.	0.		31,162.	
AUTOMOBILE	440.	110.		330.	
ADVERTISING	13,649.	0.		13,649.	
TO FORM 990-PF, PG 1, LN 23	95,800.	12,376.		83,424.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	9
DESCRIPTION					AMOUNT
INCOME TAXED IN 2010, PAID IN 2011-STOCK YARDS ACCOUNT					4,821.
STOCK YARDS BANK NONDIVIDEND DISTRIBUTION RETURN OF CAPITAL					1,075.
TOTAL TO FORM 990-PF, PART III, LINE 3					5,896.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 10
DESCRIPTION		AMOUNT
INCOME TAXED IN 2011, PAID IN 2012-STOCK YARDS ACCOUNT		6,145.
BOOK-TAX DIFFERENCES CAPITAL REALTY INVESTORS LP		1,375.
TOTAL TO FORM 990-PF, PART III, LINE 5		7,520.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE TRUST ACCOUNT - SEE ATTACHED	COST	17,582,928.	19,510,939.
STOCK YARDS BANK TRUST ACCOUNT - SEE ATTACHED	COST	12,142,043.	14,228,961.
VANGUARD - SEE ATTACHED	COST	22,758,365.	23,526,600.
K-1 CAPITAL REALTY INVESTORS	COST	0.	3,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		52,483,336.	57,269,500.

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT 12  
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT W LANUM 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	DIRECTOR, PRESIDENT & CEO 2.00	24,500.	0.	0.
ROY W NETT 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	DIRECTOR & SEC/TREA 4.00	4,500.	0.	0.
WILLIS CHARLES 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	DIRECTOR & VICE PRESIDENT 2.00	4,500.	0.	0.
NORMAN E PFAU, JR 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	DIRECTOR 2.00	4,500.	0.	0.
JOHN C RAGLAND 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	DIRECTOR 2.00	4,500.	0.	0.
CECILE A BLAU 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	DIRECTOR 2.00	4,500.	0.	0.
KENT W LANUM 323 E. COURT AVE. BOX 946 JEFFERSONVILLE, IN 47130	EXEC. DIR.-ADMINISTRATION 40.00	95,000.	5,640.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		142,000.	5,640.	0.

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FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D	STATEMENT 13
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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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PAUL OGLE FOUNDATION, ATTN: KENT LANUM  
P.O. BOX 845  
JEFFERSONVILLE, IN 47131-0845

TELEPHONE NUMBER

---

812-280-8372

FORM AND CONTENT OF APPLICATIONS

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GRANT SUBMISSION PROCESS AND APPROPRIATE FORMS CAN BE FOUND AT  
[WWW.OGLE-FDN.ORG](http://WWW.OGLE-FDN.ORG)

ANY SUBMISSION DEADLINES

---

GRANT CYCLE IS OPEN ALL YEAR; BOARD REVIEW DEADLINES CAN BE FOUND AT  
[WWW.OGLE-FDN.ORG](http://WWW.OGLE-FDN.ORG)

RESTRICTIONS AND LIMITATIONS ON AWARDS

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OGLE FOUNDATION HAS SPECIFIC GUIDELINES FOR ACCEPTABLE GRANT REQUESTS TO  
THE FOUNDATION. SEE THE FOUNDATION WEBSITE AT [WWW.OGLE-FDN.ORG](http://WWW.OGLE-FDN.ORG) FOR MORE  
DETAILED INFORMATION BEFORE CONTACTING OFFICE.

ACCOUNT NO. 2820691200

SCHEDULE OF ASSETS  
AS OF 12/31/11  
THE PAUL OGLE FOUNDATION

PAGE 3

SHARES/UNITS OR PAR VALUE	ASSET DESCRIPTION	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME
PRINCIPAL					
CASH EQUIVALENTS					
119.07	JPMORGAN PRIME MONEY MARKET FUND MORGAN CLASS(VMVXX)	119.07	119.07	0.00	0.00
	SUB-ACCOUNT 2820691200	119.0700			
FIXED INCOME TAXABLE					
1,099,981.92	JPMORGAN CORE BOND TRUST SUB-ACCOUNT 2820691200	10,859,320.72	11,824,805.68	965,484.96	46,199.24
		1,099,981.9240			
EQUITIES					
OTHER					
269,405.29	JPMORGAN EQUITY INDEX FUND SELECT CLASS(HLEIX)	6,723,607.37	7,686,133.04	962,525.67	0.00
	SUB-ACCOUNT 2820691201	269,405.2940			
TOTAL EQUITIES					
		6,723,607.37	7,686,133.04	962,525.67	0.00
CASH					
		156,463.46-	156,463.46-	0.00	0.00
TOTAL PRINCIPAL					
		17,426,583.70	19,354,594.33	1,928,010.63	46,199.24

INCOME



SCHEDULE OF ASSETS  
AS OF 12/31/11  
THE PAUL OGLE FOUNDATION

ACCOUNT NO. 2820691200

PAGE 4

SHARES/UNITS OR PAR VALUE	ASSET DESCRIPTION	TAX COST	MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INCOME
	CASH EQUIVALENTS				
3.68	JPMORGAN PRIME MONEY MARKET FUND	3.68	3.68	0.00	0.00
	MORGAN CLASS(VMVXX)				
	SUB-ACCOUNT 2820691201	3.6800			
	CASH	156,463.46	156,463.46		
	TOTAL INCOME	156,467.14	156,467.14	0.00	0.00
	TOTAL ACCOUNT	17,583,050.84	19,511,061.47	1,928,010.63	46,199.24

# ACCOUNT STATEMENT

PAGE 2

ACCOUNT NUMBER: 1050002342

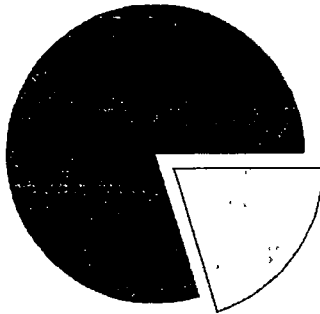
JANUARY 01 2011 TO DECEMBER 31 2011

## ASSET DETAIL

DESCRIPTION	MARKET VALUE TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH AND EQUIVALENTS				
CASH				
PRINCIPAL CASH	0 00			
TOTAL CASH	SUB- TOTAL 0 00		0 00	0 00
TOTAL CASH AND EQUIVALENTS	0 00 0 00		0 00	0 00

## EQUITY DIVERSIFICATION SUMMARY

SECURITY TYPE	MARKET VALUE	PERCENT
COMMON STOCK	11,344,669 93	79.7%
MUTUAL FUNDS - EQUITY	2,884,291 53	20.3%
Total	14,228,961 46	100.0%



DESCRIPTION	TICKER	SHARES	MARKET VALUE/ TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
EQUITIES						
COMMON STOCK						
ENERGY						
APACHE CORP	APA	2,971 000	269,113 18 272,529 83	90 58 91 73	1,782 60	0 66
CHEVRON CORP	CVX	4,500 000	478,800 00 331,024 95	106 40 73.56	14,580 00	3 05
SCHLUMBERGER LTD	SLB	4,070 000	278,021 70 294,705 97	✓68 31 72 41	4,070 00	1 46
SUNCOR ENERGY INC	SU	7,256 000	209,190 48 292,762 91	28 83 40 35	3,127 34	1 49
TOTAL ENERGY		SUB- TOTAL	1,249,127 36 1,191,023 16		23,559 94	1 91

## ACCOUNT STATEMENT

PAGE 3

ACCOUNT NUMBER: 1050002342

JANUARY 01, 2011 TO DECEMBER 31, 2011

## ASSET DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
BASIC MATERIALS						
NEWMONT MINING CORP	NEM	5,771,000	346,317.71 333,619.78	60.01 57.81	8,079.40	2.33
PRAXAIR INC	PX	4,000,000	427,600.00 195,673.30	✓106.90 48.92	8,000.00	1.87
TOTAL BASIC MATERIALS		SUB- TOTAL	773,917.71 529,293.08		16,079.40	2.05
INDUSTRIALS						
DEERE & COMPANY	DE	3,676,000	284,338.60 311,689.15	77.35 84.79	6,028.64	2.12
KIRBY CORP	KEX	6,000,000	395,040.00 261,157.80	65.84 43.53		
LEGGETT & PLATT INC	LEG	11,779,000	271,388.16 243,668.64	✓23.04 20.69	13,192.48	4.86
ROPER INDUSTRIES INC	ROP	5,000,000	434,350.00 307,671.50	86.87 61.53	2,750.00	0.63
TOTAL INDUSTRIALS		SUB- TOTAL	1,125,116.76 1,124,187.09		21,971.12	1.59
CONSUMER DISCRETIONARY						
MCDONALDS CORP	MCD	4,690,000	470,547.70 252,404.08	100.33 53.82	13,132.00	2.79
NIKE INC	NKE	3,803,000	366,495.11 242,217.71	✓96.37 63.69	5,476.32	1.49
SHAW COMMUNICATIONS	SJR	15,260,000	303,216.20 319,849.60	19.87 20.96	13,810.30	4.55
TOTAL CONSUMER DISCRETIONARY		SUB- TOTAL	1,140,259.01 814,471.39		32,418.62	2.84
CONSUMER STAPLES						
H J HEINZ COMPANY	HNZ	6,047,000	326,779.88 308,068.04	54.04 50.95	11,610.24	3.55
PEPSICO INC	PEP	6,000,000	398,100.00 251,966.97	✓66.35 41.99	12,360.00	3.10
PROCTER & GAMBLE CO	PG	4,000,000	266,840.00 214,585.20	66.71 53.65	8,400.00	3.15
J M SMUCKER COMPANY	SJM	5,750,000	449,477.50 343,000.52	78.17 59.65	11,040.00	2.46
TOTAL CONSUMER STAPLES		SUB- TOTAL	1,441,197.38 1,117,620.73		42,410.24	3.01
FINANCIALS						
BLACKROCK INC	BLK	2,341,000	417,259.84 437,799.77	178.24 187.01	12,875.50	3.09

## ACCOUNT STATEMENT

PAGE 4

ACCOUNT NUMBER 1050002342

JANUARY 01, 2011 TO DECEMBER 31, 2011

## ASSET DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE TAX COST	MARKET PRICE COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
FINANCIALS						
CME GROUP INC	CME	1,250.000	304,587.50 284,353.15	243.67 227.48	7,000.00	2.30
DIGITAL REALTY TRUST INC	DLR	6,144.000	409,620.48 319,701.82	66.67 52.03	16,711.68	4.08
TORONTO DOMINION BANK	TD	4,145.000	310,087.45 307,624.08	✓ 74.81 74.22	11,067.15	3.57
TOTAL FINANCIALS		SUB-TOTAL	1,441,545.47 1,310,478.82		47,654.33	3.31
TECHNOLOGY						
APPLE INC	AAPL	1,167.000	472,635.00 68,935.74	405.00 59.07	560.16	0.12
EMC CORPORATION	EMC	8,546.000	184,080.84 232,904.99	✓ 21.54 27.25		
INTERNATIONAL BUSINESS MACHINES CORP	IBM	1,848.000	339,810.24 231,092.40	183.88 125.05	5,544.00	1.63
MICROSOFT CORP	MSFT	11,188.000	290,440.48 295,001.82	25.96 26.37	8,950.40	3.08
ORACLE CORP	ORCL	14,280.000	366,282.00 282,889.66	25.65 19.81	3,427.20	0.94
TOTAL TECHNOLOGY		SUB-TOTAL	1,643,248.56 1,170,824.61		18,451.76	1.12
HEALTHCARE						
ABBOTT LABORATORIES	ABT	5,850.000	328,945.50 259,252.69	56.23 44.32	11,232.00	3.41
BRISTOL MYERS SQUIBB CORP	BMJ	11,910.000	419,708.40 276,564.49	✓ 35.24 23.22	16,197.60	3.86
JOHNSON & JOHNSON	JNJ	4,946.000	324,358.68 318,853.78	65.58 64.47	11,276.88	3.48
WATERS CORP	WAT	3,170.000	234,738.50 148,780.12	74.05 46.93		
TOTAL HEALTHCARE		SUB-TOTAL	1,307,751.07 1,003,451.08		38,706.48	2.96
TELECOMMUNICATIONS						
AT&T INC	T	10,320.000	312,076.80 273,562.56	30.24 26.51	18,163.20	5.82
TOTAL TELECOMMUNICATIONS		SUB-TOTAL	312,076.80 273,562.56		18,163.20	5.82
UTILITIES						
DOMINION RESOURCES INC	D	6,050.000	321,134.00 230,334.99	✓ 53.08 38.07	11,918.50	3.71

## ACCOUNT STATEMENT

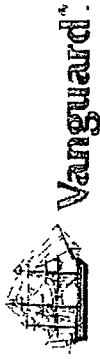
PAGE 5

ACCOUNT NUMBER 1050002342

JANUARY 01, 2011 TO DECEMBER 31, 2011

## ASSET DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE TAX COST	MARKET PER CENT COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
UTILITIES						
SOUTHERN CO	SO	7,200 000	333,288 00 237,764 89	46.29 33.02	13,608 00	4.08
TOTAL UTILITIES		SUB- TOTAL	664,422 30 450,056 58		25,526 50	3.83
TOTAL COMMON STOCK		SUB- TOTAL	11,344,643 93 8,972,014 90		205,071 54	2.52
MUTUAL FUNDS - EQUITY						
MF INTERNATIONAL - BLEND						
HARBOR INTERNATIONAL FUND	HIINX	18,882 887	981,910 12 1,173,571 42	44.52 00 62.15	20,714 53	2.11
HENDERSON INTERNATIONAL OPPORTUNITIES FUND	HFOAX	58,125 000	1,037,531 25 1,162,500 00	17.85 20.00	7,905 00	0.76
TOTAL MF INTERNATIONAL - BLEND		SUB- TOTAL	2,019,441 37 2,136,071 42		28,619 53	1.42
MF INTERNATIONAL - EMERGING MKTS						
OPPENHEIMER DEVELOPING MARKETS	ODMAX	29,496 936	864,850 16 823,958 74	29.32 27.93	16,547 78	1.91
TOTAL MF INTERNATIONAL - EMERGING MKTS		SUB- TOTAL	864,850 16 823,958 74		16,547 78	.91
TOTAL MUTUAL FUNDS - EQUITY		SUB- TOTAL	2,884,291 53 2,960,030 16		45,167 31	1.5
TOTAL EQUITIES			14,228,935 46 12,142,043 06		231,138 85	2.33
TOTAL PRINCIPAL ASSETS			14,228,935 46 12,142,043 06		331,138 90	2.33



## Corporation account

PAUL OGLE FOUNDATION INC

Intermediary Services: 800-669-0498

## Account overview

**\$23,526,600.15**

Total value of all accounts as of December 31, 2011

### Year-to-date income

Taxable income	\$677,957.19
Nontaxable income	0.00
<b>Total</b>	<b>\$677,957.19</b>

### Balances and holdings for Vanguard funds

Beginning on January 1, 2012, new tax rules on taxable (nonretirement) mutual fund accounts (excluding money market funds) require Vanguard to track cost basis information for shares acquired and subsequently sold, on or after that date. Unless you select another method, sales of Vanguard mutual funds, but not ETFs, will default to the average cost method. We'll begin reporting cost basis to the IRS in 2013. For more information, visit [vanguard.com/costbasis](http://vanguard.com/costbasis).

Symbol	Name	Fund & account	Average price per share	Total cost	Balance on 12/31/2010	Balance on 12/31/2011
VERSX	Emerging Mkts Stk Idx Sig	1354-09976234749	-	-	\$1,462,905.77	\$1,132,415.16
VESGX	European Stock Index Sig	1352-09976234749	-	-	2,629,958.44	2,215,502.41
VINIX	Inst Index Fund Inst	0094-09976234749	-	-	10,920,114.51	9,677,820.64
VIBSX	Inter-Term Bond Index Sig	1350-09976234749	-	-	2,811,660.95	2,813,774.43
VMISX	Mid-Cap Index Signal	1344-09976234749	-	-	2,137,341.24	1,905,318.38
VPASX	Pacific Stock Idx Signal	1353-09976234749	-	-	1,566,896.36	1,284,287.07
VSIIX	Small-Cap Index Signal	1345-09976234749	-	-	2,193,965.93	1,856,659.97
VBTSX	Total Bond Mkt Idx Signal	1351-09976234749	-	-	2,724,030.09	2,640,822.09
					<b>\$26,446,873.29</b>	<b>\$23,526,600.15</b>

# Ogle Foundation [5436-01] Depreciation Expense

Financial

01/01/2011 - 12/31/2011

System No.	S	Description	Date In Service	Method / Conv.	Life	Cost / Other Basis	Bus. / Inv. %	Sec. 179/ Bonus	Salvage/ Basis Adj.	Beg. Accum. Depreciation	Current Depreciation	Total Depreciation
<b>Computer Equipment</b>												
6		Laser Printer, S	5/8/2007	SL / N/A	3.0000	590.93	100.0000	0.00	0.00	590.93	0.00	590.93
7		Gifts Software F	7/3/2007	SL / N/A	3.0000	6,711.00	100.0000	0.00	0.00	6,711.00	0.00	6,711.00
8		Laptop	12/7/2007	SL / N/A	3.0000	2,668.49	100.0000	0.00	0.00	2,668.49	0.00	2,668.49
Subtotal: Computer Equipment						9,970.42		0.00	0.00	9,970.42	0.00	9,970.42
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Net for: Computer Equipment						9,970.42		0.00	0.00	9,970.42	0.00	9,970.42
<b>Office Equipment</b>												
1		Telephone syste	3/31/2007	SL / N/A	7.0000	3,507.74	100.0000	0.00	0.00	1,879.16	501.11	2,380.27
9		Copier	12/4/2009	SL / N/A	7.0000	4,642.00	100.0000	0.00	0.00	718.40	663.14	1,381.54
Subtotal: Office Equipment						8,149.74		0.00	0.00	2,597.56	1,164.25	3,761.81
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Net for: Office Equipment						8,149.74		0.00	0.00	2,597.56	1,164.25	3,761.81
<b>Office Furniture</b>												
2		Office Desk - Ke	1/10/2007	SL / N/A	5.0000	1,054.70	100.0000	0.00	0.00	843.76	210.94	1,054.70
3		Bookcase	4/17/2007	SL / N/A	5.0000	404.28	100.0000	0.00	0.00	296.49	80.86	377.35
4		Conference room	9/24/2007	SL / N/A	5.0000	2,012.50	100.0000	0.00	0.00	1,308.13	402.50	1,710.63
Subtotal: Office Furniture						3,471.48		0.00	0.00	2,448.38	694.30	3,142.68
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Net for: Office Furniture						3,471.48		0.00	0.00	2,448.38	694.30	3,142.68
Subtotal:						21,591.64		0.00	0.00	15,016.36	1,858.55	16,874.91
Less dispositions and exchanges:						0.00		0.00	0.00	0.00	0.00	0.00
Grand Totals:						21,591.64		0.00	0.00	15,016.36	1,858.55	16,874.91

# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file)** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## **Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.  <b>PAUL OGLE FOUNDATION, INC.</b>	Employer identification number (EIN) or  <input checked="" type="checkbox"/> <b>31-0988988</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>P.O. BOX 845</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>JEFFERSONVILLE, IN 47131-0845</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

### FOUNDATION DIRECTORS

- The books are in the care of ► **FOUNDATION OFFICE - 47130**

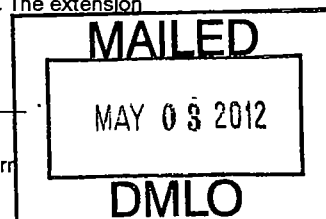
Telephone No. ► **812.280.8372**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
► ☒ calendar year **2011** or  
► ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period



3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>58,736.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>60,000.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>0.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)